

Associated Students Inc.



Finance Committee

Thu Feb 22, 2024 1:15 PM - 2:30 PM PST

1. Call to Order

Joe Morales, Chair, called the meeting to order at 1:18 pm.

2. Roll Call

Members Present: Morales J., Seng, Ordiano, Furtado

Members Absent: Morales S. (E)

Liaisons Present: Mansoor, Macedonio, Hesgard

Liaisons Absent: None

According to the ASI Policy Concerning Board of Directors Operations, attendance is defined as being present prior to the announcement of Unfinished Business and remaining until the scheduled end of the meeting.

* Indicates that the member was in attendance prior to the start of Unfinished Business, but left before the scheduled ending of the meeting.

** Indicates that the member was in attendance for a portion of the meeting, but not in attendance prior to the announcement of Unfinished Business.

(Furtado-m / Seng-s) The absence of member Morales S. due to family emergency was excused by unanimous consent.

3. Approval of Agenda

There is one change on the agenda. Item 8.a ASI Policy Concerning Investments and Reserves was changed to a discussion item.

(Ordiano-m / Seng-s) The amended agenda was approved by unanimous consent.

4. Approval of Minutes

a. 02/08/24 Finance Committee Meeting Minutes

(Furtado-m / Seng-s) The February 8, 2024, Minutes were approved by unanimous consent.

5. Public Speakers

Members of the public may address Finance Committee members on any item appearing on this posted agenda.

None.

6. Reports

a. Chair

Morales J., Chair, started the report session by expressing gratitude to everyone for attending despite their busy schedules. He acknowledged the hectic week and encouraged participation in the upcoming elections. He also emphasized the importance of helping with upcoming events and tabling, urging everyone to contribute if possible.

b. Director of Student Government

Hesgard, Director of Student Government, echoed Joe's message about engaging with the elections program, emphasizing the ongoing campaign activities and upcoming meet and greet events starting the following week. She encouraged everyone to stay updated through social media and reach out with any questions.

Hesgard mentioned the upcoming agenda items, noting the approaching period of increased budget activity and utilization of end-of-year resources.

7. Unfinished Business

None

8. New Business

a. Discussion: ASI Policy Concerning Investments

The Committee will consider approving the ASI Policy Concerning Investments.

Morales J. yielded the floor to Postal, ASI Chief Financial Officer (CFO), to review the Investment Policy.

* Postal emphasized the Policy's importance in ensuring the organization's assets are protected and maintained. She explained the distinction between working capital funds, utilized for day-to-day operations, and long-term reserves, which are invested to grow over time.

* Postal outlined the instructions from the Chancellor's office regarding the establishment and maintenance of reserves to meet operational needs and provided guidance on their accumulation.

* Postal detailed the ASI's finance goals and investment objectives, including the goal of real growth of principal and income, moderate risk tolerance, long-term time horizon, and tax-exempt status. She also highlighted guidelines for socially responsible investments, allowable investments, monitoring portfolio performance, and a target goal of 5% plus inflation.

* Postal discussed asset allocation, including cash, fixed income, and equities, and how investment managers ensure compliance with established guidelines.

* Postal outlined various reserves maintained by the organization, such as those for catastrophic events, equipment replacement, loss of external funding, and economic uncertainty.

* Postal mentioned policy changes, including revising the asset allocation chart format, changing the Investment Committee to the Finance Committee, and updating the title of the controller to CFO, noting these changes were minor and technical.

Morales J. opened the floor to questions and points of discussion.

There were none.

b. Action: Expenditure over \$5,000 Request

The Committee will consider a request for expenditure over \$5,000 from SWANA ICC for performers during SWANA Week 2/26-2/29.

FIN 008 23/24 (Seng-m / Furtado-s) A motion was made and seconded to approve the request for expenditure over \$5,000 from SWANA ICC for performers during SWANA Week 2/26-2/29.

Morales J. yielded the floor to Hesgard, Director of Student Government, to review the expenditure request.

*Hesgard clarified that the request was not for additional funding but rather the expenditure of the current budget allocated from the previous year.

* Khalil, the chair of SWANA ICC, explained the context behind the expenditure request, which involved bringing a performer group from New York to perform traditional dances during SWANA Week.

* Khalil detailed the history of the tradition and the rationale behind the requested \$1000 increase, which was deemed fair to maintain the relationship with the performer group. She explained that the increase was also to cover losses incurred due to the cancellation of Swana Week in the previous semester and the subsequent rescheduling of the event.

Morales J. opened the floor to questions and points of discussion.

Furtado asked to confirm if the total expenditure is expected to be \$7000. Khalil confirmed that the \$7000 included a \$1000 increase to cover cancellation fees from the previous semester, and clarified that the ongoing fee for the performance would be \$6000.

Morales J. raised a question about exploring alternative performers, to which Khalil mentioned the possibility of reevaluating the tradition due to the increased price and considering local performers in the future.

Zazueta inquired about the overall budget allocation for SWANA Week, to which Khalil explained that a total of \$18,000 was allocated, with the performance night being the most costly.

Brown emphasized the cultural significance of the dance performance and its alignment with the organization's mission, supporting the expenditure.

Morales J. questioned the process for seeking alternative performers, and Khalil indicated that they would consider other options based on price and suitability for the budget.

Furtado asked about budgeting for the \$2000 increase, and Khalil clarified that it was included in the total budget allocation of \$18,000, serving as an overestimation for potential emergency expenses.

FIN 008 23/24 Roll Call Vote: 4-0-0 The motion to approve the request for expenditure over \$5,000 from SWANA ICC for performers during SWANA Week 2/26-2/29 was adopted.

c. Action: Contingency Request-Panhellenic Council (PHC)

The Committee will consider a contingency request from the Panhellenic Council for \$3,650 to travel for Spring semester event funding needs.

FIN 009 23/24 (Seng-m / Furtado-s) A motion was made and seconded to approve the contingency request from the Panhellenic Council for \$3,650 to travel for Spring semester event funding needs.

Morales J. yielded the floor to Hesgard, Director of Student Government, to review the contingency request.

* Hesgard provided an overview of the contingency request process and the budget implications if approved.

* A representative from the Panhellenic Council spoke about planned events and initiatives for the upcoming semester. She highlighted events such as Board dinner, the philanthropy fundraising event, and the Panel and DEI event planned for May 3rd.

* Other planned activities included study nights to address scholarship struggles within the community and providing promotional items for engagement.

* The representative emphasized the importance of adequately resourcing events for the community.

Morales J. opened the floor to questions and points of discussion.

Zazueta inquired about the types of food options provided for events and questioned the high cost attributed to hospitality. The speaker clarified that the majority of the hospitality budget was spent on the Executive Board dinner, which featured Italian food from Fratellinos.

Brown asked about the activities of the Executive Board and their involvement in various aspects. The representative clarified the roles and activities of the Executive Board members, emphasizing community engagement.

Hesgard provided context on the budget request process and explained discrepancies in the budget numbers.

Zazueta asked about fundraising efforts to cover expenses. The representative stated that no additional fundraising attempts had been made besides the dues collected from sororities.

Furtado inquired about the frequency of the Executive Board dinner event. The speaker expressed the desire for the dinner to be an annual event.

Morales J. sought clarification on future fundraising plans. The representative discussed the limitations on raising additional funds for the current semester. Morales J. further questioned about the hospitality category, specifically food options. The representative detailed the food provided at the Executive dinner.

Zazueta sought confirmation that most of the hospitality budget was allocated to the Executive dinner event. She highlighted the challenges faced by new Executive Boards inheriting previous budgets. Morales J. echoed that emphasizing the importance of fiscal responsibility and prudent budget management for both semesters.

FIN 009 23/24 Roll Call Vote: 0-4-0 The motion to approve the contingency request from the Panhellenic Council for \$3,650 to travel for Spring semester event funding needs failed.

d. Discussion: Executive Senate Budget

The Committee will receive information about the Executive Senate Budget.

Morales J. yielded the floor to Hesgard, Director of Student Government, to present the Executive Senate budget for discussion. Hesgard provided a short intro and asked Awadalla, President, to give more details on the subject.

* Awadalla provided an overview of the budget process and highlighted the total requested budget of \$658,536.23 for 18 councils.

* The budget requests were graded using a rubric and balanced to fit within the overall recommendation of \$579,465.

* Modest increases were given to some organizations, while others saw decreases or maintained their current funding levels.

* Notable changes included increases for BSU and Sports Club ICC due to increased student travel and anticipated growth in other organizations.

* Some councils received decreases due to lack of engagement or incorrectly submitted budget requests. Overall, there was a \$2,438 increase to the ICC area.

* Detailed breakdowns of budget allocations for each council were provided, with explanations for adjustments made based on the rubric and organizational needs.

* Recommendations and suggestions for adjustments were welcomed to ensure fairness and adequacy in budget allocations.

Morales J. opened the floor to questions and points of discussion.

Ordiano requested clarification on CICC. Awadalla explained that CICC did not fill out the application correctly, but some funds were still allocated to support their

activities.

Furtado inquired about AICA's inclusion in the budget discussion, but it was clarified that they have their own budget within ASI.

Hesgard emphasized the importance of discussing budget recommendations with a fiscal lens.

Morales J. commended Awadalla for her efforts in budget allocation, highlighting the consideration given to clubs even when applications were incomplete.

9. Announcements/Member's Privilege

Zazueta informed board members about presentations for Wellness and clarified that they will only receive invitations for their selected preferences (clubs or classes). Members were instructed to contact Zazueta if they wanted to participate in additional activities beyond their initial selection.

10. Adjournment

Morales, Finance Committee Chair, adjourned the meeting at 2:09 pm.



ASI Board Treasurer-Secretary (Mar 19, 2024 09:57 PDT)

Joe Morales, Finance Committee Chair



Erika Perret-Martinez, Recording Secretary











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Final Audit Report

2024-03-19

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Roll Call 2023-2024

02/22/2024 Finance Committee Meeting

Attendance	Board Members			
			Present	Absent
NSM	FURTADO	NIC	1	
CHAIR/TRES	MORALES	JOE	1	
CBE	MORALES	SUZETTE		1
COMM	ORDIANO	CARMEN	1	
ECS	SENG	ANTHONY	1	
			Present	Absent
			4	1

Attendance	Liaisons			
			Present	Absent
ASI PRES /Des.	BROWN	JARED**	1	
DIR STU GOVT	HESGARD	REBECCA	1	
ASI CHAIR	ZAZUETA	ASHLEY	1	
			Present	Absent
			3	0

*Recording Secretary: Erika Perret-Martinez

Pres Designee: Cameron Macedonio

Chair Designee: Shawan Mansoor

QUORUM 4
Majority 3

Roll Call Votes			008 Expenditure Request Over \$5,000		
			Yes	No	Abstain
NSM	FURTADO	NIC	1		
CBE	MORALES	SUZETTE			
COMM	ORDIANO	CARMEN	1		
ECS	SENG	ANTHONY	1		
CHAIR/TRES	MORALES	JOE	1		
			Yes	No	
			4	0	0

Roll Call Votes			009 Contingency Request		
			Yes	No	Abstain
NSM	FURTADO	NIC		1	
CBE	MORALES	SUZETTE			
COMM	ORDIANO	CARMEN		1	
ECS	SENG	ANTHONY		1	
CHAIR/TRES	MORALES	JOE		1	
			Yes	No	
			0	4	0



CALIFORNIA STATE UNIVERSITY, FULLERTON®

A RESOLUTION AMENDING ASI BYLAWS AND POLICIES RELATED TO BOARD OF DIRECTOR AND STUDENT LEADERSHIP EFFICIENCIES

Sponsors: Aida Aryan & Carmen Ordiano

WHEREAS, The Associated Students, Incorporated (ASI) is a 501 (c)(3) nonprofit organization that operates as an auxiliary organization of California State University, Fullerton (CSUF); and

WHEREAS, ASI is governed by ASI Board of Directors who set policy for the organization, approve all funding allocations to programs and services, and advocate on behalf of student interests on committees and boards; and

WHEREAS, periodically ASI as an organization must review its bylaws and policies to ensure that current operations mirror the requirements as outlined in these governing documents; and

WHEREAS, the position of the Academic Senate Representative, which has historically served on the Board, has been officially added to the bylaws; and

WHEREAS, herein the recommended changes reflect the further restructuring of the committees in the updated bylaws to amend the purpose of the finance committee to include corporate investment objectives; and

WHEREAS, to update the language regarding space allocation to current practice for the Facilities Committee; and

WHEREAS, removal of the Children's Center standing advisory Committee, and delegating all corporate requirements to the standing committees of the Board of Directors; and

WHEREAS, the Children's Center shall establish a parent advisory group to ensure communication with parents utilizing the services, and to gather feedback related to programmatic activities; and

WHEREAS, the change removes the requirement but still encourages for Board members to attend ICC meetings and focuses their eligibility requirements on Board activities and attendance; and

WHEREAS, ASI will create new innovative communication paid positions and academic internships in Marketing Communication and Design by reallocating resources from the Executive Officers with the elimination of the Chief Communications Officer position, and the Communications Commission; and

WHEREAS, the oversight and responsibilities of the Community Engagement Commission will

be reassigned to the Vice President; and

WHEREAS, includes other minor language, grammar, and punctuation corrections; therefore let it be

RESOLVED, ASI approves the amendments that reflect the restructuring of the committees of the Board of Directors and the new Executive leadership structure that excludes the CCO position effective June 1, 2024; and let it be

RESOLVED, ASI approves the amendments that add clarity to policy language related to corporate investment oversight, removal of the standard advisory committee clause, attendance requirements for all student leaders, and other minor language, grammar, and punctuation corrections; and let it be finally

RESOLVED, that this Resolution be distributed to the ASI Executive Director and applicable ASI departments.

Adopted by the Board of Directors of the Associated Students Inc., California State University, Fullerton on the TBD day of March in the year two thousand twenty-four.

Ashley Zazueta
Chair, Board of Directors

Gavin Ong
Secretary, Board of Directors



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BYLAWS OF THE ASSOCIATED STUDENTS INC., CALIFORNIA STATE UNIVERSITY, FULLERTON

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ARTICLE I MEMBERSHIP

- Section 1. **NON-MEMBER CORPORATION** This Corporation shall not have statutory members as that term is intended in Corporations Code Section 5056. Except as to specific privileges accorded the California State University, Fullerton (hereafter referred to as CSU Fullerton), student body as stated in these Bylaws, the Board of Directors shall exercise full authority over the affairs and operations of this Corporation, subject to limitations expressed in law or regulations, or by CSU Fullerton Policy.
- Section 2. **STUDENT BODY PRIVILEGES** CSU Fullerton student body is designated as “members” pursuant to Corporation Code Section 5332.
- Clause 1. Any person registered as a student at CSU Fullerton in any regular term and pays membership fees shall be termed “regular member” and are entitled to:
- Qualify, seek and hold ASI office, either by running for office or appointment;
 - Participate in elections to become either ASI President, ASI Vice President, representative or Director;
 - Be appointed to a student leadership position as established by the Board of Directors;
 - Admission to corporation-sponsored activities and sponsored services without charge or at a reduced rate;
 - Join campus student organizations recognized by CSU Fullerton;
 - Represent the Corporation in CSU Fullerton competition consistent with applicable eligibility rules; and
 - Other privileges prescribed by the Board of Directors.
- Section 3. **ASSOCIATE MEMBERS** Associate members are entitled to regular membership privileges except for voting, making motions, and holding corporation office.
- Section 4. **MEMBERS** The Board of Directors elected by the Student Body and are defined as members of the Corporation.
- Section 5. **DESIGNATED MEMBER** The President of [CSU-Cal State](#) Fullerton serves an open term as a designated member, and may assign another University official as designee to the Board of Directors by written notice to the corporate recording secretary.
- [-The Academic Senate of Cal State Fullerton, subsequent to their annual election process, shall delegate a faculty representative to serve as a designated voting member to the Board of Directors by written notice to the corporate recording secretary.](#)
- Section 6. **LIAISON OFFICERS** Executive Officers serve as standing liaison officers to the Board of Directors and shall not have voting privileges. They shall oversee specific areas and may provide reports and advise the Board of Directors. They serve by virtue of their positions.



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ARTICLE II BYLAWS AND STUDENT FEES

- Section 1. **COPIES OF THE BYLAWS** An up-to-date copy of these Bylaws shall be maintained by the Recording Secretary of the Board of Directors. These Bylaws shall be made available to members of the student body, the Board of Directors, and any other interested persons.
- Section 2. **BYLAWS EFFECTIVE DATE** All Bylaws in this document shall become effective after approval by a majority of the Board of Directors.
- Section 3. **AMENDMENTS** The Board of Directors shall institute a review of these Bylaws and the Articles of Incorporation when necessary or when changes of the law may require. These Bylaws can be amended only by a two-thirds vote of the Board of Directors.
- Section 4. **CONSTRUCTION & DEFINITIONS** The general provisions, rules of construction, and definitions contained in the California Non-Profit Corporation Law will govern the construction of these Bylaws. The Board of Directors will have jurisdiction over questions involving the interpretation of this document.
- Clause 1. Supporting Organization under Internal Revenue Code (IRC) Section 509(a)(3).
- a. This Corporation has been organized and shall operate exclusively in support of CSU Fullerton and shall be overseen and supervised by that institution as specified in IRC Section 509(a)(3).
 - b. The Board of Directors shall designate a publicly supported educational or charitable organization as described in IRC Sections 170(b)(1)(A)(iv), 501(c)(3) and 509(a)(1) or 509(a)(2), in substitution for CSU Fullerton, for purposes specified in the Articles of Incorporation CSU Fullerton:
 - I. Shall cease to be an organization described in IRC Sections 170(b)(1)(A)(iv), 501(c)(3) and 509(a)(1) or 509(a)(2); or
 - II. Shall substantially abandon the charitable and educational purposes that this Corporation is organized to support.
 - c. This Corporation shall not accept any contribution from any "prohibited person."
- Clause 2. An "ad hoc committee" has all of the authorization and duties of a standing committee except that it is established by the Board of Directors for a particular purpose and shall dissolve upon completion of its assigned purpose or twelve months of its creation, whichever first occurs.
- Clause 3. A "standing committee" is a committee authorized by the Board of Directors to provide and make recommendations of the regular ongoing functions for which it was formed.
- Clause 4. A "standing advisory committee" is an advisory committee authorized by the Board of Directors to serve a consultative role and advise the Board of Directors.
- Clause 5. Due cause shall be defined as:



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- a. Absences due to participation in an official CSU Fullerton recognized program at which the member's attendance is required;
- b. Absences due to illness of a Director or a member of their immediate family who requires the member's care or for bereavement of an immediate family member;
- c. Absences due to requirements of official ASI business; or
- d. Absences due to individual circumstances; due cause and validity are to be determined by the ASI Board of Directors on a case-by-case basis; and
- e. Limited to two (2) excused absences per semester.

Clause 6. A "prohibited person" is a person who:

- a. Controls, directly or indirectly, either alone or with persons listed below, the Board of Directors of this Corporation or any successor organization designated pursuant to the Articles of Incorporation;
- b. A member of the family of an individual listed above; or
 - i. Individual's family includes: spouse, ancestors, children, grandchildren, great-grandchildren, and spouses of children, grandchildren, and great-grandchildren, as well as the individual's brothers and sisters, by whole or half-blood, and their spouses.
- c. A corporation, partnership, trust, or estate more than thirty-five (35) percent of which is actually or constructively controlled by persons described above.

Section 5. STUDENT FEES

- Clause 1. California Education Code Section 89300 et seq., together with system and campus policy, authorize a process for the setting of Category II mandatory student fees upon which the Corporation relies as a student body organization, and otherwise. The student body election process is separate and distinct from the student leadership selection, referendum, and initiative processes utilized by the Corporation.
 - a. Referendum and initiative processes are to ensure appropriate and meaningful consultation are utilized before a vote by the student body to adjust an existing Category II campus-based mandatory fee or establish a new campus mandatory fee.
- Clause 2. Fee Collection and Disbursements: California Code of Regulations, Title 5, Section 41409, requires the University to collect applicable Category II fees and periodically disburse them to the Corporation. The Board of Directors shall establish requisite standards and procedures for the administration of such fee funds.
- Clause 3. Fees utilized by this organization must follow the Integrated California State University Administrative Manual (ICSUAM) Section 1300 CSU Auxiliary Organizations Compliance Guide.



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ARTICLE III

MEETINGS, QUORUM AND VOTING PRIVILEGES, AND BOARD ACTION

Section 1. PLACE OF MEETING

- Clause 1. All meetings of the Board of Directors shall be held at the principal office of the Corporation or at such other place as may be designated for that purpose from time to time by the Chair.

Section 2. NOTICE AND CONDUCT OF MEETINGS

- Clause 1. The Board of Directors and all of its committees and the Elections Judicial Council shall conduct their business in duly noticed public meetings and are required to comply with all provisions of the Gloria Romero Open Meetings Act (Education Code Sections 89305 to 89307.4) as outlined in section 89305.1(b)(1)(B)(i)-(iv) of the California State Education Code.
- Clause 2. Written Notice of every regular meeting shall be given at least seventy-two (72) hours prior to the date set for the meeting (pursuant to Education Code Section 89305.5).
- Clause 3. The *Robert's Rule of Order, Newly Revised* shall guide meeting parliamentary procedure consistent with subsection (1) above.
- Clause 4. *Roll Call Vote* shall be used for all action items on the agenda with the exception of approving the agenda, approving minutes, or parliamentary procedures.
- Clause 5. The Board of Directors may adopt more specific meeting written practices as warranted.

Section 3. REGULAR MEETINGS

- Clause 1. All meetings shall be in accordance to these Bylaws and ASI Policy.
- Clause 2. Schedule
- The Board of Directors shall typically hold regular meetings, at such times as the Board shall set by resolution, on Tuesdays throughout the academic year.
 - The Board of Director standing committees shall hold regular meetings throughout the academic year.
 - Elections Judicial Council shall establish a meeting schedule annually, by the start of the spring semester.



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Section 4. **CLOSED MEETINGS**

- Clause 1. The Board of Directors and all of its committees may hold closed meetings from which the public is excluded only in accordance to ASI Policy.

Section 5. **SPECIAL MEETINGS**

- Clause 1. The Board of Directors and all of its committees may hold special meetings by providing notice at least twenty-four (24) hours' prior to the meeting and only in accordance to ASI Policy.

Section 6. **EMERGENCY MEETINGS**

- Clause 1. In case of an emergency situation involving matters upon which prompt action is necessary due to the disruption or threatened disruption of public facilities, the ASI Board of Directors may hold an emergency meeting without complying with the twenty-four (24) hours' notice requirement and/or the twenty-four (24) hour posting requirement. The Board of Directors must provide a minimum of one-hour notification by telephone (if telephone services are functional) to the public media and comply with Education Code Sections 89306.5 (c) and (d) and only in accordance to ASI Policy.

Section 7. **QUORUM AND VOTING PRIVILEGES**

- Clause 1. Quorum for the Board of Directors and all its committees and the Elections Judicial Council is defined as at least 50% plus one (1) voting member. During meetings, the Chair shall be counted in the quorum.
- Clause 2. A quorum must be present at all regular and special meetings for the official transaction of business.
- Clause 3. In order to be counted in quorum and vote, a member must be present from the time a motion is seconded to the calling of the question on that motion as well as meet attendance requirements.
- Clause 4. No member is allowed to vote by proxy.

Section 8. **BOARD ACTION**

- Clause 1. The Board of Directors and all of its committees shall not take action on any item unless notice and agenda of the meeting where the item will be discussed and acted upon has been legally provided for under the Education Code and all other appropriate laws or unless an emergency situation exists.
- Clause 2. A meeting at which a quorum is initially present may continue to conduct business, despite the withdrawal of some members from that meeting, if any action taken or decision made is approved by at least a majority of the required quorum for that meeting.
- Clause 3. Certain action may require a two-thirds (2/3) majority vote as specified.
- Clause 4. Every action taken or decision made by a majority of the Board of Directors present at a



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duly held meeting at which a quorum is present shall be an act of the Board of Directors, subject to the more stringent provisions of the California Nonprofit Public Benefit Corporation Law, including, without limitation, those provisions relating to:

- a. Approval of contracts or transactions in which a Director has a direct or indirect material financial interest;
- b. Approval of certain transactions between corporations having common directorship;
- c. Creation of and appointments to committees of the board; or
- d. Indemnification of Directors.

Clause 5. Upon written notice to the Board of Directors within nine (9) days of Board Action, the ASI President may require a two-thirds (2/3) majority Board of Directors vote, within fourteen (14) days of the notice, to validate such action. This requirement applies to appointments or elections.



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ARTICLE IV BOARD OF DIRECTORS

Section 1. MEMBERS AND OFFICERS OF THE ASI BOARD OF DIRECTORS

Clause 1. Voting members of the Board of Directors (hereinafter referred to as Directors) with voting privileges consist of:

- a. two Directors from the College of the Arts,
- b. two Directors from the College of Business and Economics,
- c. two Directors from the College of Communications,
- d. two Directors from the College of Education,
- e. two Directors from the College of Engineering and Computer Science,
- f. two Directors from the College of Health and Human Development,
- g. two Directors from the College of Humanities and Social Sciences, and
- h. two Directors from the College of Natural Sciences and Mathematics.

Clause 2. Designated Directors with voting privileges consist of:

- a. one Director appointed by the Academic Senate Chair, and
- b. one Director appointed by the President of the University.

Clause 3. Standing Liaison Officers with no voting privileges consist of:

- a. ASI President,
- b. ASI Vice President,
- c. ASI Chief Campus Relations Officer,
- d. ASI Chief Communications Officer,
- e. ASI Chief Governmental Officer, and
- f. ASI Chief Inclusion and Diversity Officer.

Clause 4. The ASI Executive Director serves as the standing advisor, is not a member of the Board, and does not have voting privileges.

Section 2. POWERS Subject to limitations imposed by law or the Articles of Incorporation, oversight of the business and affairs of the Corporation shall be controlled by the ASI President and the Board of Directors, and all corporate powers shall be exercised jointly by them.

Clause 1. The ASI President and the Board of Directors shall jointly determine the financial assets of Associated Students Inc.

Clause 2. The Board of Directors shall require two-thirds vote to ratify changes in the Articles of Incorporation.

Clause 3. The Board of Directors may amend Bylaws only by two-thirds of voting members.

Clause 4. The Board of Directors shall adopt by a majority vote such policies as it deems necessary for procedural and administrative purposes.

- a. ASI Policy Statements shall be consistent with the Articles of Incorporation and these Bylaws.



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- b. The year of last revision shall be stated on each of the ASI Policy Statements.
 - c. The Board of Directors may amend ASI Policy Statements by a majority vote.
- Clause 5. The Board of Directors shall employ or discharge the ASI Executive Director consistent with University and ASI employment policies and procedures. The Board of Directors shall prepare the annual evaluation of the Executive Director in accordance with established policies and recommend the final evaluation to the University Vice President of Student Affairs for concurrence.
- Clause 6. Committees
- a. The Board of Directors establishes standing committees to evaluate and make recommendations on resolutions referred to them in accordance to ASI Policy.
 - b. The Board of Directors shall determine by a majority vote the size and composition of all special or ad hoc committees.
 - c. The ASI President or designee and the Chair of the Board of Directors or designee shall serve as standing liaison members on all ASI special, ad hoc, and standing committees, except the Audit Committee.
 - d. The Executive Director or designee shall serve as the standing advisor to all ASI special, ad hoc, and standing committees, except the Audit Committee.
 - e. Standing committees shall include: Audit Committee, Finance Committee, Governance Committee, Facilities Committee, and Programs Assessment Committee.
 - I. The purpose of the Audit Committee is to: (1) make sure recommendations to the Board regarding the selection and retention of the independent auditor (including compensation); (2) confer with the auditor to determine that the financial affairs of ASI are in order; (3) review and determine whether or not to accept the audit; (4) ensure that any non-audit services performed by the auditing firm conform to standards of auditor independence; and (5) approve the performance on non-audit services by the auditing firm.
 - (1) The Audit Committee shall be composed of four (4) members of the Board and a member of the finance committee. Members of the Board to serve on the Audit Committee shall be appointed by the Board. Officers of the organization shall not serve on the Audit Committee. The Board shall appoint the chair of the Audit Committee.
 - (2) The Audit Committee shall meet at least two times annually.
 - II. The purpose of the Finance Committee is to: (1) hold hearings and refers budget recommendations to the Board of Directors; (2) develop, review, and make recommendations concerning organizational financial policies; (3) make recommendations on facility user fees; (4) make recommendations for capital expenditures; [\(5\) make recommendations on investment policy and objectives;](#) [\(6\) review the Children's Center Investment Account status, accountability, and requests for withdrawals; review and make recommendations regarding corporate tax filings-](#)

- (1) The Finance Committee shall be composed of four (4) members of the Board and the Treasurer. The Treasurer shall chair the Finance Committee.
 - (2) The Finance Committee shall meet bi-weekly on Thursdays throughout the academic year.
- III. The purpose of the Governance Committee is to: (1) make recommendations concerning ASI Policy, these Bylaws, and the Articles of Incorporation to the Board of Directors; (2) make recommendations on vacancy declarations, and interviewing and recommending applicants for vacant Director positions during the academic term.
- (1) The Governance Committee shall be composed of four (4) members of the Board and the Vice Chair. The Vice Chair shall chair the Governance Committee.
 - (2) The Governance Committee shall meet bi-weekly on Thursdays throughout the academic year.
- IV. The purpose of the Facilities Committee is to: (1) make recommendations concerning ASI facility operations, renovations, and improvements, including the Titan Student Union, Student Recreation Center, and Children's Center; (2) make recommendations concerning building operating hours; ~~(3) make recommendations on club space allocations~~; (4) make recommendations on facility operating policy.
- (1) The Facilities Committee shall be composed of four (4) members of the Board and the Secretary. The Secretary shall chair the Facilities Committee.
 - (2) The Facilities Committee shall meet monthly throughout the academic year.
- V. The purpose of the Programs Assessment Committee is to: (1) review and assess ASI programs and services and provide feedback and recommendations on program improvements; (2) make recommendations on new program offerings; (3) make recommendations on acquisitions for the ASI art collection.
- (1) The Programs Assessment Committee shall be composed of four (4) members of the Board and the Secretary. The Secretary shall chair the Programs Assessment Committee.
 - (2) The Programs Assessment Committee shall meet monthly throughout the academic year.

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f. ~~Standing Advisory Committees shall include: Children's Center Advisory Committee.~~

~~I. The purpose of the Children's Center Advisory Committee is to provide a forum at which all constituents may discuss issues relating to the operation of the program.~~

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~~(1) The Children's Center Advisory Committee shall be composed of one (1) current student parent who utilizes the center, one (1) current faculty/staff parent who utilizes the center, one (1) University President Appointee, one (1) Academic Senate Appointee, three (3) members of the Board, and the Vice Chair. The Vice Chair shall chair the Children's Center Advisory Committee.~~

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~~(2) The Children's Center Advisory Committee shall convene at least three times during the academic year.~~

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Clause 8. The Board of Directors shall confirm by a majority vote all presidential appointments to



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positions that receive financial awards, scholarships, or any other material compensation for service.

Clause 9. The Board of Directors may authorize one or more officers, agents or employees to enter into any contract or to execute any instrument in the name of and on behalf of the Corporation in accordance with ASI Policy.

Section 3. **TERM OF OFFICE** Directors shall serve a one-year term, following the general election. The term shall commence on June 1 and end the following May 31. Directors elected to fill a vacancy shall serve the remainder of the original term.

Section 4. **RESIGNATION** In the event a Director should resign, written notice of their resignation must be submitted to the Chair of the Board of Directors and Executive Director.

Section 5. **VACANCIES**

Clause 1. A vacancy on the Board of Directors exists in the case of death, resignation, declaration of vacancy of a Director, or in the event of a failure to elect the fully authorized number of Directors.

Clause 2. Vacancies reduce quorum.

Clause 3. Declaration of Vacancy

a. A student officeholder (Director or [Executive Officer](#)), position will become vacant by a Board declaration of position vacancy for:

- I. Failure to meet academic qualifications;
- II. Failure to perform prescribed duties of the office as stated in these Bylaws and ASI Policy;
- III. Failure to meet attendance requirements:
 - (1) two ASI Board of Directors meetings,
 - (2) two consecutive meetings of the standing committee to which they are assigned,
 - (3) ~~two consecutive meetings of the council to which they are assigned,~~ or
 - (4) total of three meetings of the board, and committees ~~and/or councils~~ to which they are assigned;
- IV. Violation of the CSU Student Code of Conduct;
- V. Gross abuse of authority or discretion; or
- VI. The Board may declare the office vacant of any Director or Officer who has been declared of unsound mind by final court order, of convicted of a felony, or been found by a final court order to have breached any duty under Corporations Code Section 5230.

Clause 4. Student officeholders are [elected or](#) appointed per ASI Policy.



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Section 6. CHAIR OF THE BOARD OF DIRECTORS

- Clause 1. The Board Chair, elected by the Board from its membership, is the presiding officer of the Board of Directors.
- Clause 2. The Chair shall perform all duties in these Bylaws and ASI Policy.
- Clause 3. The Chair may not concurrently serve as another officer of the Board of Directors.
- Clause 4. The Chair may be removed from their position as Chair by a two-thirds vote of the Board of Directors.

Section 7. VICE CHAIR OF THE BOARD OF DIRECTORS

- Clause 1. The Board Vice Chair, elected by the Board from its membership, presides in absence of the Board Chair.
- Clause 2. The Vice Chair shall perform all duties in these Bylaws and ASI Policy.
- Clause 3. The Vice Chair may not concurrently serve as another officer of the Board of Directors.
- Clause 3. The Vice Chair may be removed from their position as Vice Chair by a two-thirds vote of the Board of Directors.

Section 8. TREASURER OF THE BOARD OF DIRECTORS

- Clause 1. The Board Treasurer, elected by the Board from its membership, is the Corporation's Treasurer.
- Clause 2. The Treasurer shall perform all duties in these Bylaws and ASI Policy.
- Clause 3. The Treasurer may not concurrently serve as another officer of the Board of Directors.
- Clause 4. The Treasurer may be removed from their position as Treasurer by a two-thirds vote of the Board of Directors.

Section 9. SECRETARY OF THE BOARD OF DIRECTORS

- Clause 1. The Board Secretary, elected by the Board from its membership, is the Corporation's Secretary.
- Clause 2. The Secretary shall perform all duties in these Bylaws and ASI Policy.
- Clause 3. The Secretary shall be responsible to certify or authorize corporate documents.
- Clause 4. The Secretary may not concurrently serve as another officer of the Board of Directors.
- Clause 5. The Secretary may be removed from their position as Secretary by a two-thirds vote of the Board of Directors.



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ARTICLE VI 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") oversees the facilities and programs of the Corporation in accordance with these Bylaws and ASI Policy, functioning closely with the Chair of the Board of Directors and Executive Director.

Clause 2. The President shall have formal powers and duties as described in these Bylaws and ASI Policy.

a. President has appointment and removal authority over all executive appointments.

a. Formal Presidential actions shall be taken through Executive Orders.

Section 3. **ASI VICE PRESIDENT**

Clause 1. In the event of the absence or inability 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 perform all duties in these Bylaws and ASI Policy.

Section 4. **VACANCIES**

Clause 1. 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 Director's approval.

Section 5. **EXECUTIVE OFFICERS**

Clause 1. The Executive Officers, Chief Campus Relations Officer, ~~Chief Communications Officer~~, Chief Governmental Officer, and Chief Inclusion and Diversity Officer, shall perform all duties in these Bylaws and ASI Policy.

POLICY CONCERNING BOARD OF DIRECTORS OPERATIONS

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

DEFINITIONS

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

Terms	Definitions
Conflict of Interest	Any involvement financially, through an employment or family connection, with any business, firm, vendor, and/or service doing business with the corporation.
Fraud	The intentional use of deceit, a trick or some dishonest means to deprive another of their money, property or legal right
Defalcation	The withholding or misappropriating funds held for another or failing to make a proper accounting
Corruption	The offering, giving, soliciting, or accepting of an inducement or reward that may improperly influence the action of a person or entity.
Misappropriation	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.

Forgery	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.
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STANDARDS

1. BOARD CONDUCT

a. Non-Conflict of Interest

In accordance with California Education Code, Sections 5230, 5233, 89906, 89907, 89908 and 89909, all ASI Board of Directors members must submit a Certification of Non-Conflict of Interest Statement as outlined below:

I have read California Education Code Sections 5230, 5233, 89906, 89907, 89908 and 89909, 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.

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.

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 who 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, 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.

All official business of ASI done on a personal device may be subject to subpoena.

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. All members must refrain from using personal devices to relay confidential 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.

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.

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, that member 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, that member 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 CSU Fullerton 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 CSU Fullerton 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 Director, and the CSU Fullerton 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 CSUU Fullerton 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 CSU Fullerton 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.

e. Due Care

A Director or Executive Officer will be entitled to rely on information, professional opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:

- ASI staff;
- Legal counsel;
- Independent accountants; or
- A committee upon which the board member does not serve.

2. TERM OF OFFICE

Directors shall serve a one-year term, following the general election shall commence June 1 and end the following May 31. Directors elected to fill a vacancy shall serve the remainder of the original term.

Resignation of a Director

In the event a Director should resign, a written notice of resignation must be submitted to Chair of the Board of Directors and the Executive Director.

3. RESPONSIBILITIES OF THE BOARD

a. Director Duties and Responsibilities

Each Board member shall be required to and held accountable for:

- Communicate and behave with a high degree of ethics and professionalism, which includes but is not limited to purposefulness and respect.
- Advocate for student concerns from their respective colleges or from CSU Fullerton. Directors will engage the students of their college in discussion about relevant college-specific and/or university-wide concerns.
- Meet with the ASI Board of Directors Chair a minimum of once per semester.
- Meet with their respective college Deans at least once per semester.
- Meet with the ASI Executive Director and ASI Associate Executive Director at least once per semester
- Submit goals to the ASI Board of Directors Chair and the ASI Executive Director at a time near the beginning of the academic year as determined by the Chair
- Update the Vice Chair weekly with a brief report of activities within the committees, commissions, and/or councils that they may sit on
- Attend (prepared and on time) for the entire duration of all meetings of the Board of Directors which take place Tuesdays from 1:15 – approximately 3:45 P.M.
 - Board members are allowed two excused absences per semester.
- Serve on an ASI standing committee and be a liaison to at least one of the following:
 - Association for Inter Cultural Awareness (AICA),
 - Community Service Inter-club Council (CSICC),
 - Sports Club Inter-club Council (SCICC),
 - Mesa Cooperativa,
 - Black Student Union (BSU),
 - Resident Student Association (RSA),
 - Inter Fraternity Council (IFC),
 - National Pan-Hellenic Council (NPHC),
 - PanHellenic Council (PHC), and
 - Multicultural Greek Council (MGC)
 - South West Asian North African ICC (SWANA ICC).
- 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.
- 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.
- Report to the Board on issues and concerns from their college.
 - Two college reports will be ~~given each week~~scheduled during regularly ~~scheduled~~ Board of Directors meetings beginning the ~~third~~second week of the fall semester. The reports will be given in alphabetical order, with respect to the college's names. Reports will alternate and will be adjusted to reduce redundant reports from the ICC or College Dean presentations.
- Responsible for grading ASI scholarship applications during both fall and spring semesters.

Each Board member shall not:

- Serve as another elected or appointed position within ASI or as leadership on a funding or funded council.
- Be employed by Associated Students Inc.

b. Appointments

The Board of Directors shall confirm all presidential appointments by a majority vote to positions that receive financial awards, scholarships, or any other material compensation for service.

- The Executive Officers: Chief Campus Relations Officer, Chief Governmental Officer, Chief Communications Officer, and Chief Inclusion and Diversity Officer.
- The Board may remove presidential appointments by a two-thirds vote.
- The Board may override with a two-thirds vote any decision of the ASI President to remove/or replace any presidential appointment.

c. Attendance

Attendance is defined as being present prior to the announcement of unfinished business and remaining until the scheduled ending time for the meeting.

- Excused absences for due cause (as defined in ASI Bylaws Article II Section 4):
 - Absence due to scheduled classes are not excused.
 - For absence to be excused, the Chair must be properly notified, at least twenty-four (24) hours', prior to the meeting unless the Director is physically unable to do so.
- Excusal for an absence with due cause may only be granted by a majority vote of the Board.
- During summer meetings two (2) excused absences shall be computed as one (1) absence toward the record.
- Fall recess, intercession, spring recess, legal holidays, and the last week of instruction shall not be used in computing attendance.
- Absent members shall not have voting privileges nor shall they be counted in quorum.
- Attendance policy for standing committee meetings:
 - If a member's attendance at one standing committee meeting impedes their ability to attend another standing committee meeting, then that member will be excused from the meeting they were unable to attend.
 - Members are responsible for requesting excused absences from standing committee meetings which conflict with other appointments, events, or scheduling.
 - A member may only be counted as absent from a standing committee meeting if that meeting was held during the regular meeting time as stated on the agenda.
 - A member may only be counted as absent from a standing committee meeting if that member properly notified the chair.

d. Contracts

The Board may authorize any officer, agent, or Director to enter into any contract or execute any instrument in the name of and on behalf of the Corporation. Such authority is confined to a specific instance; and unless so authorized by the Board of Directors, no officer, agent, Director, or employee will have any power or authority to bind the Corporation by contract or engagement, to pledge its credit, or to render it liable for any purpose of any amount.

- The maximum amount of a contract must be determined by the Board of Directors. **No contract shall extend beyond the current fiscal year.**
- The ASI Executive Director, as an agent of the Board of Directors, is authorized to execute contracts on behalf of the Board of Directors when contracts are consistent with the budgeted programs or when non-budgeted contracts provide personal benefits to ASI members at no cost to the Board of Directors.
- The Board of Directors may establish an ad hoc committee to act on behalf of the Board of Directors in making contracts for up to \$10,000 when the Board of Directors is unable to establish quorum. The ad hoc committee shall consist of the ASI President, the Board of Directors Treasurer, five Directors, and the ASI Executive Director.

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4. 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 or resolution, with the exception of the budget, back to the Board within two weeks. The chair of the committee is responsible for presiding over the meetings and reporting the committee's recommendations to the Board.

a. General Composition of Committees

All ASI Committees must be composed of at least a majority of students. The chairs of ASI committees must be students. The chair and standing liaison members will not be counted when determining if a committee is composed of at least a majority of students. No committee shall consist of two Board members serving from the same college.

b. Director Membership on Committees

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:

- Audit Committee
- Finance Committee
- Governance Committee
- ~~Audit Committee~~ Facilities Committee
- Programs Assessment Committee
- ~~Children's Center Advisory Committee~~

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

c. 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 and one (1) member of the ASI Finance Committee. The previously stated members must be students, may not be ASI Executives, staff, or unpaid volunteers in an operational position of the organization. No member may serve if they have a financial interest in ASI. Other voting members of the committee shall include two members from the campus community. All members must be approved by the Board of Directors with a majority vote.

The Audit Committee shall meet at least two times annually.

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 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 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 the ASI.
- Report on the discharge of the committee's responsibilities.

d. Finance Committee

The Finance Committee shall be composed of no more than four directors and the Board of Directors Treasurer. Finance Committee makes recommendations on financial matters and policy concerning organizational finances. Finance Committee holds hearings on and refers its budget recommendations to the Board. The Board acts on the Finance Committee's recommendations and sends the budget to the University President for approval. [The Finance Committee makes recommendations on investment policy and objectives, reviews the Children's Center Investment Account status, accountability, and requests for withdrawals; and reviews and makes recommendations regarding corporate tax filings.](#) The Treasurer will chair the Finance Committee.

The Finance Committee will meet bi-weekly on Thursdays between 1:15 PM and 3:45 PM during the academic year.

e. Governance Committee

The Governance Committee shall be composed of four directors and the Board of Directors Vice Chair. Governance Committee makes recommendations concerning policy, Bylaws, and the Articles of Incorporation to the Board. Governance Committee is responsible for recommending Director vacancies, and interviewing and recommending applicants for vacant Director positions during the academic term. The Vice Chair will chair the committee.

The Governance Committee will meet bi-weekly on Thursdays between 1:15 PM and 3:45 PM during the academic year.

General Duties

The duties of the Governance Committee are as follows:

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

Declaring Vacancies

The alleged failure of a Director or Officer to uphold board conduct standards or perform prescribed duties in effect when the term began, may be formally referred to the Governance Committee by a student, university official, Director, Officer, or the Executive Director to conduct a review. Recommendations on vacancy declarations shall be sent to the Board for approval. Declaration of vacancy of a Board member or Officer shall create a vacancy to be filled in accordance with ASI policy.

Failure to maintain eligibility (academic or otherwise) or attendance requirements result in immediate and automatic declaration of vacancy. Directors may appeal only immediate declarations for attendance (not for eligibility), and must do so by the next regularly scheduled Board of Directors meeting immediately following the declaration. Appeals and requests for reinstatement must be submitted in writing. Reinstatement requires a three-fourths vote of the Board of Directors and results in reinstatement. Declarations of vacancy resulting from ineligibility based on CSU established requirements (academic and otherwise) are not appealable.

Requests for reinstatement may only be submitted after eligibility has been reestablished by the Office of the Vice President for Student Affairs. Changes, corrections, or other modifications to grades or academic records must follow standard university process and do not reestablish eligibility. Eligibility can only be reestablished at the completion of the standard university process and after a recheck and certification of eligibility by the Office of the Vice President for Student Affairs. Requests for reinstatement may only be submitted if the position has remained vacant.

Filling Vacancies

In the event of a vacant student position on the Board of Directors exists between the election and the end of the second week of classes of the next spring semester the first runner-up shall be offered the position. If they accept, the appointment shall be approved by the Board of Directors. If they do not accept, the position will be offered to the subsequent runner-up.

If there is not an available candidate, the Governance Committee shall recommend a Director for appointment to a majority vote approval by the Board.

- Eligible students for appointment include (where the vacancy exists):
 - Students declared in the academic college,
 - Undeclared students,
 - Students with multiple minors as long as one of the minors is in the academic college,
 - Specifically for the College of Education Directors may also qualify by meeting requirements stated in ASI Policy.

~~f. Children's Center Advisory Committee~~

~~The purpose of the Children's Center Advisory Committee, a standing advisory committee of the 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. The committee offers varied perspectives and expertise to assist the program in fulfilling its mission. The committee must have all appointed positions filled by four weeks after the start of Fall semester of that academic year.~~

~~The Children's Center Advisory Committee will meet at least three times during the academic year.~~

The committee reviews and makes recommendations to the 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 CSU Fullerton entities and with community entities
- Children's Center Director must bring management issues to the attention of the committee.
- Any member may bring agenda items before the committee.
- In addition, the committee 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 Advisory Committee must be composed of the following:

Voting:

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

Standing Liaison Members:

- Children's Center Director
- ASI Executive Director or designee
- University Chief Financial Officer or designee

g-f. Facilities Committee

The Facilities Committee shall be composed of no more than four directors and the Board of Directors Secretary. The Facilities Committee makes recommendations concerning ASI facility operations, renovations, and improvements, including the Titan Student Union, Student Recreation Center, and Children's Center. The Facilities Committee makes recommendations concerning building operating hours, club space allocations, and facility operating policy. The Secretary will chair the Facilities Committee.

The Facilities Committee will meet monthly during the academic year.

h-g. Programs Assessment Committee

The Programs Assessment Committee shall be composed of no more than four directors and the Board of Directors Secretary. The Programs Assessment Committee reviews and assesses ASI programs and services and provides feedback and recommendations on program improvements. The Programs Assessment Committee makes recommendations on new program offerings and acquisitions for the ASI art collection. The Secretary will chair the Programs Assessment Committee.

The Programs Assessment Committee will meet monthly during the academic year.

5. BOARD LEADERSHIP

a. Chair

The Board will elect a Director to serve as Chair. The Chair must be elected at the first meeting in June and serves from that meeting through May 31. The ASI President serves as Chair in absence of the Chair and Vice Chair.

The Chair of the Board of Directors:

- Presides over all Board of Directors meetings
- Appoints each Director to serve on at least one standing committees and act as a liaison no later than three (3) legal business days before the first meeting of the fall and spring semesters, except the Audit Committee, to one of the following:
 - Programming Board;
 - Association for InterCultural Awareness (AICA);
 - Funded councils (Inter Fraternity Council, Multicultural Greek Council, National Panhellenic Council, Panhellenic, Resident Student Association); or
 - Funding councils (Black Student Union, Community Service ICC, Mesa Cooperativa, Sports Club ICC, South West Asian North African ICC)
- Appoints the required number of Directors on any ASI ad hoc committee
- Schedules ASI promotional events for the Board to carry out after the adjournment of Board Meetings when time permits
- ASI Board Chair shall be responsible for reinforcing ASI office hours
- Maintains regular communication with the Executive Officers, Programming Board and AICA, and funded and funding councils
- Directs the work of the Vice Chair, Secretary, and Treasurer
- Has the responsibility to hold the Directors accountable for their goals
- Serves as a standing liaison member to all ASI committees except the Audit Committee
- Chair or designee will serve as representative of the Board of Directors on the Student Athletics Advisory Council and the Academic Senate
 - Chair or designee serves for one year or the duration of the position providing they remain a member of the Board of Directors during that period. If the Board of Directors representative is unable to complete the term, the Chair will select a representative to complete the vacated position within ten (10) days after the position is declared vacant
- Chair, working with the Vice Chair, Secretary, and Treasurer and the Director of Student Government, are charged with developing a curriculum to be discussed at Board of Directors retreats, additional board development training, and other internal issues related to the Board

Vacancy of the Chair

The removal of the Chair will occur by a two-thirds vote of the Board of Directors or in the event that the Chair loses the position as Director.

In the event the Chair should resign, a written notice of resignation must be submitted to the ASI President and Executive Director.

Filling Chair Vacancy

In the event of a vacancy in the position of Chair through resignation, removal, recall, ineligibility, or death, the Vice Chair will assume the position of the Chair, and a new Vice Chair will be elected by the Board of Directors at the meeting which the vacancy is announced.

b. Vice Chair

The Board of Directors will elect a Director to serve as Vice Chair. The Vice Chair will be elected at the first meeting in June and serves from that meeting through May 31. In the event the position is not elected in the June meeting, a special meeting shall be called to fill the position within three weeks.

The Vice Chair of the Board of Directors:

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- Presides over Board of Directors meetings in absence of the Chair
- Presides over the Governance Committee and Children's Center Advisory Committee
- Assists the Chair of the Board of Directors
- Has the responsibility for setting guidelines for Director's College Reports and Executive Senate Reports
- Disseminates information about the Directors weekly activities within the committees, commissions, and/or councils that they may sit on
- Assists the Chair of the Board of Directors with enforcing ASI Bylaws and Policies
- Assists the Chair of the Board of Directors in developing a curriculum to be discussed at Board of Directors retreats, additional board development training, and other internal issues related to the Board
- Maintains regular communication with the Board of Directors Chair, the Executive Officers, Programming Board and AICA, and funded and funding councils

Vacancy of the Vice Chair

The removal of the Vice Chair will occur by a two-thirds vote of the Board of Directors or in the event that the Vice Chair loses their position as Director.

In the event the Vice Chair should resign, a written notice of their resignation must be submitted to the Chair of the Board of Directors and Executive Director.

Filling Vice Chair Vacancy

In the event of a vacancy in the position of Vice Chair through resignation, removal, recall, ineligibility, or death, a new Vice Chair will be elected at the meeting at which the vacancy is announced.

c. Treasurer

The Board of Directors will elect a Director to serve as Treasurer. The Treasurer will be elected at the first meeting in June and serves from that meeting through May 31. In the event the position is not elected in the June meeting, a special meeting shall be called to fill the position within three weeks.

The Treasurer of the Board of Directors:

- Presides over the Finance Committee
- Presents monthly, or as needed, to the Board of Directors a detailed report of the financial conditions of ASI
 - The report will include budget language or financial policy implementation, any outstanding debt owed to ASI, any line item transfers performed by the Treasurer or the Finance Committee, and the current balance of the Contingency Account
- Ensures compliance with the financial policies of ASI
- Reports the fiscal budget recommendations of the Finance Committee to the Board of Directors on or before the first meeting in April of each fiscal year
- Oversees the budget development for the next fiscal year with the assistance of the Executive Director and appropriate ASI staff and maintain regular communication with the student leaders who oversee a budget within ASI
- [In consultation with the Executive Director and CFO, oversees the evaluation and compliance for ASI and Children's Center investment accounts.](#)
- Assists the Board of Directors Chair in developing a curriculum to be discussed at the Board of Directors mandatory retreats, additional board development training, and other internal issues related to the Board
- Maintains regular communication with the Board of Directors Chair and Executive Officers

Vacancy of the Treasurer

The removal of the Treasurer will occur by a two-thirds vote of the Board of Directors or in the event that the Treasurer loses their position as Director.

In the event the Treasurer should resign, a written notice of their resignation must be submitted to the Chair of the Board of Directors and Executive Director.

Filling Treasurer Vacancy

In the event of a vacancy in the position of Treasurer through resignation, removal, recall, ineligibility, or death, a new Treasurer will be elected at the meeting at which the vacancy is announced.

d. Secretary

The Board of Directors will elect a Director to serve as Secretary. The Secretary will be elected at the first meeting in June and serves from that meeting through May 31. In the event the position is not elected in the June meeting, a special meeting shall be called to fill the position within three weeks.

The Secretary of the Board of Directors:

- Presides over the Facilities Committee and the Programs Assessment Committee
- Certifies all records of the Board of Directors when requested and executes documents on behalf of the Board as required for legal documents
- Assists the Board of Directors Chair in developing a curriculum to be discussed at the Board of Directors mandatory retreats, additional board development training, and other internal issues related to the Board
- Maintains regular communication with the Board of Directors Chair and Executive Officers

Vacancy of the Secretary

The removal of the Secretary will occur by a two-thirds vote of the Board of Directors or in the event that the Secretary loses their position as Director.

In the event the Secretary should resign, a written notice of their resignation must be submitted to the Chair of the Board of Directors and Executive Director.

Filling Secretary Vacancy

In the event of a vacancy in the position of Secretary through resignation, removal, recall, ineligibility, or death, a new Secretary will be elected at the meeting at which the vacancy is announced.

e. Interim Presiding Officer

In the event of a simultaneous vacancy of both the President-elect and the Vice President-elect prior to the first meeting of the term ~~(June 1)~~, the incoming Board member with the highest percentage of votes in their election to the Board would assume the responsibility of presiding over the beginning of the Board of Directors meeting until a Chair or Vice Chair has been elected.

The elected Chair of the Board of Directors shall automatically assume the office of President on an interim basis and the Vice Chair shall automatically assume the office of Chair on an interim basis until the special election for President and Vice President can be held at the beginning of fall semester. After the election and installation of the President and Vice President, the Board Chair and Vice Chair shall revert to their original board leadership positions.

6. AGENDAS FOR BOARD MEETINGS

All items shall be sponsored by a member of the Board of Directors. Directors sponsoring items shall provide, to the Chair of the Board of Directors, a written (either typed or printed) copy of the proposed action and all supporting documents four or more legal days prior to the Board of Directors or Committee meeting. Items coming from committee shall be placed on the agenda before items from individuals. The Recording Secretary shall make available, for public inspection, a copy of each proposal. All items on the

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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.

Public Notice

Public notice of regular meetings must consist of the meeting's agenda being posted in locations that are freely accessible to members of the public (pursuant to Education Code Section 89305.5). In addition, it shall be sent electronically and included on the ASI Website.

7. PUBLIC SPEAKING TIME

The Public Speaking Time is hereby established as a forum, which enables the Board of Directors and the 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 up to 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.

8. REGULAR MEETINGS

The Board and all of its [Committees](#) will conduct their business in duly noticed public meetings and are required to comply with all provisions of the Gloria Romero Open Meetings Act (Education Code Sections 89305 to 89307.4). The regular meetings throughout the academic year will be held bi-weekly on Tuesdays from 1:15 PM to approximately 3:45 PM. For each semester, the Board will approve the schedule of dates and locations for regular meetings (pursuant to Education Code Section 89305.5). The Board of Directors will hold meetings during the summer, as called by the Chair.

a. Consent Calendar

The consent calendar is an administrative tool for the Board of Director to grant approvals to required items that are routine, procedural, and likely to be noncontroversial. A consent calendar may be presented by the board or committee chair at the beginning of a meeting. Items may be removed from the consent agenda on the request of any one member. Items not removed are adopted by general consent without debate. Removed items will be considered during new business. Items up for consideration on the consent calendar must be provided in advance of the meeting. The chair determines whether an item belongs on the consent agenda.

9. CLOSED SESSION

The Board or committees may hold a closed session from which the public is excluded only if it has provided sufficient notice of such session and only to consider:

- Negotiations relative to real property.
- Certain litigation pursuant to advice of legal counsel.
- Certain employment matters.
 - An ASI "employee" shall not include any person elected or appointed to office
- Collective bargaining.
- Certain matters relating to a particular employee (unless the employee requests a public hearing).
- To confer with law enforcement officials.
- Such other matters as specifically enumerated in Education Code Section 89307.

Prior to holding any closed session, the Board of Directors or committee, shall disclose on its posted agenda and in an open, public, regular meeting the item(s) to be discussed in the closed session. No other items shall be considered in the closed session. Immediately after any closed session, the Board of Directors or committee, shall reconvene into a public regular meeting prior to adjournment and make disclosure of what actions, if any, were taken in the closed session.

10. SPECIAL MEETINGS

A special meeting may be called by providing written notice at least twenty-four (24) hours prior to the meeting, pursuant to Education Code section 89306.5. Notice will be given electronically to all parties directly affected and included on the ASI Website. Special meetings of the Board of Directors may be called by the University President, the Chair, or by a majority of the members. Special meetings of standing committees may be called by the Chair of the committee or by a majority of the members.

11. TELECONFERENCE MEETINGS

The Board or committees may use teleconferencing (virtual meetings) for any regular, special, or emergency meeting, pursuant to Education Code section 89301.5. Notice will be given in accordance with the requirements for the type of meeting and will include platform and access information for the meeting.

12. 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 89306.5;

An "emergency situation" applies only when:

- A work stoppage, or other activity which severely impairs public health, safety, or both exists;
- ii. 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.

13. MEETING CONDUCT

The Board and all of its committees will conduct meetings in a way that ensures the efficient disposal of business appearing on the agenda and the ability for all members, presenters, and members of the public to attend, view, hear, and participate in the meeting, as appropriate and in accordance with established law, regulation, and policy.

Members, presenters, and members of the public may not take action or exhibit behaviors that impede or obstruct the ability of others to attend, view, hear, or participate in the meeting. Members, presenters, and members of the public are also prohibited from possessing items in the meeting location that could impede or obstruct this ability or cause threat of harm, including, but not limited to:

- Displays, such as posters or signs, with dimensions larger than 18 inches by 24 inches
- Displays, such as posters or signs, affixed to poles, stands, handles, etc.
- Amplified sound, such as speakers, or other noise makers
- Props, confetti, streamers, or other decorations or adornments
- Weapons or items that could be used to inflict physical harm
- Other items already prohibited under law or university or ASI policy

In the event that any meeting is willfully interrupted by a group or groups of persons so as to render the orderly conduct of the meeting unfeasible, and order cannot be restored by the removal of individuals who are willfully interrupting the meeting, the Chair of the meeting may recess the meeting and order the meeting room cleared and/or the teleconference temporarily suspended. Once the room is cleared, the meeting can continue in session. Only matters appearing on the agenda may be considered in that session. Representatives of the press or other news media, except those participating in the disturbance, shall be allowed to attend the session. Other individuals not responsible for willfully disturbing the orderly conduct of the meeting may be readmitted to the session upon approval of the Chair (pursuant to Education Code section 89307.1).

The disturbance and the individuals participating therein may be reported to the appropriate university department, which may include the Dean of Students/Student Conduct office. Individuals participating in the disturbance may be subject to the university conduct process.

14. SPECIAL ASI PARKING PRIVILEGES

The Associated Students Inc. authorizes certain leadership positions Faculty/Staff parking access 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 their 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 Vice President (1)
- ASI Chief Campus Relations Officer (1)
- ASI Chief Governmental Officer (1)
- ~~ASI Chief Communications Officer (1)~~
- ASI Chief Inclusion and Diversity Officer (1)
- ASI Elections Director (1)

- ASI Association for Inter-Cultural Awareness Administrative Chair (1)

Upon resignation or removal of any of the above mentioned officers their Faculty/Staff parking access shall be returned to the University within one week. Any student who is then appointed or elected to fill the vacant position shall receive the Faculty/Staff parking access.

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

CSU Fullerton parking permits must be purchased from the University at the regular cost by the above-mentioned leaders.

15. 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 Secretary of the Board of Directors for review to assess the impact on existing policies and Bylaws. After said review by the Secretary, 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.

DATE APPROVED:	09/05/2017
DATE REVISED:	05/08/2018
	12/04/2018
	03/26/2019
	05/07/2019
	04/20/2021
	10/18/2022
	05/02/2023

POLICY CONCERNING EXECUTIVE OFFICERS OPERATIONS

PURPOSE

The following policy has been established in order for the Executive Officers of Associated Students Inc. (ASI) to better serve their student constituencies and to make sure each officer 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 and responsibilities and duties of Executive Officers.

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WHO SHOULD KNOW THIS POLICY

- | | |
|--|--|
| <input type="checkbox"/> Budget Area Administrators | <input type="checkbox"/> Volunteers |
| <input type="checkbox"/> Management Personnel | <input type="checkbox"/> Grant Recipients |
| <input checked="" type="checkbox"/> Supervisors | <input type="checkbox"/> Staff |
| <input checked="" type="checkbox"/> Elected/Appointed Officers | <input checked="" type="checkbox"/> Students |

DEFINITIONS

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

Terms	Definitions
Conflict of Interest	Any involvement financially, through an employment or family connection, with any business, firm, vendor, and/or service doing business with the corporation.
Fraud	The intentional use of deceit, a trick or some dishonest means to deprive another of their money, property or legal right.
Defalcation	The withholding or misappropriating funds held for another or failing to make a proper accounting.
Corruption	The offering, giving, soliciting, or accepting of an inducement or reward that may improperly influence the action of a person or entity.
Misappropriation	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.
Forgery	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

1. EXECUTIVE OFFICERS CONDUCT

a. Non-Conflict of Interest

In accordance with California Education Code, Sections 5230, 5233, 89906, 89907, 89908 and 89909, all ASI Executive Officer members must submit a Certification of Non-Conflict of Interest Statement as outlined below:

I have read California Education Code Sections 5230, 5233, 89906, 89907, 89908 and 89909, 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.

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.

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 who the ASI transacts business, the member must recuse themselves from any negotiation, authorization, or approval of such transactions.

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, 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.

All official business of ASI done on a personal device may be subject to subpoena.

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. All members must refrain from using personal devices to relay confidential 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.

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.

2. TERM OF OFFICE

Each officer shall serve for a full year term following the general election which will commence on June 1 and end on the following May 31.

Attendance at Board of Directors Meetings

The Executive Officers serve as liaisons to the ASI Board of Directors and attend all regularly scheduled meetings. Liaisons do not have voting privileges nor shall they be counted in quorum.

Attendance is defined as being present prior to the announcement of unfinished business and remaining until the scheduled ending time for the meeting.

- Excused absences for due cause (as defined in ASI Bylaws Article II Section 4):
 - Absence due to scheduled classes are not excused.
 - For absence to be excused, the Chair must be properly notified, at least twenty-four (24) hours', prior to the meeting unless the Officer is physically unable to do so.
- Excusal for an absence with due cause may only be granted by a majority vote of the Board.
- During summer meetings two (2) excused absences shall be computed as one (1) absence toward the record.
- Fall recess, intercession, spring recess, legal holidays, and the last week of instruction shall not be used in computing attendance.
- Liaisons may serve as designee for the ASI President. Attendance policy for standing committee meetings:
 - If a member's attendance at one standing committee meeting impedes their ability to attend another standing committee meeting, then that member will be excused from the meeting they were unable to attend.
 - Members are responsible for requesting excused absences from standing committee meetings which conflict with other appointments, events, or scheduling.
 - A member may only be counted as absent from a standing committee meeting if that meeting was held during the regular meeting time as stated on the agenda.
 - A member may only be counted as absent from a standing committee meeting if that member properly notified the chair.

3. DUTIES AND RESPONSIBILITIES OF THE PRESIDENT

Duties and responsibilities of the President:

- Executes the resolutions and policies pass by the Board of Directors
- Submits a budget proposal to Finance Committee of the Board of Directors on or before the second meeting in March of each fiscal year
- Presides over the Board of Directors in the event the Board has not elected a Chair or Vice Chair, until a Chair or Vice Chair has been elected
 - In serving as Chair, the President will not be eligible to vote
- President or designee will chair the Instructionally Related Activities (IRA) committee
- President or designee will serve as a voting member on the CSU Fullerton Academic Senate
- Serves as a voting or non-voting member on the California State Student Association (CSSA) Board of Directors
- Maintains communication with all CSU Fullerton's partners and Auxiliaries.
 - President or designee will serve as a board member or ASI representative on university board they are invited to
 - This may include: President's Advisory Board, California State University, Fullerton Philanthropic Association, Alumni Association, and Auxiliary Services Corporation
- Maintains relationships 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
- President shall be a standing liaison officer of all ASI committees except the Audit Committee
- Formal President Actions will be taken through Executive Orders

- Performs all duties in ASI Bylaws and ASI Policy concerning the ASI President
- Establishes and maintains weekly office hours which commits enough time to adequately fulfill duties in addition to meeting with students
 - At least one hour a week and by appointment

a. *Executive Appointments*

The President will appoint all positions that receive financial awards, scholarships, or any other material compensation for service. These appointments are subject of approval by the majority of the Board of Directors. The President has the authority to remove any or all executive appointments.

Vacancy of the position of President

In the event the President should resign, a written notice of resignation must be submitted to Vice President, Chair of the Board of Directors, and the Executive Director.

Abandonment of the position of President

The office of the President is considered abandoned if the President is absent and non-communicative for more than five business days without notice to the Vice President, Chair of the Board of Directors, or the Executive Director. Position abandonment is grounds for declaration of vacancy and shall be filled in accordance to ASI Policy.

Filling a vacancy of the position of President

In the event of a vacancy in the office of President, the vacancy shall be filled by the Vice President who shall appoint a new Vice President subject to approval by a majority vote of the Board of Directors.

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 Board of Directors approval.

4. DUTIES AND RESPONSIBILITIES OF THE VICE PRESIDENT

Duties and responsibilities of the Vice President:

- In the event of the absence or inability of the President, the Vice President performs all duties of the President and will have all the power of and be subject to all the restriction of the President
- Fulfills all duties and responsibilities that are assigned by the President, ASI Bylaws, and ASI Policy concerning the Vice President
- Has the responsibility to regularly inform the Board of Directors of their official activities
- [Oversees the Community Engagement Commission](#)
- Promotes ASI Scholarships program, oversee the review of submitted applications, and award students
- [Promotes the ASI Research Grants program. Chairs the review and funding allocation committee.](#)
- [Promotes the ASI Governance Ambassador program, reviews committee reports submitted by Ambassadors, and elevates information to the ASI President and Executive team](#)
- [Meets periodically with the Student Programs and Engagement staff to provide feedback on the overall efforts of ASI student programs](#) Oversees ASI programs:
 - Association for InterCultural Awareness and Programming Board
- Co-Chairs the Executive Senate [with the ASI Board Treasurer](#)
- Vice President shall be a standing liaison officer of all ASI committees except the Audit Committee.
- Has the responsibility for the recognition of student leaders within ASI
- Establishes and maintains weekly office hours which commits enough time to adequately fulfill duties in addition to meeting with students
 - At least one hour a week and by appointment

Vacancy of the position of Vice President

In the event the Vice President resigns, a written notice of the resignation must be submitted to the President, Chair of the Board of Directors, and the Executive Director.

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Abandonment of the position of Vice President

The office of the Vice President is considered abandoned if the Vice President is absent and non-communicative for more than five business days without notice to the President, Chair of the Board of Directors, or the Executive Director. Position abandonment is grounds for declaration of vacancy and shall be filled in accordance to ASI Policy.

Filling a vacancy of the position of Vice President

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 Board of Directors.

5. DUTIES AND RESPONSIBILITIES OF THE CHIEF CAMPUS RELATIONS OFFICER

Duties and responsibilities of the Chief Campus Relations Officer:

- Has the responsibility to regularly inform the Board of Directors of their official activities
- Fulfills all duties and responsibilities that are assigned by the President, ASI Bylaws, and ASI Policy concerning the Chief Campus Relations Officer
- Maintains correspondence with CSU Fullerton Provost, Academic Senate Chair, Chief of Staff of the President and the Vice President of Student Affairs
- Maintains correspondence within on-campus issues and the campus climate
- Leads the University Affairs Commission and is responsible for facilitating on-campus advocacy initiatives
- Makes recommendations to the President to appoint students to university-wide committees and search committees
- Oversees the President Appointee Commission
- Oversees the Environmental Sustainability Commission
- May serve as the President's designee for the CSU Fullerton Academic Senate
- Establishes and maintains weekly office hours which commits enough time to adequately fulfill duties in addition to meeting with students
 - At least one hour a week and by appointment

Vacancy of the position of Chief Campus Relations Officer

In the event that the Chief Campus Relations Officer should resign, a written notice of their resignation

must be submitted to the President, Vice President, and the Executive Director.

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Abandonment of the position of Chief Campus Relations Officer

The office of the Chief Campus Relations Officer is considered abandoned if the Chief Campus Relations Officer is absent and non-communicative for more than five business days without notice to the President, Vice President, or the Executive Director. Position abandonment is grounds for declaration of vacancy and shall be filled in accordance to ASI Policy.

Filling a vacancy of the position of Chief Campus Relations Officer

In the event of a vacancy in the office of the Chief Campus Relations Officer, the President shall appoint a Chief Campus Relations Officer subject to approval by a majority vote of the Board of Directors.

6. DUTIES AND RESPONSIBILITIES OF THE CHIEF COMMUNICATIONS OFFICER

Duties and responsibilities of the Chief Communications Officer:

- Has the responsibility to regularly inform the Board of Directors of their official activities
- Fulfills all duties and responsibilities that are assigned by the President, ASI Bylaws, and ASI Policy concerning the Chief Communications Officer
- Maintains correspondence with CSU Fullerton Strategic Communication and Brand Management Department and Government Relations Department
- Has the responsibility to effectively communicating and distributing ASI initiative through multiple media outlets
- Has the responsibility for ASI public relations in conjunction with ASI Communication and Marketing Department
- Oversees the Communications Commission and the Community Engagement Commission
- Establishes and maintains weekly office hours which commits enough time to adequately fulfill duties in addition to meeting with students
 - At least one hour a week and by appointment

Vacancy of the position of Chief Communications Officer

In the event that the Chief Communications Officer should resign, a written notice of their resignation must be submitted to the President, Vice President, and the Executive Director.

Abandonment of the position of Chief Communications Officer

The office of the Chief Communications Officer is considered abandoned if the Chief Communications Officer is absent and non-communicative for more than five business days without notice to the President, Vice President, or the Executive Director. Position abandonment is grounds for declaration of vacancy and shall be filled in accordance to ASI Policy.

Filling a vacancy of the position of Chief Communications Officer

In the event of a vacancy in the office of the Chief Communications Officer, the President shall appoint a Chief Communications Officer subject to approval by a majority vote of the Board of Directors.

7.6. DUTIES AND RESPONSIBILITIES OF THE CHIEF GOVERNMENTAL OFFICER

Duties and responsibilities of the Chief Governmental Officer:

- Has the responsibility to regularly inform the Board of Directors of their official activities
- Fulfills all duties and responsibilities that are assigned by the President, ASI Bylaws, and ASI Policy concerning the Chief Governmental Officer
- Maintains correspondence with CSU Fullerton Government Relations Department and local, state, and federal elected officials and government agencies
- Conducts in-district lobby visits to the Fullerton Delegation
- Leads the Lobby Corps Commission

- May be appointed by the President as the voting or non-voting member of the California State Student Association (CSSA) Board of Directors
- Establishes and maintains weekly office hours which commits enough time to adequately fulfill duties in addition to meeting with students
 - At least one hour a week and by appointment

Vacancy of the position of Chief Governmental Officer

In the event that the Chief Governmental Officer should resign, a written notice of their resignation must be submitted to the President, Vice President, and the Executive Director.

Abandonment of the position of Chief Governmental Officer

The office of the Chief Governmental Officer is considered abandoned if the Chief Governmental Officer is absent and non-communicative for more than five business days without notice to the President, Vice President, or the Executive Director. Position abandonment is grounds for declaration of vacancy and shall be filled in accordance to ASI Policy.

Filling a vacancy of the position of Chief Governmental Officer

In the event of a vacancy in the office of the Chief Governmental Officer, the President shall appoint a Chief Governmental Officer subject to approval by a majority vote of the Board of Directors.

8.7. DUTIES AND RESPONSIBILITIES OF THE CHIEF INCLUSION AND DIVERSITY OFFICER

Duties and responsibilities of the Chief Inclusion and Diversity Officer:

- Has the responsibility to regularly inform the Board of Directors of their official activities
- Fulfills all duties and responsibilities that are assigned by the President, ASI Bylaws, and ASI Policy concerning the Chief Inclusion and Diversity Officer
- Maintains correspondence with CSU Fullerton Diversity Initiatives & Resource Centers Department, Human Resources, Diversity and Inclusion Programs (HDRI) Division, WoMen's and Adult Reentry Center, Veterans Resource Center, Male Success Initiative, Disability Support Services, and any camps departments that serve historically marginalized communities
- Facilitates on-campus social justice advocacy initiatives, such as the Roundtable Project
- Leads the Social Justice & Equity Commission
- Assess programming practices within ASI to ensure values of diversity, inclusion, equity, and social justice components are properly upheld
- ASI President's designee on Academic Senate Diversity and Inclusion Committee, President's Commission on Equity and Inclusion (PCEI), and other campus working groups
- Assists the Chair of the Board of Directors, ASI President, and professional staff advisors to ensure cultural competency, social justice, identity, and ally trainings are included in student leadership trainings
- Assists the Board of Directors in assessing policy to ensure they are serving values of diversity, inclusion, equity, and social justice
- Establishes and maintains weekly office hours which commits enough time to adequately fulfill duties in addition to meeting with students
 - At least one hour a week and by appointment

Vacancy of the position of Chief Inclusion and Diversity Officer

In the event that the Chief Inclusion and Diversity Officer should resign, a written notice of their resignation must be submitted to the President, Vice President, and the Executive Director.

Abandonment of the position of Chief Inclusion and Diversity Officer

The office of the Chief Inclusion and Diversity Officer is considered abandoned if the Chief Inclusion and Diversity Officer is absent and non-communicative for more than five business days without notice to the President, Vice President, or the Executive Director. Position abandonment is grounds for declaration of

vacancy and shall be filled in accordance to ASI Policy.

Filling a vacancy of the position of Chief Inclusion and Diversity Officer

In the event of a vacancy in the office of the Chief Inclusion and Diversity Officer, the President shall appoint a Chief Inclusion and Diversity Officer subject to approval by a majority vote of the Board of Directors.

9-8. DUTIES AND RESPONSIBILITIES OF THE PRESIDENT-ELECT

Duties and responsibilities of the President-elect:

- Presents the presidential appointments that require confirmation from the incumbent ASI Board of Directors by the final meeting of the year

Vacancy and Filling of the President-elect and Vice President-elect

In the event of a vacancy in the office 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 Board of Directors.

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 Board of Directors.

In the event of a simultaneous vacancy of both the President-elect and the Vice President-elect, a special election shall be conducted prior to the end of the third week of fall semester. The current positions shall remain vacant until the first regularly scheduled meeting of the term (June). After the Board of Directors elect its Chair and Vice Chair, the Chair of the Board of Directors shall automatically assume the office of President on an interim basis and the Vice Chair shall automatically assume the office of Chair on an interim basis until the special election for President and Vice President can be held at the beginning of fall semester.

DATE APPROVED:	03/19/2019
DATE REVISED:	04/20/2021
	05/02/2023

POLICY CONCERNING INVESTMENTS AND RESERVES

PURPOSE

The Associated Students Inc. (ASI) is entrusted with the management and operation of a number of vital student activity and campus service programs, including the Titan Student Union, the Student Recreation Center, and the Children’s Center. Critical to the management of a comprehensive program like ASI is effective long-term financial planning. At the direction of the California State University’s Chancellor, auxiliary organizations such as ASI are required to establish and maintain adequate reserve funding. These reserves are intended to meet the potential and anticipated business and operational needs of ASI. The purpose of the policy is to provide guidance on the accumulation and maintenance of reserves and the implementation of investment practices that provide for the growth and security of these designated funds. Additionally, the policy sets standards for continual financial support for the Children’s Center, interest earned on ASI restricted scholarship accounts, and deposit of ASI Funds/Investments and signing authority.

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WHO SHOULD KNOW THIS POLICY

- Budget Area Administrators
- Management Personnel
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- Elected/Appointed Officers
- Volunteers
- Grant Recipients
- Staff
- Students

DEFINITIONS

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

Terms	Definitions
Associated Students Fund	The Associated Students Fund is maintained to account for all financial resources derived from the mandatory Associated Student Body fee.
Diversification	A risk management technique that mixes a wide variety of investments within a portfolio.
Equities	An instrument that signifies an ownership position, or equity, in a corporation, and represents a claim on its proportionate share in the corporation's assets and profits.
Local Reserves	Reserves maintained within the financial records and accounts of Associated Students Inc.
Reserves	Funds held for future use by the organization
Retained Earnings	The accumulated net income retained for reinvestment in a business.
Socially Responsible Investing	An investment strategy which seeks to consider both financial return and social/environmental good to bring about a positive change.
Titan Student Centers Fund	The Titan Student Centers Fund is maintained to account for all financial resources derived from the

Terms	Definitions
	mandatory Campus Union (Student Body Center) fee.
University-Held Reserves	Reserves maintained on behalf of the Titan Student Centers within the financial records and accounts of the California State University, Fullerton.
Working Capital	The assets of a business that can be applied to its operation. The amount of current assets that exceeds current liabilities.

STANDARDS

1. CORPORATE INVESTMENTS

a. *Finance Goals and Investment Objectives*

Investment objectives are to effectively diversify, preserve and grow funds consistent with a reasonable level of risk. Investment strategies shall emphasize protecting principal from inflation, interest rate and market risk while maximizing return. The following considerations will apply to the construction and on-going management of funds.

Financial Goal: Real growth of principal and income

Risk Tolerance: Moderate

Time Horizon: Long term to perpetual

Tax Status: Exempt

Investment Objective: Growth and Income

b. *Socially Responsible Investing*

ASI is committed to being a responsible investor. ASI supports the view that responsible management includes consideration of environmental, social, and governance issues and that such management must be practiced by companies in order to be included in the portfolio.

The [Investment Finance](#) Committee will have responsibility for determining what constitutes socially responsible investing. Should the [Investment Finance](#) Committee determine a company does not qualify for portfolio selection or retention, it shall forward its recommendation to the ASI Board of Directors for consideration. The Executive Director will communicate action taken to the investment manager.

Subject to this restriction, the investment manager will have sole responsibility for selecting portfolio companies in accordance with the investment objectives and guideline herein.

c. *Guidelines for Investments*

Assets of retirement funds will at all times be managed in compliance with all standards of the Employees Retirement Income Security Act. Invested funds will be managed on a total rate of return basis. Total rate of return consists of dividends, interest and any net increase/decrease in market value of the securities for the fiscal year. Distributions may be taken from income, principal or both. Risk shall be managed on an overall portfolio basis rather than by the security concerns of the individual security. Funds shall always be managed in such a manner as to protect principal from the impact of short and long-term inflation. Sufficient liquidity shall be maintained to accommodate necessary distributions.

Diversification

The investment manager will seek to diversify funds across asset classes, market sectors, and individual securities to reduce portfolio risk. The standards of the "Prudent Investor Rule" will apply to the selection of all securities.

d. *Asset Allocation*

Guideline asset allocation target and ranges are as follows:

	Range	Target
Cash	00 – 30%	05%
Fixed Income	30 – 60%	35%
Equity	30 – 70%	60%

The actual asset allocation, within ranges set by this policy, will be at the discretion of the investment manager.

Allowable Investments

Investment vehicles shall be limited to the following:

- Money market and cash equivalents
- Certificate of deposits
- U.S. Government agency obligations
- U.S. Treasury obligations
- Corporate investment grade bonds (BBB or better, Standard & Poor's)
- Corporate Commercial paper
- Mutual Funds and Exchange Traded Funds (ETFs)
- American Depository Receipts
- Mortgage backed instruments
- Common stock
- Preferred stock

e. Direction for Plan Portfolio Securities

Equities

The quality of equity securities may vary dependent on the objective for that security within an overall portfolio. However, at all times, standards of the prudent investor rule will apply when determining the minimum acceptable quality. Mutual funds of ETFs may be used when appropriate for diversification.

No issue shall comprise more than 10% of the equity portion of a portfolio or 5% of the total market value of a portfolio, whichever is larger.

An equity portfolio may be invested in a mix of large, medium, and small capitalization stocks and international securities. International equities shall not comprise more than 25% of an equity portfolio.

Fixed Income Securities

Nothing below investment grade bonds as defined by Moody's and Standard & Poor's will be utilized in a portfolio.

No issue shall comprise more than 10% of the fixed income portion of a portfolio or 5% of the market value of a total portfolio, whichever is larger except for US Treasury or government agency obligations, which have no concentration restrictions. Mutual funds of ETFs may be used when appropriate for diversification.

f. Guidelines for Transactions

Except under unusual circumstances, all transactions should be entered into on the basis of best execution, which means best realized net price.

g. Monitoring of Objectives and Performance

All objectives and policies are in effect until modified by the [Investment Finance](#) Committee who will review them with the investment manager at least annually for continued appropriateness. If at any time, the investment manager believes that any policy guideline inhibits investment performance, they shall communicate this view to the [Investment Finance](#) Committee.

The investment manager shall meet with the [Investment Finance](#) Committee to communicate investment strategy and market outlook at least annually or more frequently as desired by the [Investment Finance](#) Committee.

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The investment objective is to obtain a minimum total annual rate of 5% plus the rate of inflation. Recognizing the volatility of equities and securities, it is understood that this objective may not be met on an annual basis. However, it is expected to be achieved when measured over a longer period of time.

The investment manager is expected to produce a total annual return that exceeds the median of a universe of investments with similar average asset allocation objectives and risk profile. Accordingly, performance will be measured against established benchmarks. For equities this will be the Standard & Poor's 500 Index. For fixed income securities, the benchmark will be the appropriate Barclays U.S. Government/Credit 1-5 Year Index.

2. INVESTMENT OF WORKING CAPITAL FUNDS

The primary objectives of the investment of working capital are to provide:

- Safety and protection of funds.
- Appropriate liquidity of funds
- Maximum return on invested funds

In accordance, ASI shall limit its investment of working capital funds to the following institutions:

- Banks doing business in the State of California and whose accounts are fully insured by the Federal Deposit Insurance Corporation
- Savings & Loan Associations doing business in the State of California and whose accounts are fully insured by the Federal Savings & Loan Insurance Corporation
- Federal or State Credit Unions doing business in the State of California and whose accounts are fully insured by the National Credit Union Administration
- Trust accounts of the centralized California State Treasury System

At the beginning of each fiscal quarter, the ASI Executive Director shall report to the ASI Board of Directors the status of all invested funds to include the type, location, amount, and expected return on investments.

3. CHILDREN'S CENTER INVESTMENT ACCOUNT

a. Goals and Objectives

The Children's Center Investment Account shall be managed and invested as a specific ASI restricted account to enable ASI to financially serve a specific need of the present and future CSU Fullerton students, educational opportunities for expanded preschool careers and serve the campus community with quality daycare.

b. Investment and Administration

The Children's Center Investment Account shall be actively managed pursuant to this policy. The ASI Board of Directors empowers the [Finance & Investment](#) Committee to review status, accountability, and requests for withdrawals at regular meetings established at least semi-annually.

c. Purpose of Finance & Investment Committee

For the Children's Center Reserve, the [Finance & Investment](#) Committee shall:

- Review and evaluate investments made by an active investment manager,
- Select, annually, an investment manager,
- Evaluate and forward to the ASI Board of Directors its approval or disapproval of all withdrawal requests,
- Report annually to the ASI Board of Directors the status and projections of the financial condition of the Children's Center Reserve and assess and evaluate the projected capital needs of the Children's Center.

4. RESTRICTED SCHOLARSHIP INVESTMENT ACCOUNTS

This policy is designed to establish a procedure for the distribution of interest earned on restricted ASI Scholarship Accounts.

a. Interest Earned on ASI Restricted Scholarship Accounts

Each quarter the ASI [Controller-CFO](#) or designee shall compute earned interest for each restricted ASI Scholarship Account based on the current balance in each account. Accounting staff shall then credit the computed interest amounts to the appropriate accounts.

When the donor places limitations or restrictions on the use of the funds donated, ASI is governed by the intent of the donor (external donor); therefore, the funds must be expended for the purpose(s) indicated.

5. DEPOSIT OF ASI FUNDS/INVESTMENTS AND SIGNING AUTHORITY

The ASI Executive Director shall annually present to the ASI Board of Directors for its review and action a listing of the financial institutions with which ASI/TSC bank/investment accounts are held. Additionally, the Executive Director shall provide the names and titles of individuals proposed as authorized check signers on all such accounts.

6. RESERVES

To provide the Board of Directors with sufficient funds with which to address contingencies, emergencies, budgetary impacts; and, at the same time, to have adequate working capital to maintain programs, meet obligations, and other priorities of the Corporation, the Board establishes this policy.

The establishment and maintenance of fully funded, board-designated reserves is a high priority. The purpose of these reserves is to ensure the stability of the mission, programs, employment, and ongoing operations of ASI. Reserves are intended to provide an internal source of funds for situations such as a sudden increase in expenses, one-time unbudgeted expenses, unanticipated loss in funding, or the occurrence of catastrophic events. Reserves will be maintained for both the Associated Students fund and the Titan Student Centers fund as indicated below. The Board of Directors bases this policy on generally accepted good business practices and requirements for adequate reserves and capital as required in the Education Code, Section 89904 (b).

7. ASSOCIATED STUDENTS RESERVES

The following reserves will be maintained in the financial records and accounts of the Associated Students fund and will be funded from retained earnings. In the event any of the following reserves fall below their targeted reserve levels, the shortfall must be eliminated within a minimum of five years, with at least one fifth of the deficit balance being funded in the each of the fifth subsequent years' operating budgets, until the reserve is restored to the target balance. Modifications to this funding plan must be proposed by the Executive Director and approved by the Board of Directors no later than the last meeting of the fall semester.

a. Reserve for Catastrophic Events

The Reserve for Catastrophic Events will be maintained to satisfy insurance deductibles and self-insured retentions for possible claims made against the Associated Students. This reserve will be funded at an amount equivalent to the total cost of all specified deductibles and required retentions indicated in the annual "Summary of Insurance" provided by the California State University Risk Management Authority (CSURMA).

b. Reserve for Equipment Replacement

The Reserve for Equipment Replacement will be maintained to provide a funding source for the emergency replacement of furniture and equipment not funded in the annual operating budget of the Associated Students. This reserve will be maintained at an amount equivalent to the projected amount of depreciation expense for the coming fiscal year. This reserve will also be used to accumulate funds budgeted for capital expenditures that were not utilized in a given fiscal year.

c. Reserve for Loss of External Funding

The Reserve for Loss of External Funds will be maintained to provide for the organized transfer or termination of programs funded by multi-year grants and contracts in the event that a grant or contract is eliminated, cancelled, or not renewed. The target level for this reserve will be an amount equivalent to 50% of the total revenue received from all grants and contracts as reported in the most recent audited financial statements of the Associated Students fund.

d. Reserve for Working Capital

The Reserve for Working Capital will be maintained to provide cash on hand to meet operating expenditures during those times when expenditures may precede revenue. This reserve will be maintained at a level not to exceed 25% of the prior year's income from operations.

e. Reserve for Children's Center

The Reserve for [the Children's Center](#) will be maintained to insure there are funds for future repairs, replacements, and operation of the Children's Center physical structures, hardscape, and landscape, as well as the replacement of furniture, fixtures and equipment. The target for this reserve is to reach \$2,000,000 and to maintain at least that balance in perpetuity to meet the future projected capital expenses of the Children's Center. This objective may be increased as reevaluated by the [Investment-Finance](#) Committee and approved by the majority of the ASI Board of Directors.

8. TITAN STUDENT CENTERS RESERVES

a. Local Reserves

The following reserves will be maintained in the financial records and accounts of the Titan Student Centers fund and will be funded from retained earnings. In the event any of the following reserves fall below their targeted reserve levels, the shortfall must be eliminated within a minimum of five years, with at least one fifth of the deficit balance being funded in the each of the five subsequent years' operating budgets, until the reserve is restored to the target balance. Modifications to this funding plan must be proposed by the Executive Director and approved by the Board of Directors no later than the last meeting of the fall semester.

Reserve for Equipment Replacement

The Reserve for Equipment Replacement will be maintained to provide a funding source for the emergency replacement of furniture and equipment not funded in the annual operating budget of the Titan Student Centers. This reserve will be maintained at an amount equivalent to the projected amount of depreciation expense for the coming fiscal year. This reserve will also be used to accumulate budgeted capital expenditures not utilized in a given fiscal year.

b. University-Held Reserves

The Titan Student Centers Reserve Funds are governed under Executive Order 994, Critical Requirement Reserves, which states the campus is responsible for developing reserve policies that, at a minimum, address major maintenance, renovation projects, working capital, capital development for new projects, and catastrophic events. The establishment of the following reserves is intended to provide a mechanism for the maintenance and application of the TSC funds held by the University in a prudent and sustainable manner.

Reserve for Economic Uncertainty

The Reserve for Economic Uncertainty will be maintained to help manage the consequences of cyclical state recessions and to support year-to-year consistency in the operations of the Titan Student Union and Student Recreation Center. The target level for this reserve is to accumulate a minimum of three months, and a maximum of six months, of the annual operating budget for the TSU and SRC.

TSC Repair and Replacement Fund

The TSC Repair and Replacement Fund is established to provide for facility repairs and replacement of equipment and to provide a funding source for emergency and long-term repairs, deferred maintenance, and possible future expansion of Titan Student Centers facilities, which if entirely funded from an annual operating budget, would result in a significant deficit. Annual transfers will be made to this reserve at a minimum level of 5% of prior year's revenue from mandatory student fees.

TSC Catastrophic Fund

TSC Catastrophic Fund provides funding in the event of unanticipated events that may negatively impact operation of the TSC. Such a catastrophe could be the result of a natural disaster to structures, or damage to campus infrastructure that could result in temporary reduction in enrollment. The catastrophic fund should be maintained at a level equal to approximately 10% of the insurable value of TSC facilities, which would allow the organization to cover the deductible payment in case of a catastrophic event.

9. FUNDING RESERVES

Unless otherwise specified above, funding for reserves will be derived primarily from retained earnings. Should retained earnings be insufficient to fund reserves at the levels prescribed above, an allocation must be included in the following year's operating budget to add to the reserves. As determined appropriate by the Board of Directors, earnings from projected operations, student fees, and interest income may be designated to fund reserves. Allocations from the operating budget to reserves must continue until minimum target levels are reached.

10. ANNUAL REVIEW OF RESERVE FUNDING

a. Associated Students Reserves

Annually, following the independent audit, the Executive Director will submit recommendations for reserves funding and use to the [Finance](#) Committee for approval.

Upon approval from the Board of Directors, the reserves will be recorded into separate accounts on the financial records of ASI.

b. Titan Student Centers Reserves

Annually, during the budget process, the Executive Director will submit recommendations for reserves funding and use to the [Finance](#) Committee for approval.

Upon approval from the Board of Directors, the reserves will be recorded into separate accounts on the financial records of the TSC at the beginning of each fiscal year.

Expenditures from reserve accounts not identified during the annual budget process require the [Finance](#) Committee's and subsequently the Board of Directors' approval prior to implementing transactions.

Per CSU Chancellor's Office Executive Order 994, at a minimum of once every three years, each campus shall conduct an in-depth review to assess the adequacy of the reserves and the campus reserve policies applicable to the projects funded by debt, and shall make necessary adjustments and changes to account for changing conditions. For Major Maintenance and Repair/Capital Renovation and Upgrade Reserves,

the reviews should include formal studies of facility systems and necessary funding levels to cover all aspects of cost of replacement through the reserve-funding plan.

11. USE OF RESERVES

The Executive Director and staff will identify the need for use of reserves and confirm that the use is consistent with the purpose of the reserves as described in this policy. This will include an analysis of the reason for any shortfall, the availability of any other sources of funds before using reserves, and an evaluation of the time period that the funds will be needed and replenished.

a. Authority to Use Reserves

The Executive Director, in consultation with the Board of Directors, is delegated authority to use reserves for emergency projects requiring immediate attention. The use of reserves will be reported to the Board of Directors at their next scheduled meeting, accompanied by a description of the analysis and determination of the use of funds and plans for replenishment to restore the reserve fund to the target minimum amount. The use of reserves for any other purpose will require the approval of the Board of Directors by a 2/3 majority vote.

b. Reporting and Monitoring

The Executive Director is responsible for assuring that reserves are maintained and used only as described in this Policy. Upon approval for the use of reserves, the Executive Director will maintain records of the use of funds and plans for replenishment, if required. The Executive Director will provide regular reports to the Board of Directors on the progress made toward restoring reserves to their target minimum amount, if required.

12. ADMINISTRATION

The Executive Director is responsible for the administration, revision, interpretation, and application of this policy. This Policy will be reviewed by the Board of Directors at a minimum of every three years, or sooner if warranted by internal or external events or changes. Changes to the Policy will be recommended by the Executive Director to the Board of Directors. Any changes to the reserve target levels or to the methods for funding the reserves will require a 2/3 majority vote of the Board of Directors.

DATE APPROVED:	05/08/2018
DATE REVISED:	10/06/2020
DATE REVISED:	04/20/2021

ASI Bylaws & Policy Amendments 2024

Governance Committee

February 2024



**ASSOCIATED
STUDENTS INC**

CALIFORNIA STATE UNIVERSITY, FULLERTON™

Overview

- Bylaw Revisions
- Policy Revisions
 - ❖ Policy Concerning Board of Directors Operations
 - ❖ Policy Concerning Executive Officer Operations
 - ❖ Policy Concerning Reserves and Investments

Bylaw Revisions

- Article 1, Section 5 – Designated Member:
 - Adding the Academic Senate Representative, who has historically served on the Board.
- Article IV, Section 2, Clause 6 – Committees:
 - e.II ~ Amending the purpose of the Finance Committee to include corporate investment objectives.
 - e.IV ~ Amending the language regarding space allocation to current practice for the Facilities Committee.
 - f. ~ removal of the Children’s Center Standing Advisory Committee. All corporate requirements for the Children’s Center shall be delegated to the Standing Committees of the Board.

Bylaw Revisions Continued

- Article IV, Section 5, Clause 3 – Declaration of Vacancy:
 - a. ~ Clarification of student office holder, and attendance requirements.
 - Removing the requirement but strongly encouraging Board members to attend ICC meetings and focuses eligibility requirements on Board activities and attendance.

Bylaw Revisions Continued

- Article VI, Section 5 – Executive Officers:
 - Amending the Executive Officers positions by removing the appointed Chief Communications Officer position.
 - ASI will create new and innovative communication paid positions and academic internships in Marketing, Communication, and Design department by reassigning responsibilities for Student Government communication to the Marketing, Communication and Design department.

Policy Concerning Board of Directors Operations

- Amendments to reflect changes to ASI Bylaws:
 - Adding Investment Committee objectives and responsibilities to the Finance Committee.
 - Removal of the Children's Center Standing Advisory Committee.
 - Updating language for the Facilities Committee to clarify responsibilities based on current operations/practice.
 - Amend ASI Special Parking Privileges to reflect removing the Chief Communications Officer position.
- Miscellaneous revisions to address corrections and clarification.

Policy Concerning Executive Officers Operations

- Amendments to reflect changes to ASI Bylaws:
 - Adding language to reflect attendance requirements for Executive Officers
 - Amending Duties and Responsibilities for the Vice President to include oversight of the Community Engagement Commission, Governance Ambassadors, and the ASI Research Grants program; amending duties to remove oversight of Programming
 - Removal of the Duties and Responsibilities of the Chief Communications Officer

Policy Concerning Investments and Reserves

- Amendments to reflect changes to ASI Bylaws:
 - Change “Investment” Committee to Finance Committee
- Update the Asset Allocation Table format (no change to data)
- Update the Title of the ASI Controller to reflect the CFO

Student Government

CONTENT CREATORS

Department of Communication, Marketing, & Design (CMD)



THE STRATEGIST



THE COPYWRITER



THE VISUAL MEDIA SPECIALIST



THE SOCIAL MEDIA BUTTERFLY



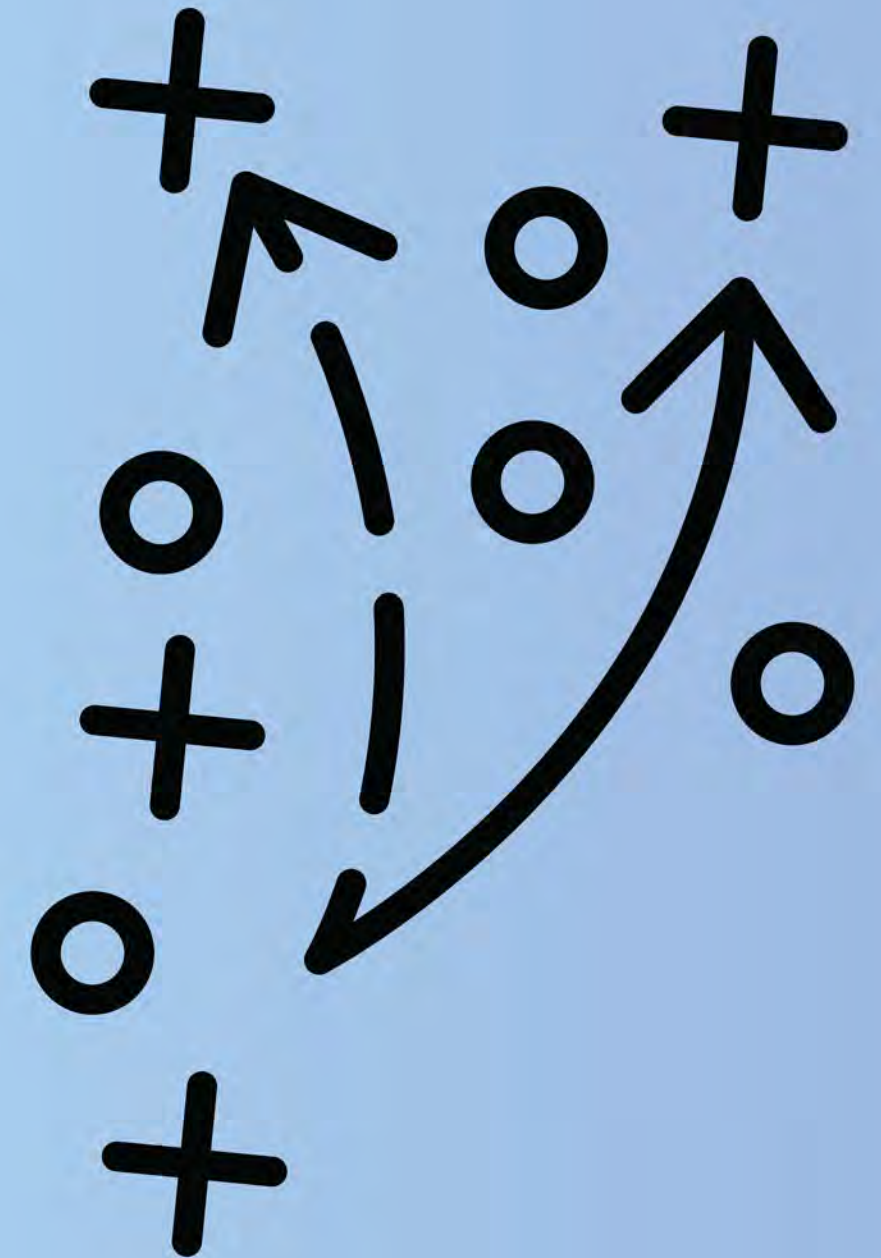
THE INTERN

Dedicated CMD roles to facilitate the work of Student Government.
All positions report to the Director of Organizational Communication and Outreach.

THE STRATEGIST

Department of Communication, Marketing, & Design (CMD)

- Meets with Student Government, ASI, and campus stakeholders to understand purpose and goals.
- Develops content strategies to communicate advocacy goals, programming, and initiatives effectively.
- Plans and edits content for multiple platforms.
- Identifies opportunities to generate leads and achieve goals; analyzes data on platforms and channels.
- Works closely with the team to ensure consistency in all communications.
- Estimated compensation: \$13,000-\$14,000/year.
- Comparable duties—CCO financial award: \$12,055



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THE COPYWRITER

Department of Communication, Marketing, & Design (CMD)

- Writes clear, compelling, and concise copy for various types of communications in service to the Student Government.
- Makes complex material accessible, digestible.
- Understands various audiences and platforms.
- Strategically uses language to fulfill purpose, maximize engagement, and achieve goals.
- Works closely with the team to ensure consistency in all communications.
- Copyedits, proofreads materials, and provides alt text.
- Estimated compensation: \$10,000-\$11,000
- Comparable duties—Communication Commissioner financial award: \$2,755



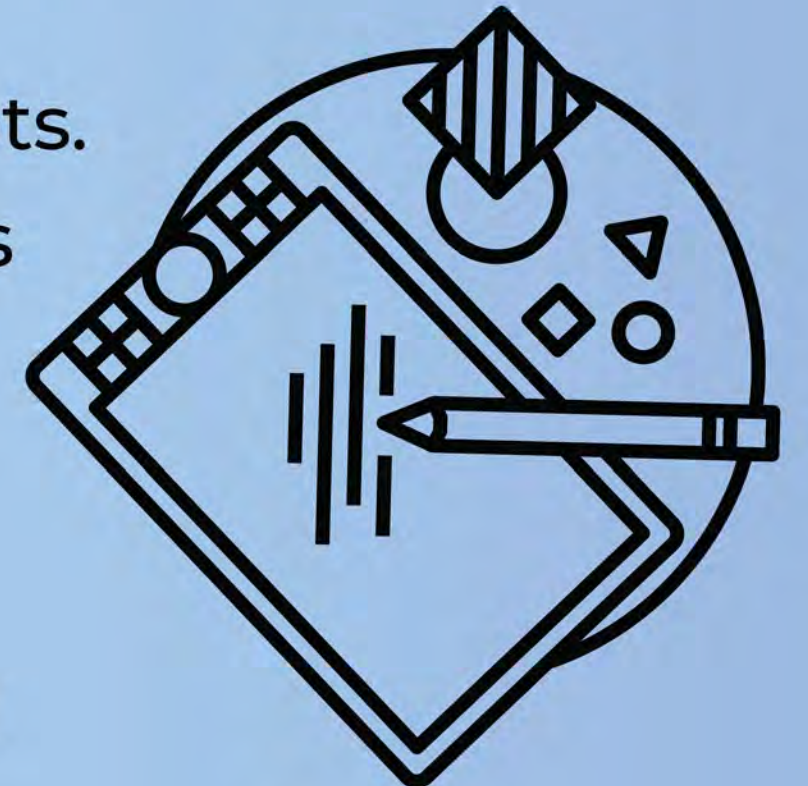
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THE VISUAL MEDIA SPECIALIST

Department of Communication, Marketing, & Design (CMD)

- Produce visual media, including audio, and video media assets.
- Skillfully creates and differentiates media to thrive on various platforms to achieve goals.
- Works closely with the team to ensure consistency in all communications.
- Edits photo and video, manages media archives, ensures ATI compliance.
- Estimated compensation: \$10,000-\$11,000
- Comparable duties—Communication Commissioner financial award: \$2,755



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THE SOCIAL MEDIA BUTTERFLY

Department of Communication, Marketing, & Design (CMD)

- Work on and off camera to manage social media schedule.
- Build an audience and increase engagement in support of events, policy positions, etc.
- Consult with organizers and thought leaders to effectively communicate and achieve goals.
- Works closely with the team to ensure consistency in all communications.
- Estimated compensation: \$10,000-\$11,000
- Comparable duties—Communication Commissioner financial award: \$2,755



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THE INTERNS

Department of Communication, Marketing, & Design (CMD)

- Students in their junior and senior years could fulfill their internship requirements on campus.
- Gain professional insights and explore various aspects of career interests as related to their academic course work and as determined by the College of Communications.
- Potentially put theories into practice while learning through a robust operation.
- Areas of exploration could include social media, visual media, copywriting, public relations, marketing, etc.
- Academic credit issued; unpaid.



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Student Government

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