



Governance Committee Meeting Minutes

Associated Students Inc., California State University, Fullerton

3/19/2026 2:30 PMPDT

@ ASI Boardroom, Titan Student Union

Meeting Details

Meeting Called By: Mahak Ahmad

Meeting Type: Regular

Meeting Attendees: Members, Staff, Public

CSU, Fullerton students, and members of the public may submit comments regarding any item posted on this agenda, or matters of importance to the student body through the [Public Comment Form](#). Comments will be reviewed by the Board Leadership, and submissions received prior to the meeting that are applicable to the governing body will be read during the meeting.

1. Call to Order (Ahmad)

Chair Ahmad called the meeting to order at 2:32 p.m.

2. Roll Call

Members Present: Ahmad, Camarillo, Quock, Romero, Valdez

Members Absent: None

Liaisons Present: Hesgard, Mendoza, Syed

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 end 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.

3. Approval of the Agenda

[Item 3 - gov 2026 03 19 age.pdf](#)

Motion:

The agenda was approved by unanimous consent.

Motion moved by Edwin Valdez and motion seconded by Luisa Camarillo.

4. Approval of Minutes

A. 03/05/2026 Governance Committee Meeting Minutes

Motion:

The 03/05/2026 Governance Committee Meeting Minutes were approved by unanimous consent.

Motion moved by Luca Romero and motion seconded by Luisa Camarillo.

5. Public Speakers

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

There were no public speakers.

6. Reports

A. Chair (Ahmad)

Chair Ahmad shared an update on a resolution recognizing Dean Kirtman as she transitions from her role as Dean of the College of Education back to teaching, noting that the resolution was nearly complete and under review by Academic Affairs, with plans to bring it to the committee soon. She also reminded members to take care of themselves with midterms approaching, encouraged them to reach out for support on their initiatives, and thanked them for their continued work. She concluded by reminding graduating members to pick up their regalia and wished everyone well.

B. Director of Student Government (Hesgard)

Chair Ahmad yielded to Rebecca Hesgard, ASI Director of Student Government. Hesgard reminded members to pick up their graduation regalia and celebrated the implementation of this new program recognizing student leaders and employees for their contributions. She thanked Andrea Okoh, ASI Assistant Director of Corporate Affairs for helping make it happen and acknowledged those who participated in recent ASI events, including the Children's Center 15-year celebration and Social Justice Week panels. She provided updates on upcoming initiatives such as scholarship grading, volunteer outreach for vice president candidates, ASI pop-up pantry events, and Career Week in April, emphasizing the importance of self-care and resource use. She encouraged members to stay organized, communicate about their initiatives, and take advantage of available support and campus resources as the semester progresses.

7. Time Certain

None

8. Unfinished Business

None

9. New Business

A. Action: Resolution to Approve Policy Concerning Conflict of Interest and Ethics (Ahmad)

The Committee will consider a Resolution to approve the Policy Concerning ASI Conflict of Interest and Ethics.

GOV 011 25/26 (Romero-m/Camarillo-s) A motion was made and seconded to establish the Policy concerning Conflict of Interest and Ethics.

Chair Ahmad yielded to Andrea Okoh, ASI Assistant Director of Corporate Affairs.

Okoh provided a brief overview of the proposed conflict of interest and ethics policy, explaining that it consolidated language from three existing policies to ensure consistency and uphold integrity for student leaders and staff. She outlined that the policy defined conflict of interest, fair dealing, ethics standards, and annual compliance requirements, including recertifications and record retention, and requested the board's approval.

Chair Ahmad opened the floor to questions.

There were no questions.

Chair Ahmad opened the floor to discussion.

There were no points of discussion.

The committee moved to a roll call vote.

Motion:

GOV 011 25/26 Roll Call Vote: 5-0-0. The motion to establish the Policy concerning Conflict of Interest and Ethics was adopted.

Motion moved by Luca Romero and motion seconded by Luisa Camarillo.

B. Discussion: Policy Concerning ASI Information Technology (Ahmad)

The Committee will discuss the Policy Concerning ASI Information Technology.

Chair Ahmad yielded to Andrea Okoh, ASI Assistant Director of Corporate Affairs.

Okoh presented a new policy on information security and data governance, explaining that it established a comprehensive framework for protecting ASI's data, ensuring legal and nonprofit compliance, and defining responsibilities for all stakeholders. She clarified that the Board of Directors retained ultimate oversight, while the system administrator managed implementation and testing, and staff handled daily operations. She outlined the classification of data into confidential, internal, and public levels, described access controls based on job duties, and emphasized secure handling of sensitive information, including use of ASI-owned devices and VPN for level-one data.

Chair Ahmad opened the floor to questions.

There were no questions.

Chair Ahmad opened the floor to discussion.

There were no points of discussion.

C. Discussion: Policy Concerning Board of Directors Operations (Ahmad)

The Committee will discuss the ASI Policy Concerning Board of Directors Operations.

Chair Ahmad yielded to Andrea Okoh, ASI Assistant Director of Corporate Affairs.

Okoh provided an update on the Board policy, explaining that the policy had been established to ensure that Board members perform their duties responsibly and ethically, similar to conflict of interest and ethics standards. She summarized the sections of the policy, including terms of office, Board responsibilities, committee composition, leadership, and meeting protocols. The main changes included removing the conflict of interest and ethics section, updating director responsibilities to use more generic language for councils, codifying office hours and locations as determined by deans, and clarifying HR oversight, which covers the executive director's performance evaluation, the CFO's salary, and the annual salary schedule. She also simplified contract oversight language, added a new personnel committee to handle HR matters before they go to the Board, and updated existing committees to remove outdated responsibilities and references, to make the language more current and general.

Chair Ahmad opened the floor to questions.

- Syed asked why a personnel committee had been created.

Okoh explained that the committee was established in response to an internal controls audit, which found that the Board's oversight of human resources had not been clearly

defined. She noted that while the bylaws addressed the executive director's hiring and performance, they did not cover salaries or HR matters for other ASI staff. The personnel committee was created to address this gap, provide an additional layer of compliance and checks, and allow in-depth review of matters such as the annual compensation survey before they reach the Board. She clarified that the Committee's work on personnel is separate from the broader ASI audits.

- Camarillo asked for clarification on why weekly office hours were now suggested to be determined by the dean and location.
Hesgard explained that the policy still requires Board members to hold one hour of office hours per week, which had not changed, and that meeting with the dean is a separate requirement. She acknowledged that the current draft of the policy had merged these two items incorrectly and said they would correct it in the next version.
- Syed asked whether the policy specifies the number of times Board members must meet with their dean or if it is determined by schedule.
Hesgard replied that while the intention is for each Board member to meet with their dean at least once per semester, the exact frequency may vary and would be determined by the dean.
- Quock asked whether the quantified office hour requirement would be communicated to the deans.
Okoh confirmed that once the policies are approved by the Committee and Board, they would be distributed to the deans, and specific sections would be shared as needed. Hesgard clarified that while office hours are intended to be publicly posted within each college, the dean does not determine their location, and the language in the policy would be adjusted in the next version to make this distinction clearer.
- Camarillo sought further clarification, confirming that Board members are still required to hold office hours, publish them on their college page, and communicate with their dean through one-on-one check-ins.
Hesgard added that if this detail is not yet in the policy, it would be included in the next version.

Chair Ahmad opened the floor to discussion.

- Syed recommended that the policy specify that Board members meet with their deans at least twice per semester. She explained that a single meeting per semester is insufficient for communicating student concerns, particularly with the growing focus on wellness, and emphasized that deans should also make time to meet with students. She invited input from others on this proposed amendment.
- Romero seconded Syed's recommendation to require at least two meetings per semester with deans. He added that, in practice, deans often provide very limited time sometimes as little as 15 minutes which is barely enough to cover agenda items. He emphasized the importance of ensuring these meetings allow student leaders to effectively communicate student concerns and receive updates from their deans.
- Camarillo added that, based on her experience, she meets with her dean about once a month for an hour and emphasized that these meetings are important opportunities to check in and discuss ongoing matters. She suggested that, if the policy is amended, someone from ASI should help ensure that these meetings are prioritized and recognized as valuable, even though deans are often very busy.

- Syed noted that with a new provost and an interim provost, ASI could help set clearer expectations for dean meetings. She acknowledged that while the policy cannot mandate a minimum meeting length, ASI leaders could present recommendations to Academic Senate and the provost to encourage deans to provide adequate time. She reiterated her recommendation to amend the policy to require ASI Board members to meet with their deans at least twice per semester.
- Quock asked for clarification on the process, confirming that the current discussion was for feedback and that any recommendations would return to the Board for a formal vote later. It was clarified that no motion or amendment needed to be made during this discussion, and the purpose was simply to suggest adjustments and clarifications before the policy is brought back for approval.
- Chair Ahmad added that while requiring Board members to meet with their deans at least twice per semester is important, it is equally important to hold deans accountable. She noted that experiences vary by college some deans are responsive and meet regularly, while others may reschedule frequently or make meetings difficult to attend.

D. Discussion: Policy Concerning Executive Officers Operations (Ahmad)

The Committee will discuss the ASI Policy Concerning Executive Officers Operations.

Chair Ahmad yielded to Andrea Okoh, ASI Assistant Director of Corporate Affairs.

Okoh explained that the new policy focuses on executive officers, president, vice president, and chiefs outlining their conduct, requirements, and duties. She summarized the main changes: the vice president's duties were updated to remove oversight of the community engagement commission, add support for governance ambassadors, and remove liaison responsibilities for ASI committees except for audit. The Chief Campus Relations Officer no longer makes recommendations for student appointments to university committees, as that responsibility now belongs to governance ambassadors. The chief inclusion and diversity officer's title was updated, and the community engagement commission was reassigned from the vice president to this role, along with updates regarding serving as the president's designee.

Chair Ahmad opened the floor to questions.

There were no questions.

Chair Ahmad opened the floor to discussion.

- Syed explained that she recommended moving the community engagement commission from the vice president to the Chief Diversity Officer. She noted that the vice president's duties had evolved significantly and adding the commission could create undue strain, while chiefs typically oversee two commissions each, making the reassignment more equitable. She also shared that she consulted with Board members Juan Salguero and Ava Montano, who were supportive, and that Ava highlighted the benefit for the Chief Diversity Officer to engage more directly with the community.
- Chair Ahmad sought for clarification about the policy language removing the vice president's standing officer role on all ASI committees except audit.
- Hesgard explained that currently only the ASI president and Board chair have standing seats on all committees, and the language was updated because the vice president had not been practicing this role and it was not required by the bylaws. She clarified that the ASI president will continue to hold a standing seat on all committees, and the change only affected the vice president's role.

10. Announcements & Member's Privilege

- Camarillo reminded everyone that HHD Week was taking place next week and encouraged attendance on any day.

11. Adjournment (Ahmad)

Chair Ahmad adjourned the meeting at 3:11 pm.



Mahak Ahmad
2026-04-18 15:38 UTC

Governance Committee Chair



Erika Perret-Martinez
2026-04-17 16:51 UTC

Recording Secretary

Roll Call 2025-2026

03/19/2026 Governance Committee Roll Call

Attendance			Board Members	
			Present	Absent
CHAIR/EDU	AHMAD	MAHAK	1	
HHD	CAMARILLO	LUISA	1	
CBE	QUOCK	SHAY	1	
COMM	ROMERO	LUCA	1	
HSS	VALDEZ	EDWIN	1	
			Present	Absent
			5	0

QUORUM 4
Majority 3

Attendance	Liaisons			Present	Absent
COR. STU GOV.	HESGARD	REBECCA		1	
ASI PRES. *	SYED	HANEEFAH		1	
ASI CHAIR *	MENDOZA	CESAR		1	
				Present	Absent
				3	0

*Recording Secretary: Erika Perret-Martinez

Pres Designee: Juan Salguero

Chair Designee: Cesar Mendoza

Roll Call Votes			008 Action: Resolution to Approve Policy Concerning Conflict of Interest and Ethics		
			Yes	No	Abstain
HHD	CAMARILLO	LUISA	1		
CBE	QUOCK	SHAY	1		
COMM	ROMERO	LUCA	1		
HSS	VALDEZ	EDWIN	1		
CHAIR/NSM	AHMAD	MAHAK	1		
			5	0	0



Policy Concerning Conflict of Interest and Ethics

Policy Review Schedule Update:

SPRING 2026:	Approved	Last Rev	Next Rev	Department	Committee Assign
ASI Elections	02/12/19	12/03/24	F 2025	SG	Governance
ASI Conflict of Interest	NEW		SP 2026	CA	Governance
ASI Information Technology	NEW		SP 2026	IT	Governance
Board of Directors Operations	09/05/17	06/01/24	SP 2026	SG - CA	Governance
Executive Officers Operations	03/19/19	05/02/23	SP 2026	SG	Governance
ASI Programming	02/11/20	05/03/22	SP 2026	SPE	Governance
Funding Provided to Students & Student Organizati	11/17/20	05/02/23	SP 2026	SG	Finance
Executive Senate???				SG	Governance
Performance Management	10/17/17	12/03/19	SP 2026	HR	Governance
Corporate Procurement??			SP 2026	FS	Finance
Asset Management	05/08/18	04/20/21	SP 2026	FS	Finance
Corporate Management	09/12/17		SP 2026	CA	Governance

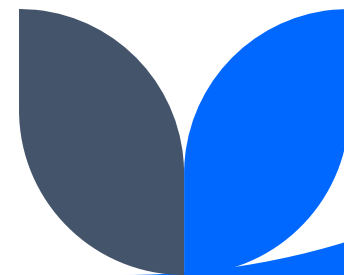


Purpose

The ASI Policy Concerning Conflict of Interest and Ethics ensures that Associated Students Inc., CSUF (ASI) operates with integrity as a 501c(3) by ensuring that student leaders and staff maintain the highest ethical standards.

Main Points:

Unified policy, Standards for the Board of Directors, Executive Officers, and ASI Staff



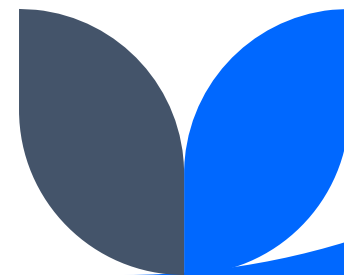
Policy Overview

- Standards
 - Board of Directors, Executive Officers, and Employees
- Non-Conflict of Interest and Ethics
- Laws and Regulations
- Fair Dealing
- Compliance
- Documentation



Proposed Policy Details

1. This policy takes language from the Board Operations, Executive Officer Operations, and Employee Conduct policy to create one uniform policy for the organization.
2. Compliance with California Educational Code, California Code of Regulations, Internal Controls Audit, CSU Auxiliary Organization policy, and IRS 501c(3) guidelines.
3. No change to the current language.



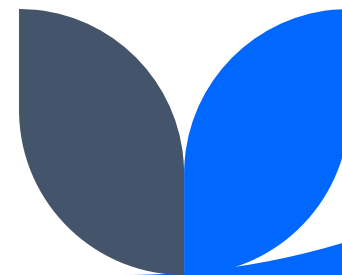
Proposed Policy Details

Non-Conflict of Interest Statement

- Signed by Board of Director members and Executive Officers at the start of their term.
- Signed by FT employees at hire and then annually during tenure.

Ethics

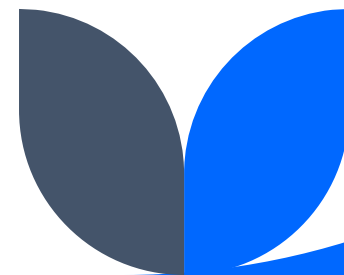
- Ethical Conduct guidelines
- Compliance with Laws and Regulations that govern ASI operations.
- Avoiding Conflict of Interest
- Fair Dealing



Proposed Policy Details

Compliance and Documentation

- Outlines the compliance guidelines that ASI follows as an organization.
- Record Retention information



Questions



CALIFORNIA STATE UNIVERSITY, FULLERTON™

**A RESOLUTION ESTABLISHING ASI POLICY CONCERNING CONFLICT OF INTEREST
AND ETHICS**

Sponsor: Mahak Ahmad, Chair, Governance Committee

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

WHEREAS, ASI is governed by ASI Board of Directors, sets policy for the organization, approves all funding allocations to programs and services, and advocates on behalf of student interests on committees and boards; and

WHEREAS, ASI corporate policy provides guidance for how ASI works to achieve the mission and goals of the organization; and

WHEREAS, ASI must operate with absolute integrity as a nonprofit public benefit corporation and an auxiliary of the California State University (CSU) system; and

WHEREAS, ASI integrates mandates from the Gloria Romero Open Meetings Act 2000, the California Education and Corporations Codes, the Nonprofit Integrity Act of 2004, and CSU Executive Order 1059 to ensure student leaders and staff maintain the highest ethical standards; and

WHEREAS, ASI requires a centralized policy to define standards for non-conflict of interest, fair dealing, and annual compliance certifications for the Board of Directors, Executive Officers, and employees; therefore let it be

RESOLVED, ASI approves ASI Policy Concerning Conflict of Interest and Ethics; and let it be finally

RESOLVED, that this resolution be distributed to the ASI Executive Director and applicable ASI departments for appropriate action.

Adopted by the Board of Directors of the Associated Students Inc., California State University, Fullerton on the seventh day of April in the year two thousand and twenty-six.

Chair, Board of Directors

Secretary, Board of Directors

POLICY CONCERNING CONFLICT OF INTEREST AND ETHICS

PURPOSE

This policy is established to ensure that the Associated Students Inc. (ASI) operates with absolute integrity as a 501(c)(3) nonprofit public benefit corporation and an auxiliary of the California State University (CSU) system. It integrates the mandates of the Gloria Romero Open Meetings Act, the California Education and Corporations Codes, the Nonprofit Integrity Act of 2004, and CSU Executive Order 1059 to ensure that student leaders and staff maintain the highest ethical standards.

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WHO SHOULD KNOW THIS POLICY

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

DEFINITIONS

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

Terms	Definitions
Conflict of Interest	Participating in or making decisions where a person's private or economic interests could reasonably be affected in a material way or impacted differently than other persons with the same association to the organization.
Director	As defined in Corporations Code Section 5047, "director" means a person who is a member of the governing board of the corporation. It does not include persons who possess the title of director but do not have the right to vote on the governing board.
Employee	A person hired by ASI for a wage of fixed payment in exchange for personnel services who does not provide the services as part of an independent business.
Executive Officer	The President, Vice President, Secretary, or Treasurer of the corporation, or other individuals serving in like capacities who assist in establishing corporate policy.
Financial Interests	A direct or indirect material financial gain resulting from a contract or transaction.
Member	Collectively refers to all officers, directors, employees, and volunteers of ASI in the performance of their duties or when perceived as representing ASI.
Nonpublic Information	Any information received by reason of membership or employment is not a matter of public record.
Self-Dealing Transaction	A transaction to which the ASI is a party and in which one or more of its directors has a material financial interest.
Statement of Compliance	An annual signed affirmation that a member has read the policy, understands the legal provisions of the Education Code, and has disclosed all potential conflicts.

STANDARDS

1. STANDARD FOR THE BOARD OF DIRECTORS, EXECUTIVE OFFICERS, AND EMPLOYEES

The Board of Directors is the primary governing body of ASI and holds ultimate fiduciary responsibility for the organization. Executive Officers are responsible for implementing Board policy and managing day-to-day operations. They are subject to specific role-based restrictions and public disclosure mandates. ASI expects all employees to adhere to professional conduct guidelines that protect the safety, security, and interests of the organization and the university community.

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 and Executive Officers 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 by the ASI Corporate Affairs department.

All Full-Time ASI Employees are required to submit a certification of non-conflict as outlined below:

This policy applies to all officers, directors, employees and volunteers of the ASI (collectively referred to herein as "members" or "member") who engage in any procurement activity involving funds of the Associated Students, CSUF, Inc. 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, of more than token value, from vendors, suppliers, and customers.

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

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

This Non-Conflict of Interest Statement shall be submitted at the time of employment and then again annually at the beginning of every fiscal year. Statements shall be retained by the ASI Human Resources department.

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.

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. COMPLIANCE AND DOCUMENTATION

a. Annual Certifications

All Board members and Executive Officers must submit the following signed statement upon assuming official duties and annually thereafter by July 1:

"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."

All ASI Employees will receive a copy of this policy and indicate with his/her signature that he/she has read and understood the policy on an annual basis. The signed statement will be kept on file in the ASI Human Resources Office.

b. Record Retention

All signed Statement of Compliance forms, conflict-of-interest agreements, and ethics disclosures shall be retained in the ASI Student Government Office (for Board Members and Executive Officers) and ASI Human Resources (for ASI Employees) for a minimum of seven (7) years.

DATE APPROVED:

DATE REVISED:



Policy Concerning Information Security and Data Governance

Purpose

- Establish a Comprehensive Framework
- Protecting ASI's Information Assets
- Organizational Compliance
- Legal Adherence



Policy Overview

- Governance and Oversight
- Information Security Standards
- Legal and Non-Profit Compliance
- Personnel and Workplace Security
- Mobile Devices and Remote Access Eligibility
- Enforcement



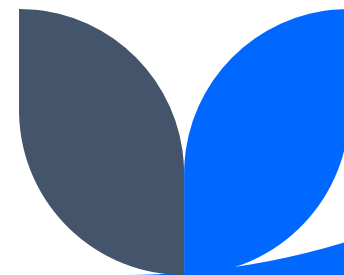
Proposed Policy Details

1. Applies to all ASI stakeholders, including Management, Staff, Student Leaders, Volunteers, and Budget Area Administrators
2. ASI System Administrator is responsible for the implementation, testing, and ongoing assessment of security procedures
3. Daily management is delegated to staff, but the BOD retains ultimate legal responsibility for the organization's actions and security posture
4. Directors are expected to make reasonable inquiries, particularly regarding security audit findings or technical vulnerabilities



Proposed Policy Details

1. Adopting CSU standards to classify data into Level 1 (Confidential), Level 2 (Internal Use), and Level 3 (Public)
2. Access is granted based on “essential duties” and requires departmental approval
3. Level 1 data is strictly prohibited on personal devices or unencrypted email
4. VPN access requires the use of ASI-owned equipment to protect network integrity



Questions

POLICY CONCERNING INFORMATION SECURITY AND DATA GOVERNANCE

PURPOSE

The following policy is intended to establish a comprehensive framework for the protection of Information Assets and the fulfillment of fiduciary duties by the Board of Directors of Associated Students Inc., California State University, Fullerton (ASI). Adherence to these regulations is necessary to ensure the organization remains in "Good Standing" with the University, protects student and donor privacy, and complies with all applicable California and Federal statutes.

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WHO SHOULD KNOW THIS POLICY

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

DEFINITIONS

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

Terms	Definitions
Auxiliary Organization	A nonprofit entity, legally separate from the CSU, organized to provide essential services to the campus and governed by California Education Code §89900 et seq..
CSU Data Level 1	Confidential information where unauthorized disclosure could result in severe damage to the CSU or individuals (e.g., SSNs, medical records, credit card data).
CSU Data Level 2	Internal Use information that is not public but carries moderate risk if disclosed (e.g., student IDs, employee home addresses).
CSU Data Level 3	Information intended for public disclosure or designated as publicly available.
Fiduciary Duty	The legal obligation of Directors to act with "Duty of Care" (prudence) and "Duty of Loyalty" (in the organization's best interest).
Education Records	Records directly related to a student and maintained by an institution or a party acting for the institution (FERPA).
Information Assets	Any technical resource, including hardware, software, network systems, and the data contained therein, owned or managed by the CSU or the Auxiliary.

STANDARDS

1. GOVERNANCE AND OVERSIGHT

a. Board of Directors Authority:

The Board of Directors is the governing body responsible for the ultimate direction of the organization's affairs. While management is delegated to professional staff under Corporations Code §5210, the Board retains ultimate legal responsibility for the organization's actions and inactions

b. Board Responsibility:

In performing their duties, directors are entitled to rely on information, opinions, reports, or statements prepared by ASI officers, employees, legal counsel, or independent accountants, provided the director acts in good faith and without knowledge that would cause such reliance to be unwarranted.

c. Duty of Inquiry:

Directors are required to make reasonable inquiries when circumstances indicate a need, such as following up on security audit findings or technical vulnerabilities.

d. Administration

The ASI System Administrator is responsible for the administration, revision, interpretation, and application of this policy. They will periodically evaluate, test, and adjust the information security and data governance program to validate that equipment and systems function properly and produce the desired results. The ASI System Administrator will perform ongoing assessments to ensure that employees follow written procedures for information security and data governance.

2. INFORMATION SECURITY STANDARDS (CSU Information Security Policy and Standards)

a. Adoption of Standards:

ASI has adopted the CSU Information Security Policy and Standards (formerly ICSUAM 8000) and its associated ISO-aligned domains as its primary security framework.

b. Asset Management:

All ASI data must be classified according to the CSU Data Classification Standard. Inventories of assets containing Level 1 or Level 2 data must be maintained throughout their lifecycle.

c. Access Control:

1. User Access Control

ASI will grant access to information assets to its employees, student leaders, and volunteers when required for the performance of their essential duties and responsibilities. Access to specialized software such as accounting or human resources information systems will be provided to users with a documented need. All such users will complete an ASI Help Desk ticket regarding access. The IT Department will get the approval of the department head before granting access. All ASI computers must be authenticated clients of the campus network. All ASI users must log into the campus domain using their valid CSUF email account.

2. Software

ASI will install the necessary operating system and basic software applications on all workstations. In addition, ASI will install software purchased by various departments within ASI that is necessary for work-related purposes. It is the responsibility of the ASI Information Technology Department to ensure that applicable licensing requirements have been met.

Downloading software is restricted to specific user groups. If software applications are needed for day-to-day business, the User should contact the IT Department or submit a request on the ASI IT Helpdesk.

3. LEGAL AND NON-PROFIT COMPLIANCE

a. Privacy of Information:

ASI shall implement "reasonable security procedures" to protect personal information from unauthorized access, as required by California Civil Code §1798.81.5.

b. Records Retention:

ASI shall follow the CSU Systemwide Records Retention and Disposition Schedules. Electronic and paper files must be properly handled during leadership transitions to prevent unauthorized destruction. ASI is a nonprofit public benefit corporation and must comply with restrictions on transactions involving directors with

material financial interests. ASI maintains its Record Retention and Document Management through the ASI Policy Concerning Corporate Management.

4. PERSONNEL AND WORKPLACE SECURITY

a. Background Checks:

Background checks are mandatory for any position (staff, student leader, or volunteer) with access to Level 1 Data or sensitive Information Assets.

b. Security Training:

All users with access to ASI/CSU Information Assets must complete annual Information Security Awareness training.

c. Separation of Duties:

Management shall ensure a proper separation of duties to prevent any single individual from having unchecked authority over sensitive financial or data.

5. MOBILE DEVICES AND REMOTE ACCESS ELIGIBILITY

a. Data Security:

All mobile devices provided to employees for ASI business are handled through CSUF Information Technology and follow the CSUF IT rules and regulations. The devices must be password protected. Confidential information (Level 1) must not be stored on personal devices or transmitted via unencrypted email.

b. Remote Access Eligibility

If the participating employee's job activities require access to campus via Virtual Private Network (VPN), the participating employee is required to use ASI-owned computer equipment, in order to protect the integrity of the campus network. Level 1 or Level 2 information may not be stored on non-ASI owned portable computing devices.

Equipment used by the participating employee to connect via VPN must be reviewed by the ASI Information Technology department and approved in writing by ASI System Administrator. ASI Employees must take reasonable precautions to ensure that their devices (e.g., computers, tablets, smart phones, etc.) are secure before connecting remotely to ASI information assets and must close or secure connections to campus desktop or system resources (i.e., remote desktop, virtual private network connections, etc.) once they have completed ASI-related activities or when the asset is left unattended.

c. Severance of Service:

Upon separation or end of an elected term, all organization-owned hardware must be returned to the Information Technology department.

6. ENFORCEMENT

Failure to comply with this policy may result in disciplinary action, personal liability for Directors under the Corporations Code in cases of gross negligence, or the removal of the Auxiliary's "Good Standing" status.

DATE APPROVED:

DATE REVISED:



Policy Concerning Board of Director 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.



Policy Overview

- Terms of Office
- Responsibilities of the Board
- Composition and Duties of Committees
- Board Leadership
- Board Meeting Protocols



Proposed Policy Updates

1. Conflict of Interest and Ethics language removed and moved to the Policy Concerning Conflict of Interest and Ethics.
2. Small updates to the Director Responsibilities making the council participation less specific and updates to office hours and locations determined by the Dean
3. Outlines HR Oversight
4. Updated the Contract Oversight Language



Proposed Policy Details

1. Personnel Committee being added
 1. ASI President, Vice President and BOD Chair, HR Director, and Executive Director
 2. Will discuss the HR oversight of the organization before items come to the board.
 3. Will meet at least once a semester.
2. Program Assessment Committee Update
 1. Acquisitions for ASI art collection.
 2. Level 1 data is strictly prohibited on personal devices or unencrypted email
3. Updated specific committee to be changed to funded councils and funding councils
4. Removal of AICA references in multiple sections due to move to Executive Senate



Questions

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

- Budget Area Administrators
- Management Personnel
- Supervisors
- Elected/Appointed Officers
- Volunteers
- Grant Recipients
- Staff
- 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. BOARD CONDUCT

All members of the Board of Directors are required to adhere to the standards of conduct outlined in the [ASI Policy Concerning Conflict of Interest and Ethics](#). This comprehensive policy incorporates previous board-specific mandates, including the mandatory Certification of Non-Conflict of Interest (as required by [California Education Code](#)), strict adherence to anti-discrimination and confidentiality protocols, and the commitment to fair dealing and professional respect in all ASI-related interactions. Detailed procedures regarding recusal, gift limitations, and public disclosures are maintained within that policy to ensure organizational integrity and legal compliance.

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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-cultural 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.a. 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-b. 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-c. 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 Executive Senate Council 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);~~

- ~~o National Pan-Hellenic Council (NPHC);~~
- ~~o PanHellenic Council (PHC), and~~
- ~~o Multicultural Greek Council (MGC)~~
- ~~o South West Asian North African ICC (SWANA ICC);~~

- Attend their college's Inter-club council meetings.
 - o 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.
 - o These hours shall be posted on [the ASI website and in a designated location within](#) their respective college's [as determined by their Dean bulletin board and outside the Board of Directors' office](#).
- Report to the Board on issues and concerns from their college.
 - o Two college reports will be scheduled during regular Board of Directors meetings beginning the 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.](#)
- [Attending mandatory leadership training dates and meetings throughout the duration of their term.](#)
- [Human Resources Oversight including:](#)
 - o [Executive Director hiring, performance management, and compensation](#)
 - o [Chief Financial Officer compensation](#)
 - o [ASI employee compensation review \(annual compensation review\)](#)
 - o [ASI employee cost of living adjustments](#)

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Each Board member shall not:

- Serve as another elected or appointed position within ASI or as leadership [\(Chair or Financial Officer\)](#) 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):
 - o Absence due to scheduled classes are not excused.
 - o 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:
 - o 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 Board of Directors delegates to the Executive Director (ED) the authority to execute legal contracts on behalf of the Board, provided the individual contract value does not exceed \$500,000. The ED is authorized to further delegate signature authority to specific management personnel in accordance with the ASI Policy Concerning Corporate Procurement. 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.~~

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 at the next regularly scheduled meeting, or as timely as possible](#). 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
- [Facilities Committee](#)
- [Personnel Committee](#)

- Programs Assessment 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 eChair 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 onon-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 aAudit eCommittee, 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 a minimum of no more than four directors and the Board of Directors Treasurer. The Finance Committee makes recommendations on financial matters and all policyies 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 a minimum of four directors and the Board of Directors Vice Chair. The Governance Committee makes recommendations concerning policy, Bylaws, and the Articles of Incorporation to the Board. The 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-fall](#) 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. 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, [capital requests](#), and facility operating policy. The Secretary will chair the Facilities Committee.

The Facilities Committee will meet monthly during the academic year.

g. Personnel Committee

The purpose of the Personnel Committee is to provide HR oversight for the organization regarding: (1) the recruitment, compensation, and performance management of the ASI Executive Director; (2) the compensation of the Chief Financial Officer (CFO); (3) the annual classification and compensation report or annual ASI compensation review; (4) the annual cost of living adjustment for ASI employees.

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The Personnel Committee shall be composed of the ASI President, ASI Vice President, and Board of Directors Chair. The Executive Director and HR Director will serve as non-voting advisors to the committee. The Board of Directors Chair shall chair the Personnel Committee.

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The Personnel Committee shall meet as needed, at least once during each semester of the academic year.

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g-h. Programs Assessment Committee

The Programs Assessment Committee shall be composed of 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 committee 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:

- 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, ~~and 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, and funded and funding councils

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, 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 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 Directors to grant approvals to required items that are routine, procedural, and likely to be noncontroversial. A consent calendar may be presented by the ~~b~~Board or ~~c~~Committee ~~e~~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/Items](#) for consideration on the consent calendar must be provided in advance of the meeting. The [eChair](#) determines whether an item belongs on the consent agenda.

9. CLOSED SESSION

The Board or [eCommittees](#) 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 [eCommittee](#), 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 [eCommittee](#), 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 [eCommittees](#) 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 permit](#) 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 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~~ ~~revoked 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.

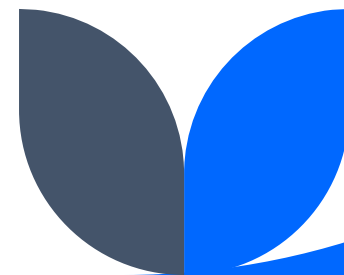
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DATE REVISED:	05/08/2018
	12/04/2018
	03/26/2019
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Policy Concerning Executive Officer Operations

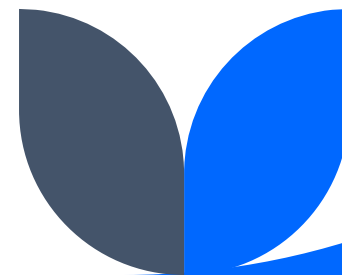
Purpose

- 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.



Policy Overview

- Terms of Office
- Responsibilities of Positions
 - President
 - Vice President
 - Chief Campus Relations Officer
 - Chief Communications Officer
 - Chief Governmental Officer
 - Chief Inclusion and Diversity Officer
 - President-Elect



Proposed Policy Updates

1. Duties of the Vice President Updated
 1. Removed Community Engagement Commission
 2. Added guidance and support of the Governance Ambassadors
 3. Removed standing liaison officer of all ASI committees except audit
2. Duties of the Chief Campus Relations Officer
 1. Removed recommendations to the president to appoint students to university wide committees and search committee
 2. Removed oversight of the President Appointee Commission
3. Duties of the Chief Inclusion and Diversity Officer
 1. Updated HRIE's name
 2. Added the Community Engagement Commission
 3. Updated language about serving as the ASI president's designee

Questions

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.

POLICY CONCERNING EXECUTIVE OFFICERS OPERATIONS 1

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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 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

All members of the Executive Officers are required to adhere to the standards of conduct outlined in the ASI Policy Concerning Conflict of Interest and Ethics. This comprehensive policy incorporates previous board-specific mandates, including the mandatory Certification of Non-Conflict of Interest (as required by California Education Code), strict adherence to anti-discrimination and confidentiality protocols, and the commitment to fair dealing and professional respect in all ASI-related interactions. Detailed procedures regarding recusal, gift limitations, and public disclosures are maintained within that policy to ensure organizational integrity and legal compliance.

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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~~~~privileges~~, nor shall they be counted in quorum.

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

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- 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.

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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-Cal State 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
- Provides guidance and support to the ASI Governance Ambassador program
- Oversees ASI programs:
 - Association for InterCultural Awareness and Programming Board
- Chairs the Executive Senate
- ~~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

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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.

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.

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 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.

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](#)[Inclusive Excellence \(HDR|HRIE\)](#) Division, [WoMen's and Adult Reentry Center](#), Veterans Resource Center, Male Success Initiative, Disability Support Services, and any campus departments that serve historically marginalized communities
- Facilitates on-campus social justice advocacy initiatives, such as the Roundtable Project
- [Leads the Social Justice & Equity Commission](#)
- [Oversees the Community Engagement Commission](#)
- Assess programming practices within ASI to ensure values of diversity, inclusion, equity, and social justice components are properly upheld
- [May serve as the](#) 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.

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
	06/01/2024