



# ASSOCIATED STUDENTS, INC.

CALIFORNIA STATE UNIVERSITY, FULLERTON™

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## Governance Meeting Minutes March 08, 2018

### CALL TO ORDER

Jesse Rodriguez called the meeting to order at 02:30 p.m.

### ROLL CALL

Members present: Rodriguez, Gelrud, , Jakel, Snyder, Sheppard, and Vasquez

Members absent:

\*\*Indicates that the member was in attendance for a portion of the meeting, but not in attendance prior to the announcement of Unfinished Business. [According to the by-laws, a member of the board who is not in attendance prior to the announcement of Unfinished Business is considered not to be in attendance.]

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### APPROVAL OF AGENDA

(M) Vasquez (S) Sheppard moved to approve the agenda as presented.

### APPROVAL OF MINUTES

#### Time Certain

### PUBLIC SPEAKERS

### REPORT:

#### Director of Administration

McDoniel informed the committee that the Titan Student Center budget was approved with minor changes. The Finance Committee would be review the Inter Club Council budgets within the next couple weeks. McDoniel stated that Justin Lawson, Special Project Coordinator would reformat the financial policies. If there were format changes the financial policies would be going to the Governance Committee. If there were any content changes, the financial policies would be going to the Finance Committee.

#### REPORTS- Chair

Rodriguez informed the committee of Hazel Chicas possible resolution regarding the dream campaign.

#### Unfinished Business

#### New Business

- a. **Action: Approval of ASI Policy Concerning ASI Research Grants**

**Governance 17/18 019 (M) Vasquez (S) Snyder** moved to approve ASI policy concerning ASI Research Grants.

Rodriguez stated that the policy concerning research grants only had format changes. The committee moved into discussion.

Governance 17/18 019 Motion Passed.

**b. Discussion: ASI Bylaws, Article V, Executive Officers**

Rodriguez yielded to Saba Ansari, Chief Governmental Officer to speak on behalf of her position.

Ansari stated that she would recommend for the next Chief Governmental Officer to be required to attend Governance Committee Meetings to ensure information is shared with the Executive Officers. Ansari recommended to require ASI President and Vice President to send designees to committee meetings. Ansari suggested for Community Engagement Commission to be under the Chief Governmental Officer supervision.

Discussion ensued.

**c. Discussion: ASI Policy Concerning Board of Directors Operations**

Rodriguez stated that Nicholas Jakel wanted to discuss Instructionally Related Activities (IRA).

Sheppard suggested to possibly have one ASI Board of Director to sit on the IRA Committee.

McDoniel informed the committee that IRA is a University program and not ASI. McDoniel explained that the IRA chair would be ASI Presidents Designee. McDoniel stated that ASI cannot name members but they can recommend members for the committee. A possible suggestion would be requiring IRA to present to the Board of Directors to maintain the board updated.

The committee moved to discuss scholarships.

Rodriguez suggested adding grading scholarships to the Board of Directors responsibilities. The committee continued to discuss scholarships as a responsibility for the Board of Directors.

Discussion ensued.

**Roll Call**

| ROLL CALL VOTES |           |       |
|-----------------|-----------|-------|
|                 |           | 019   |
| COMM            | Gelrud    | YES   |
| EDU             | Vasquez   | YES   |
| ARTS            | Sheppard  | YES   |
| ECS             | Snyder    | YES   |
| HSS             | Rodriguez | Chair |
| Results         |           | 4-0-0 |

**ANNOUNCEMENTS/MEMBERS' PRIVILEGE**

Jakel thanked the committee for their input.

**ADJOURNMENT**

The meeting adjourned at 3:38 pm.

  
 \_\_\_\_\_  
 Jesse Rodriguez, Vice Chair Secretary

  
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Laila Dadabhoy, President / CEO

A handwritten signature in black ink, appearing to read 'KRISTYNE ROBLES', written over a horizontal line.

Kristyne Robles, Recording Secretary

# POLICY CONCERNING ASI RESEARCH GRANTS

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## PURPOSE

The purpose of this policy is to provide guidelines for the administration of the Associated Students, Inc. (ASI) Research Grants. The ASI Research Grants are available to California State University Fullerton (CSU Fullerton) graduate and undergraduate students from all fields of study involved in supervised research. The ASI Research Grants are administered by ASI Leader and Program Development. The application process begins during the Fall semester and the recipients of the grant are notified by the first week of the Spring semester.

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**2. COMMITTEE COMPOSITION**..... 2

## WHO SHOULD KNOW THIS POLICY

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|--|--|
| <ul style="list-style-type: none"> <li><input checked="" type="checkbox"/> Budget Area Administrators</li> <li><input checked="" type="checkbox"/> Management Personnel</li> <li><input type="checkbox"/> Supervisors</li> <li><input checked="" type="checkbox"/> Elected/Appointed Officers</li> </ul> | <ul style="list-style-type: none"> <li><input type="checkbox"/> Volunteers</li> <li><input checked="" type="checkbox"/> Grant Recipients</li> <li><input checked="" type="checkbox"/> Staff</li> <li><input checked="" type="checkbox"/> Students</li> </ul> |
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## DEFINITIONS

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For Purpose of this policy, the terms used are defined as follows:

| Terms                       | Definitions  |
|-----------------------------|--|
| <b>Consumable items</b>     | Materials or products, which will be exhausted during the research process |
| <b>Non-consumable items</b> | Items determined to have a useful life extending longer than one year      |

## STANDARDS

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### 1. PROCESS

An extensive, one-time Research Grant application form is available in ASI Leader and Program Development by approximately mid-October of each academic year. Academic research grants cover fall and spring semesters.

Before submission to the ASI Research Grant Committee, all Research Grant Applications shall be submitted by the applicant to any applicable CSUF offices on committees as a part of the established research procedures on campus.

ASI will provide funds for consumable and non-consumable items used during the research process, as approved by the Research Grant Committee. Consumable items are materials or products, which will be exhausted during the research process. Non-consumable items are those items determined to have a useful life extending longer than one year. Non-consumable items must be returned to the grant recipient's departmental office after the research is complete, but no later than June 30th of the academic year in which the research grant is awarded, and must be made available to students by said departments.

All Research Grant Funds must be spent during the academic year in which the Research Grant is awarded. Research Grant expense receipts **MUST** be submitted **BEFORE** the end of the academic year. An academic year begins on July 1st and ends on June 30th.

The maximum Research Grant allocation is \$2,500 unless recommended otherwise by the Research Grant Committee and approved by the ASI Board of Directors. The amount allocated for each Research Grant request will be determined by the Research Grant Committee.

## **2. COMMITTEE COMPOSITION**

The ASI Research Grant Committee shall be composed of nine members. One of the committee members must be a faculty member holding a doctoral degree. The remaining members shall be students. Each College shall be represented by the chair or designee of its respective inter-club council. The ASI Executive Vice President shall chair the Research Grant Committee.

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**DATE APPROVED: XX/XX/XXXX**

BYLAWS FOR THE REGULATIONS,  
EXCEPT AS OTHERWISE PROVIDED BY STATUTE OF ITS  
ARTICLES OF INCORPORATION, OF  
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**ARTICLE V**

**EXECUTIVE OFFICERS**

Section 1. **TERM OF OFFICE** Each officer shall serve for a full-year term following the general election which shall commence on June 1 and end on the following May 31.

Section 2. **ASI PRESIDENT**

- Clause 1. The ASI President (hereinafter referred to as President) shall be the Chief Executive Officer and shall act as head of the ASI Government and shall appoint, subject to approval of the majority of the Board of Directors, all Executive Officers identified in Clause 2, Section 2 (c through f) of Article IV.
- Clause 2. The President shall be an ex-officio member of all ASI committees except the Audit Committee.
- Clause 3. The President shall submit a budget proposal to the Finance Committee of the ASI Board of Directors on or before the second meeting in March of each fiscal year.
- Clause 4. In the event the ASI Board of Directors has not elected a Chair or Vice Chairs, the President shall serve as Chair until a majority of said Board has elected a Chair or Vice Chairs. In serving as Chair, the President shall not be eligible to vote.
- Clause 5. The President shall execute the resolutions and policies passed by the ASI Board of Directors.
- Clause 6. The President shall appoint ASI program directors and be directly responsible for their activities.
- Clause 7. The President or designee shall be responsible for chairing the Instructionally Related Activities (IRA) committee.
- Clause 8. The President or designee shall serve as a voting member on the CSU Fullerton's Academic Senate.
- Clause 9. The President shall serve as a voting or non-voting member on the California State Student Association Board.
- Clause 10. The President or designee shall maintain communication with all CSU Fullerton's partners and auxiliaries. They shall serve as a board member or ASI representative on university boards they are invited to, which may include the President's Advisory Board, The California State University, Fullerton Philanthropic Association, the Alumni Association, and the Auxiliary Services Corporation.
- Clause 11. The President shall maintain relationships with campus partners, and are encouraged to meet regularly with the University President, Provost, Vice President of Student Affairs, the Director of Athletics, and the Chief of Police.

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- Clause 12. The President shall possess the power of veto over all actions of the ASI Board of Directors excluding internal committee appointments and internal elections. Action becomes effective upon the signature of the President or in nine (9) legal days if not vetoed in writing. The ASI Board of Directors may override a veto by a two-thirds vote within fourteen (14) legal days of veto.
- Clause 13. The President shall have the authority to remove any or all executive appointments.
- Clause 14. All official actions of the President shall be written in the form of Executive Orders as outlined in the ASI Policy Statement Concerning Executive Orders, #102.
- Clause 15. If the President resigns, a written notice of his or her resignation shall be submitted to the ASI Board of Directors and to the ASI Executive Vice President.
- Clause 16. In the event of a vacancy in the office of the President, the vacancy shall be filled by the ASI Executive Vice President who shall appoint a new ASI Executive Vice President subject to approval by a majority vote of the ASI Board of Directors.

**Section 3. ASI VICE PRESIDENT**

- Clause 1. In the event of the absence or disability of the President, the Vice President shall perform all duties of the President and shall have all the power of and be subject to all the restrictions of the President.
- Clause 2. The Vice President shall fulfill all duties and responsibilities that are assigned by the President and are consistent with these bylaws.
- Clause 3. The Vice President shall be responsible for ASI programs, including ASI Production, Titan Tusk Force, Association for InterCultural Awareness, Scholarships Commission, and Street Team Commission.
- Clause 4. The Vice President shall chair the Executive Senate Committee.
- Clause 5. The Vice President shall serve as an ex-officio member of all ASI committees except the Audit Committee.
- Clause 6. The Vice President or designee shall be responsible for the recognition of student leaders within ASI.
- Clause 7. If the Vice President resigns, a written notice of the resignation shall be submitted to the President and to the Chair of the Board of Directors.
- Clause 8. In the event of a vacancy in the office of the Vice President, the President shall appoint a Vice President subject to approval by a majority vote of the ASI Board of Directors.

**Section 4. EXECUTIVE OFFICER APPOINTMENTS AND VACANCIES**

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- Clause 1. The following Executive Officers shall be appointed by the President: Chief Campus Relations Officer, Chief Governmental Officer, and Chief Communications Officer.
- Clause 2. All appointed Executive Officers shall perform all duties as provided for in the Bylaws and as instructed by the President.
- Clause 3. All appointed Executive Officers have the responsibility to regularly inform the ASI Board of Directors of any and all of their official activities.
- Clause 4. In the event that any appointed Executive Officer should resign, a written notice of their resignation shall be submitted to the President and to the ASI Board of Directors.
- Clause 5. In the event of the simultaneous vacancy in the position of President and Vice President, the Chair of the Board of Directors shall automatically assume the office of President and appoint a Vice President subject to majority ASI Board of Directors approval.

**Section 5. CHIEF CAMPUS RELATIONS OFFICER**

- Clause 1. The Chief Campus Relations Officer shall maintain correspondence within on-campus issues and the campus climate.
- Clause 2. The Chief Campus Relations Officer shall serve as the Chair of the University Affairs Commission and is responsible for facilitating on-campus advocacy initiatives.
- Clause 3. The Chief Campus Relations Officer shall make recommendations to the President to appoint students to university-wide committees and search committees, and oversee the President Appointee Commission.
- Clause 4. The Chief Campus Relations Officer oversees the Environmental Sustainability Commission.
- Clause 5. The Chief Campus Relations Officer may serve as the President's designee for the CSU Fullerton's Academic Senate.

**Section 6. CHIEF GOVERNMENTAL OFFICER**

- Clause 1. The Chief Governmental Officer shall maintain correspondence with the university's Government Relations Department and local, state, and federal elected officials and government agencies.
- Clause 2. The Chief Governmental Officer may be appointed by the President as the voting or non-voting member of the California State Student Association Board of Directors.
- Clause 3. The Chief Governmental Officer shall conduct in-district lobby visits to the Fullerton Delegation.
- Clause 4. The Chief Governmental Officer oversees the Lobby Corps Commission.



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**Section 7. CHIEF COMMUNICATIONS OFFICER**

- Clause 1. The Chief Communications Officer shall be responsible for effectively communicating and distributing ASI initiative through multiple media outlets.
- Clause 2. The Chief Communications Officer shall be responsible for ASI public relations in conjunction with ASI Communication and Marketing Department.
- Clause 3. The Chief Communications Officer oversees the Communications Commission and the Community Engagement Commission.

**Section 8. PRESIDENT-ELECT**

- Clause 1. The President-elect may present the presidential appointments that require confirmation from the incumbent ASI Board of Directors by the final meeting of the year.
- Clause 2. In the event of a vacancy in the position of President-elect, the Vice President-elect shall become President-elect and shall appoint a new Vice President-elect subject to approval by a two-thirds majority vote of the incumbent ASI Board of Directors.
- Clause 3. In the event of a vacancy in the position of the Vice President-elect, the President-elect shall appoint a new Vice President-elect subject to approval by a two-thirds majority vote of the incumbent ASI Board of Directors.

**Section 9. POWERS**

- Clause 1. The ASI President shall make recommendations to the ASI Board of Directors on the establishment of ASI commissions. ASI Commissions are charged with leading advocacy, programming, and outreach efforts on behalf of ASI.
  - a. All members of ASI Commissions shall be appointed by the President. The President shall also appoint all ASI Commission Leaders with the approval of the Board of Directors.
  - b. ASI Commissions shall advocate on behalf of students with prior approval by majority vote of the Board of Directors.
  - c. ASI Commissions shall include the: Communications Commission, Community Engagement Commission, Environmental Sustainability Commission, Lobby Corps Commission, Presidential Appointees Commission, Scholarships Commission, Street Team Commission, and University Affairs Commission.
    - I. The Communications Team focuses on planning and implementing strategies, campaigns and events that communicate information about the ASI to the student body and campus community. The Communications Commission shall

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be composed of the following: the Chief Communications officer who shall serve as the Communications Commission Leader, one (1) Events Coordinator, one (1) Campus Outreach Coordinator, and one (1) Social Media and Marketing Coordinator.

- II. The Community Engagement Commission shall be responsible for enhancing the university's reputation within the community by broadcasting the positive contributions of students, clubs, and organizations on campus, building positive working relationships with community leaders and residents by attending pertinent public and town hall meetings, and working closely with CSUF students, faculty members, clubs, and organizations on campus to promote their philanthropic and commendable contributions to the community. The Community Engagement Commission shall be composed of the following: one (1) Community Engagement Commission Leader and three (3) coordinators.
- III. The Environmental Sustainability Commission shall be responsible for raising awareness of environmental and sustainability issues on campus, developing events and programs, advocating for the inclusion of sustainability best practices within the context of ASI's operations and corporate responsibility, and serving as a liaison between interested student groups and ASI. The Environmental Sustainability Commission shall be composed of the following: one (1) Environmental Sustainability Commission Leader, one (1) Waste & Energy Coordinator, one (1) Programming Coordinator, one (1) Promotions Coordinator, and at least three (3) students at large. At least one (1) member of the Board shall serve on the Environmental Sustainability Commission.
- IV. The Lobby Corps Commission shall be responsible for advocating on behalf of student interests on all levels of governance affecting higher education and other public policy issues, planning and implementing programs and events that educate about policy issues and engage students and the campus community in advocacy efforts, and facilitating campaigns on issues of student interests and mobilize support of the CSUF student body, campus community, and beyond. The Lobby Corps Commission shall be composed of the following: the Chief Governmental Officer who shall serve as the Lobby Corps Commission Leader, one (1) Advocacy Coordinator, one (1) Events Coordinator, one (1) Promotions Coordinator, and at least three (3) students at large. At least one (1) member of the Board of Directors, and the Titan Student Centers Board of Trustees Chair or designee shall serve on the Lobby Corps Commission.
- V. The Presidential Appointees Commission is the program that coordinates the appointment, development, and monitoring of students serving on Academic Senate and University Wide Committees. The Presidential Appointees Commission shall be composed of the following: one (1) Presidential Appointees Commission Leader and all other ASI Presidential Appointees to university wide committees.
- VI. The Scholarships Commission shall be responsible for promoting the ASI Scholarship program, reviewing submitted applications, and awarding students based on their academic and organizational involvements. The Scholarships

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Commission shall be composed of the following: one (1) Scholarships  
Commission Leader and at least three (3) students at large.

- VII. The Street Team Commission shall be responsible for providing on-campus student involvement and leadership growth opportunities through weekly meetings and events, while supporting a variety of ASI teams including but not limited to Association for InterCultural Awareness (AICA), ASI Productions, and Titan Tusk Force. The Street Team Commission shall be composed of the following: one (1) Street Team Commission Leader, one (1) Programming Coordinator, and at least three (3) students at large.
  - VIII. The University Affairs Commission shall be responsible for advocating on behalf of students for campus issues. The University Affairs Commission shall be composed of the following: the Campus Relations Officer who shall serve as the University Affairs Commission Leader and at least three (3) students at large. At least one (1) member of the Board shall serve on the University Affairs Commission.
- Clause 2. The ASI President shall make recommendations to the ASI Board of Directors on the establishment of ASI Programming Boards. ASI Programming Boards are charged with programming and outreach efforts on behalf of ASI.
- a. All members of ASI Programming Boards shall be appointed by the President. The President shall also appoint all ASI Programming Board Leaders with the approval of the Board of Directors.
  - b. ASI Programming Boards shall include the: ASI Productions and Titan Tusk Force.
    - I. ASI Productions focuses on planning and implementing campus entertainment centered on social, cultural, and educational topics through a wide selection of frequent events and large scale productions. ASI Productions shall be composed of the following: one (1) Director, one (1) Sunday Series Coordinator, one (1) Pub Monday/Tuesday Coordinator, one (1) Wednesday Concert Coordinator, one (1) Pub Thursday Coordinator, one (1) Films Coordinator, one (1) Fall/Spring Concert Coordinator, and two (2) Union and Special Programming Coordinators.
    - II. Titan Tusk Force focuses on planning and implementing spirited events centered on Titan Pride, while also promoting and supporting Athletics to build a strong sense of campus unity and identity with CSU Fullerton. Titan Tusk Force shall be composed of the following: one (1) Director, one (1) Athletics Coordinator, one (1) Events Coordinator, and one (1) Marketing and Recruitment Coordinator.

# POLICY CONCERNING BOARD OF DIRECTORS OPERATIONS

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## PURPOSE

The following policy has been established in order for the members of Associated Students, Inc. (ASI) Board of Directors (Board) to better serve their respective student constituencies and to make sure each member of the Board performs the duties of their position in a thoughtful and responsible manner. ASI is committed to promoting the highest standards of ethical conduct in the performance of its mission. The policy includes expected conduct of Board members, responsibilities and duties of Board members, and an overview of committee and meeting operations.

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## WHO SHOULD KNOW THIS POLICY

- |  |   |
|--|---|
| <ul style="list-style-type: none"> <li><input type="checkbox"/> Budget Area Administrators</li> <li><input checked="" type="checkbox"/> Management Personnel</li> <li><input checked="" type="checkbox"/> Supervisors</li> <li><input checked="" type="checkbox"/> Elected/Appointed Officers</li> </ul> | <ul style="list-style-type: none"> <li><input type="checkbox"/> Volunteers</li> <li><input type="checkbox"/> Grant Recipients</li> <li><input checked="" type="checkbox"/> Staff</li> <li><input checked="" type="checkbox"/> Students</li> </ul> |
|--|---|

## DEFINITIONS

For Purpose of this policy, the terms used are defined as follows:

| Terms                       | Definitions   |
|-----------------------------|---|
| <b>Conflict of Interest</b> | Any involvement financially, through an employment or family connection, with any business, firm, vendor, and/or service doing business with the corporation. |

|                         |  |
|-------------------------|--|
| <b>Fraud</b>            | The intentional use of deceit, a trick or some dishonest means to deprive another of their money, property or legal right  |
| <b>Defalcation</b>      | The withholding or misappropriating funds held for another or failing to make a proper accounting  |
| <b>Corruption</b>       | The offering, giving, soliciting, or accepting of an inducement or reward that may improperly influence the action of a person or entity.  |
| <b>Misappropriation</b> | The intentional, illegal use of the property or funds of another person for one's own use or other unauthorized purpose, particularly by a public official, a trustee or a trust, an executor or administrator of a dead person's estate or by any person with a responsibility to care for and protect another's asset. |
| <b>Forgery</b>          | The crime of creating a false document, altering a document, or writing a false signature for the illegal benefit of the person making the forgery.  |

## **STANDARDS**

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### **1. BOARD CONDUCT**

#### *a. Non-Conflict of Interest*

In accordance with California Education Code, Sections 89906, 89907, 89908 and 89909, all ASI Board of Directors members, ASI Executive Officer members, and TSU Board of Trustees members shall submit a Certification of Non-Conflict of Interest Statement as outlined below:

I have read California Education Code Sections 89906, 89907, 89908 and 89909 printed on the reverse of this document, and I am not involved financially, through employment or family connections, with any business, firm, vendor, and/or service bureau doing business with this corporation.

Should I find in some future contractual matter before the Board of Directors that there may be the potential of a conflict of interest, I shall disclose that potential conflict and abstain from voting, as prescribed in Education Code, Section 89907.

This Non-Conflict of Interest Statement shall be submitted at the time a member assumes their official duties. Statements shall be retained in the ASI Administrative Office, TSU-218.

#### *b. Ethics*

##### **Introduction**

This code will serve as a minimum guide for ethical conduct and provide guidance and direction for all officers, directors, employees, and volunteers of ASI (collectively referred to herein as members or member) in the performance of their duties or in any context in which they are perceived as representing ASI.

##### **Laws and Regulations**

All members must comply with applicable laws and regulations governing the operation of ASI. This includes, but is not limited to, federal, state, county and municipal laws, the California Code of Regulations, the California Education Code, campus regulations of California State University Fullerton, and the Office of the Chancellor, California State University.

**Business Practices**

Business activities must be conducted under the highest standards. Members must not take unfair advantage of suppliers, vendors, and contractors through manipulation, concealment, and/or misrepresentation of material facts.

Members must not disclose a vendor's pricing or business activities to competitors. In the course of business, all members must refrain from any practice that could constitute unfair dealing. At all times, members must be accurate and truthful in all their dealings with vendors, suppliers, and customers and be careful to accurately represent the services and products of ASI.

**Conflict of Interest**

Members must avoid conflicts of interest. Business decisions must be made objectively on the basis of price, quality, service and other competitive practices. To avoid any potential influence from existing or potential vendors and customers, members are prohibited from accepting gifts, from vendors, suppliers, and customers, of more than token value.

Members transacting business or entering into contracts on behalf of ASI must not have any interest, financial or personal, in those transactions or contracts. Should a member have an interest in an organization with whom the ASI transacts business, the member must recuse themselves from any negotiation, authorization, or approval of such transactions.

In addition, ASI Executive Officers and members of ASI governing boards must comply with conflict of interest regulations as defined in ASI Policy-.

Members must not be employed outside ASI where the outside employment impairs their ability to conduct ASI business because of conflicts of interests and competing interests.

**Anti-discrimination Policy**

Members must not take actions that discriminate against anyone on an unlawful basis, including gender, race, religion, color, national origin, sexual orientation, gender identity, medical condition, age, physical or mental disability, marital status or family leave status.

**Public Disclosures**

If members in the course of their duties are called to make public disclosures to any governmental agency, under no circumstances can statements be made that are untrue, or omit or misstate material facts. If public disclosures are made to the press, members must seek to insure that the statements are clear and understandable and not misleading.

**Confidentiality**

Members must protect ASI confidential information and not divulge such to anyone except on a need-to-know basis. Members are expected to keep in confidence such information that would be considered confidential even if not clearly marked. This would include, but not be limited to, personal addresses, social security or other identification numbers, payroll records, performance evaluations, and/or personal information.

**Respect**

Members must work effectively with coworkers, customers and others by sharing ideas in constructive and positive manner; listening to and objectively considering ideas and suggestions from others, keeping commitments, keeping others informed of work progress, timetables and issues, addressing problems and issues constructively to find mutually acceptable and practical business solutions, addressing others by name, title or other respectful identifier and respecting the diversity of our work force in actions, words and deeds. Members must be able to work effectively within a complex organizational setting and a multi-cultured campus environment. Members must be able to establish and maintain effective, cooperative, and harmonious relationships with students, staff, co-workers, faculty, alumni and the general public.

**Fair Dealing**

Behind any code of ethics is the concept of fair dealing. As a guiding principle, members must respect and deal fairly with customers, suppliers, vendors, contractors, co-workers, and the general public. In the course of conducting ASI business, members must not take advantage of others by misrepresentation, concealment, misuse of confidential and privileged information, or any other practice of unfair dealing.

*c. Fraud*

ASI policy on fraud is established to prepare procedures that will protect ASI, its employees, and assets against losses stemming from illegal activities. ASI has a zero tolerance policy regarding such activities. ASI forbids the commission of any illegal activity by an officer, director, employee, or volunteer of ASI (collectively referred to herein as members or member).

The management of ASI is responsible for the establishment of procedures designed to prevent and detect fraudulent activity, including but not limited to fraud, defalcation, misappropriation, forgery, and corruption.

**Reporting Responsibility**

Each member of the management team will be familiar with the types of improprieties that might occur within their area of responsibility, and be alert for any indication of irregularity.

In the event a member detects or suspects fraudulent activity, they must immediately report this to the Executive Director. The Executive Director will inform the ASI Board of Directors and the CSUF Director of Internal Auditing within twelve hours once the incident is brought to their attention.

In the event a member detects or suspects fraudulent activity on the part of the Executive Director, they must immediately report this to the University Risk Manager.

Any reprisal against any individual reporting violations of this policy is prohibited. Any cover-up of a suspected incidence or retaliation in any form against witnesses is also prohibited.

**Investigating Suspected Fraud**

The Executive Director or designee in an investigation of fraud will have:

- Free and unrestricted access to all ASI records and premises, whether owned or rented
- The authority to examine, copy, and/or remove all or any portion of the contents of files, desks, cabinets, and other storage facilities on the premises without prior knowledge or consent of any individual who might use or have custody of any such items or facilities when it is within the scope of the investigation.

Any information received by ASI in the course of an investigation will be treated in confidentiality. As such, any employee should notify the Executive Director (or the University Risk Manager, in the case of suspected fraudulent activity by the Executive Director) and not engage a suspected individual or conduct a personal investigation.

Information discovered during the course of an investigation will be disclosed or discussed only with individuals on a need-to-know basis. Confidentiality must be enforced to avoid damaging the reputations of persons under suspicion who are found innocent of wrongdoing.

No information concerning the status of an investigation will be given out. The proper response to any inquiry is, "I am not at liberty to discuss this matter." Under no circumstances should any reference be made to "the allegation," "the crime," "the fraud," "the forgery," "the misappropriation," or any other specific reference.

Upon completion of the investigation, the Executive Director will file their report with the Director of Internal Auditing and the ASI Board of Directors.

Decision to prosecute or refer the matter to law enforcement officials will be made in conjunction with legal counsel, ASI Executive Officers, and the Director of Internal Auditing.

### **Termination**

If an investigation results in a recommendation to terminate the employment of an individual, the recommendation will be reviewed for approval by ASI Human Resources and legal counsel. The policy will be reviewed annually and revised as needed.

#### *d. Whistleblower Protection*

ASI policies on Ethics and Fraud require directors, officers, employees and volunteers (members) to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. All members of the organization must practice honesty and integrity in fulfilling their responsibilities.

### **Reporting Responsibility**

It is the responsibility of all members to comply with the policies and to report violations or suspected violations in accordance with this Whistleblower Policy. ASI encourages initial reporting to occur internally to allow for expeditious resolution of all such matters and to minimize the effects of improper actions.

### **Reporting Violations**

The Whistleblower Policy addresses the organization's open-door policy and suggests that members share their questions, concerns, suggestions, or complaints with someone who can address them properly. In most cases, a member's supervisor is in the best position to address an area of concern. However, if the member is not comfortable speaking with their supervisor or is not satisfied with their supervisor's response, then they must speak to the Director of Human Resources. The supervisor and/or Director, Human Resources is required to report this notification to the Executive Director upon receipt. The Executive Director or designee will conduct an investigation of the reported concern. In the event that a concern involves fraud, then it must be directly reported to the Executive Director who has the responsibility to investigate all reported violations of policies.

### **Handling of Reported Violations**

The Executive Director will notify the sender and acknowledge receipt of the reported violation or suspected violation within one business day. All reports will be promptly investigated and appropriate



corrective action will be taken if warranted by the investigation. If the concern involves an incident of suspected fraud, defalcation, or other irregularity concerning corporate assets, the Executive Director will notify the Chair of the Audit Committee, Chair of the Board of Directors, and the University Director of Internal Audit in writing within twelve hours of receipt and work with the ASI Audit Committee until such matter is resolved. All concerns involving the Executive Director shall be directly reported to the University Risk Manager.

### **No Retaliation**

No member, who in good faith reports a violation of the policies, shall suffer harassment, retaliation, or adverse employment consequence. A member who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable members to raise serious concerns within the organization prior to seeking resolution outside the organization.

### **Acting in Good Faith**

Anyone filing a complaint concerning a violation or suspected violation of the policies must be acting in good faith and have reasonable grounds for believing the information disclosed indicated a violation of the Policies. Any allegations that prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

### **Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

## **2. RESPONSIBILITIES OF THE BOARD**

Each member of the Board will be required to incorporate the following responsibilities into their personal job frame work:

- Board members are required to attend (prepared and on time) for the entire duration of all meetings of the Board of Directors which take place every Tuesday from 1:15 – 3:45 P.M.
- Board members are required to sit on an Associated Students, Inc. standing committee and be a liaison to at least one of the following: the Association for Inter Cultural Awareness (AICA), Community Service Inter-club Council (CSICC), Sports Club Inter-club Council (SCICC), Mesa Cooperativa, the Black Student Union (BSU), the Resident Student Association (RSA), the Inter Fraternity Council (IFC), the National Pan-Hellenic Council (NPHC), PanHellenic Council (PHC), and the Multicultural Greek Council (MGC).
- Directors of the Board are required to attend their college's Inter-club council meetings. If scheduling conflicts arise, the director(s) shall have regular contact meetings with their Interclub council chair, Inter-club council members, and their assistant dean.
- Directors of the Board shall establish and maintain weekly office hours (at least one hour a week and by appointment). These hours shall be posted on their respective college's bulletin board and outside the Board of Directors' office.
- When time permits, the Board Chair may schedule ASI promotional events for the Board to carry out after the adjournment of Board Meetings.
- Directors of the Board are required to keep in contact with their constituents, college-based Deans or Assistant/Associate Deans, and report to the Board on issues and concerns from their college. Two reports will be given each week during regularly scheduled Board of Directors meetings beginning

the third week of the fall semester. The reports will be given in alphabetical order, with respect to the college's names.

- No member of the ASI Board of Directors shall serve as an officer or director of an ASI program, funding council, or board.
- No member of the ASI Board of Directors shall be employed by the Associated Students, Inc.

### **3. COMPOSITION AND DUTIES OF COMMITTEES**

All items brought before the Board should be referred to the proper committee. Emergency situations, as defined by the Gloria Romero Open Meetings Act, may be immediately acted upon by the Board as defined by the Act. The committee must report each proposal, with the exception of the budget, back to the Board within two weeks. The chair of each committee shall be responsible for presiding over committee meetings and reporting the committee's recommendations to the Board. No committee shall consist of two Board members serving from the same college. In the event a committee member should resign, a written notice of their resignation shall be submitted to the chair of the committee.

#### *a. General Composition*

All ASI Committees shall be composed of at least a majority of students. The chairs of ASI committees must be students. The chair and ex-officio members shall not be counted when determining if a committee is composed of at least a majority of students.

#### *b. Audit Committee*

The Audit Committee is a requirement of ASI, in accordance with the Nonprofit Integrity Act of 2004. The committee shall be composed of four (4) directors from the ASI Board of Directors, one (1) member of the ASI Finance Committee, and one (1) voting member of the Titan Student Centers Board of Trustees. The previously stated members must be students. Other voting members of the committee shall include two members from the campus community. All members must be approved by the ASI Board of Directors with a majority vote.

The Act stipulates that the Audit Committee members may not be staff or unpaid volunteers in an operational position of the organization. Additionally, no member from an organization that has a financial interest in ASI may serve on the committee.

After appointing the members to the Audit Committee, the Board of Directors shall appoint one of the four directors to serve as chair of the committee.

The duties of the Audit Committee are as follows:

#### **General Duties**

The Audit committee has five areas of responsibility:

- To make recommendations to the ASI Board of Directors regarding the selection and retention of the independent auditor. In addition, on behalf of the board, the Audit Committee may negotiate the compensation of the independent auditor.
- To confer with the auditor to determine on behalf of the ASI Board of Directors that the financial affairs of ASI are in order.
- To review and determine whether or not to accept the audit.
- To ensure that any non-audit services performed by the auditing firm conform to standards of auditor independence.
- To approve the performance on non-audit services by the auditing firm.

### **Financial Reporting**

At the entrance conference prior to the start of the annual audit, the committee will review the intent and scope of the audit to include:

- Quality of compliance controls
- External reporting requirements
- Materiality
- Risk characteristics

During the audit, the audit committee, along with management and the independent auditor, will review the policies and procedures of ASI in order to reasonably ensure the adequacy of internal controls over administration and accounting, compliance with all governing laws and regulation, and financial reporting.

At the conclusion of the audit, the Audit Committee will meet with the independent auditor, without the presence of management, to review the financial results of the audit prior to its publication and release to the general public.

### **Annual Report**

The Chair of the Audit Committee will prepare a report for the ASI Board of Directors that will include, but not be limited to the following:

- Give the opinion of the independent auditor as to the quality of the ASI financial and accounting processes and any recommendations that the independent auditor may have.
- Indicate how any issues described in the management letter are immediately addressed by ASI management.
- Detail discussions with management on the status of implementation of prior year recommendations and corrective plans, if any.
- Evaluate the cooperation received by the independent auditor during its audit, including access to requested information and records.
- Receive comments from management concerning the responsiveness of the auditor to the needs of the operation of ASI.
- Report on the discharge of the committee's responsibilities.

#### *c. Children's Center Committee*

The purpose of the Children's Center Committee (CCC), a standing committee of the ASI Board of Directors, is to provide a forum at which all constituents of the Children's Center may discuss issues relating to the operation of the program. CCC offers varied perspectives and expertise to assist the program in fulfilling its mission. The committee shall meet at least four times annually.

The CCC reviews and makes recommendations to the ASI Board of Directors, the Children's Center Director, and the Children's Center Parent Advisory Council regarding the following:

- The Children's Center budget
- The results of Parent Surveys
- Program quality assessments
- Children's Center strategic and operating plans
- Collaboration with other CSUF entities and with community entities
- The Children's Center Director shall bring management issues to the attention of the CCC for discussion and input.
- Any member may bring agenda items before the CCC.

- In addition, CCC may make recommendations to the University President regarding childcare issues pertaining to faculty and staff as appropriate.
- Other matters pertaining to the Children's Center

The Children's Center Committee shall be composed of the following:

Voting:

- ASI Board of Directors Chair or designee
- One (1) current student-parent who utilizes the ASI Children's Center
- Three (3) Directors from the ASI Board of Directors
- One (1) current faculty/staff parent who utilizes the ASI Children's Center
- University President's Appointee
- Academic Senate Appointee

Non-Voting:

- Children's Center Director
- ASI Executive Director
- ASI Leader and Program Development Director
- University Chief Financial Officer or designee

*d. Finance Committee*

The Finance Committee shall be composed of no more than four directors, the Vice President of Finance and up to eight Directors of the Board who shall make recommendations on financial matters. The Vice Chair of the ASI Board of Directors/Treasurer will chair the Finance Committee.

The Finance Committee shall hold hearings on all proposed accounts and shall refer its budget recommendations to the Board. The Board shall act on the Finance Committee's recommendations and send them to the University President for approval.

*e. Governance Committee*

The Governance Committee shall be composed of four directors and the Vice Chair of the ASI Board of Directors. The Vice Chair of the ASI Board of Directors/Secretary shall chair the committee. The Governance Committee shall make recommendations concerning policy, bylaws, and the articles of incorporation to the Board.

**General Duties**

The duties of the Governance Committee are as follows:

- Review and update ASI Policies and Bylaws.
- Fill vacancies on the ASI Board of Directors.
- Hear concerns and offer advice and/or resolutions subject to Board approval.

*a. Director Membership*

The Chair of the Board shall appoint directors for each standing committee. If there are not enough directors to fill the required number of seats on each committee the chair shall evenly appoint directors to the listed committees in the following order:

- Finance Committee
- Governance Committee
- Audit Committee
- Children's Center Committee

Directors shall be appointed to other committees by the chair, unless specified, in no particular order.

#### **4. COMMITTEE HANDBOOKS**

There is a need for continuity from semester to semester in each of the standing committees of the Associated Students Board of Directors, and there is a need for a documented record of past actions and considerations of each committee, not only for public record but also to preserve long-term goals within the committees over time. There is a need for background information of past actions/considerations of each of the committees for the reference of new members to those committees.

Each of the Standing Committees of the ASI Board of Directors shall develop and maintain its own Committee Policy Handbook. This Handbook shall, at least, consist of a brief record of all major actions or proposals of the committee during the course of the semester, along with recommendations by the current committee of any actions/proposals that it feels should be continued in following semesters; and that this Handbook shall be maintained by the committee chairs (or their designee) on a semester basis.

#### **5. AGENDAS FOR BOARD MEETINGS**

All items shall be sponsored by a member of the Board of Directors. Directors sponsoring items shall provide, to the ASI Executive Assistant, a written (either typed or printed) copy of the proposed action and all supporting documents three or more legal days prior to the Board of Directors or Committee meeting. This shall include the brief description of the item to appear on the agenda. The Executive Assistant shall sign, date, and indicate the time of submittal on each proposal. Items coming from committee shall be placed on the agenda before items from individuals. The Executive Assistant shall make available, for public inspection, a copy of each proposal. All items on the agenda, including those to be discussed in closed session, shall contain a brief general description (not to exceed twenty (20) words) of the item. Items with a financial component shall also include the amount and source of funds involved. The agenda shall specify the time, date, and location of the meeting, and shall be posted in an area of the campus which is publicly accessible twenty-four hours per day. Nothing in this policy is to be interpreted as prohibiting the Board from reordering the agenda at the time of the meeting.

#### **6. PUBLIC SPEAKING TIME**

The Public Speaking Time is hereby established as a forum, which enables the Board of Directors and the ASI Standing Committees to receive feedback from their constituencies, and allows members of the campus community to update the Board of Directors on their campus concerns, and is in compliance with the Gloria Romero Open Meetings Act (Education Code Sections 89305 to 89307.4).

As established, Public Speaking Time is subject to the following rules. Public Speaking Time shall consist of a total of fifteen (15) minutes to be divided equally among all public speakers. Those wishing to make use of this time may speak on any agenda item or other topic affecting higher education at the campus or statewide level during the regular Board of Directors' and Committee meetings. Public Speaking Time shall be scheduled before any Business items are considered. Public Speaking Time may be extended by a ruling of the Chair of the Board of Directors/Committee or by an action of the Board of Directors/Committee. Public Speaking Time is set aside for the use of members of the campus community alone, except by special petition to the Chair. Members of the Board of Directors/Committee may briefly respond to comments made or questions posed by public speakers. In no case shall such responses exceed one minute in length, except by special petition to the Chair.

For special meetings of the Board of Directors or Committees, a Public Speaking Time shall also be provided, not to exceed fifteen minutes (extendable by ruling of the Chair or action of the Board of

Directors/Committee). For those meetings, the public speakers shall be restricted to addressing the items on the agenda. This time shall occur before consideration of the items.

## **7. SPECIAL ASI PARKING PRIVLEDGES**

The Associated Students, Inc. shall be allotted twenty-nine (29) Faculty/Staff parking permits to facilitate easy access to parking areas close to the ASI offices and assure available parking space for officers maintaining a regular schedule of hours devoted to A.S. duties and functions. The following officers shall each receive a Faculty/Staff decal by virtue of their position.

- All student members of the ASI Board of Directors (16)
- ASI President (1)
- ASI Executive Vice President (1)
- ASI Vice President of Finance (1)
- ASI Chief Administrative Officer (1)
- ASI Chief Governmental Officer (1)
- ASI Chief Communications Officer (1)
- ASI Elections Commissioner (1)
- ASI Productions Administrative Director (1)
- Titan Student Centers Governing Board Chair (1)
- Titan Student Centers Governing Board Vice Chair for Planning (1)
- Titan Student Centers Governing Board Vice Chair for Services (1)
- ASI Association for Inter-Cultural Awareness Administrative Chair (1)
- ASI Titan Tusk Force Administrative Director (1)

Upon resignation or removal of any of the above mentioned officers their Faculty/Staff parking permit shall be returned to the University Cashiers office within one week. The University Cashiers office will then give them a regular student permit for the remainder of the semester. Any student who is then appointed or elected to fill the vacant position shall receive the Faculty/Staff parking permit.

If the parking policy is abused by any of the above mentioned students, their Faculty/Staff parking permit will be revoked for the remainder of their term.

CSUF Faculty/Staff Parking permits must be purchased from the University Cashiers office at the regular cost by the above-mentioned officers who will each receive a letter from the Dean of Students office giving them permission to purchase a permit.

## **8. EMERGENCY SITUATIONS AND EMERGENCY MEETINGS**

Action and/or discussion may be taken on an item not appearing on the posted agenda during a regular or special meeting of the Board of Directors only upon a determination by the Board of Directors that an emergency situation exists, pursuant to Education Code section 89305.5;

An “emergency situation” applies only when:

- A work stoppage, or other activity which severely impairs public health, safety, or both exists;
- A crippling disaster that severely impairs public health, safety, or both has occurred.

To determine that an emergency situation exists, two-thirds of the total Board of

Directors membership (or if quorum is established, but less than two-thirds are present, a unanimous decision of the members present is necessary) agrees that one of the criteria exists, and that emergency action should be taken.

The need for such action must have come to the attention of the Board of Directors after the agenda for the meeting was posted.

In the event of an emergency situation, an emergency meeting of the Board of Directors may also be called. A minimum of one hours' notice shall be provided before such a meeting is called to order. The criteria for when such a meeting may be called shall be identical to that of part 1(a) above, and it must be called by petition of a majority of the membership of the Board of Directors. If any forms of communication are functioning, the Chair (or designee) shall attempt to contact every member of the Board of Directors, using the most recent contact list available, of the meeting time, location, and topic. The Chair (or designee) shall also perform their due diligence to inform the public, in any way possible, of the meeting.

If no forms of communication are functioning, this subsection is waived, and all persons shall instead be notified as soon as possible after the meeting, of the purpose and action taken (if any) at the meeting.

After any emergency meeting, the minutes of the meeting shall be publicly posted for a minimum of ten days. Included in the minutes shall be a list of the persons and organizations that the Chair (or designee) successfully notified, or attempted to notify. Also, a copy of actions taken (if any) and roll call vote(s) taken shall be included.

Under no circumstances may the Board of Directors meet in a closed session under discussion of an emergency matter, whether during a regular, special, or emergency meeting.

## **9. CHANGES MADE TO THE ASI BYLAWS AND POLICIES**

All substantive changes made to the ASI Bylaws and/or policy Statements shall be submitted to the Vice Chair of the Board/Secretary for review to assess the impact on existing policies and Bylaws. After said review by the Vice Chair of the Board of Directors, proposed changes will be reviewed by the ASI Executive Director for further recommendations and legal analysis prior to being submitted to the Governance Committee for approval. Once approved by the Governance Committee, the changes will be forwarded to the Board of Directors for final approval.

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**DATE APPROVED: 09/05/2017**