# CSSA CAL STATE STUDENT ASSOCIATION

2020/2021 Constitution

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# The Constitution of the California State Student Association

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# Article I: Name

## Section 1: Name

- A) The name of this association shall be the "California State Student Association."
- B) The association may also be referred to as the "Cal State Student Association," or "CSSA."

# Article II: Mission and Purpose

#### Section 1: Mission

A) The Mission of CSSA shall be:

"The Cal State Student Association (CSSA), as a student-led organization, strives to improve the lives of California State University (CSU) students by advocating for student needs and engaging students in systemwide, state, and federal higher education policymaking."

## Section 2: Purpose

A) The Purpose of CSSA shall be:

"To foster and coordinate communication among California State University (CSU) campus student associations to develop unity in addressing campus and statewide issues affecting CSU students and the CSU system."

## Section 3: Values

- A) The values of CSSA shall be:
  - Social Justice & Educational Equity: CSSA will pursue its mission guided by the belief that social injustices resulting from various forms of oppression must be addressed by ensuring that the CSU and systems that influence outcomes for CSU students are justly organized to remove barriers to success for underserved and marginalized communities.
  - Servant Leadership: CSSA will pursue its mission guided by the belief that our purpose in our leadership roles is to serve the communities to which we belong with empathy and care.
  - iii) Stewardship: CSSA will pursue its mission through the responsible and prudent management of human and financial resources entrusted to us by CSU students through the Student Involvement & Representation Fee (SIRF).

# Article III: Non-Profit Status

Section 1: <u>Non-Profit Status</u>

- A) CSSA shall be organized and operate in accordance with 501(c)(3) of the Internal Revenue Code (IRC), or the corresponding section of any future federal tax code.
- B) CSSA is not organized for, nor shall it be operated for, pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to its members or to any private individual.

# Article IV: Relationship to External Bodies

Section 1: Associated Students Organizations

- A) Student Governments
  - i) The student body government recognized by each California State University (CSU) campus, as defined in the *California Code of Regulations, Title 5*, shall hereafter be referred to as an "Associated Students organization."
- B) Autonomy
  - i) CSSA shall have no authority over those matters delegated to each campus Associated Students organizations granted by the State, the CSU Chancellor, the CSU Board of Trustees, or their respective campus.
- C) Power of Appointment
  - Associated Students organizations shall have the authority to authorize Governing Members from their respective campuses.
- D) Support
  - i) CSSA Officers and employees, upon request and availability, shall provide Associated Students organizations with special assistance, analysis, and support with relevant issues within the scope of CSSA.

## Section 2: <u>CSU Office of the Chancellor</u>

- A) Auxiliary Status
  - i) In accordance with *California Education Code, Title 3.*, CSSA is deemed as an auxiliary of the CSU Office of the Chancellor Office and shall be in compliance with relevant policies and codes that are applicable to similar auxiliary organizations.
  - ii) CSSA shall co-author an Operating Agreement and Memorandum of Understanding with the CSU Office of the Chancellor to outline the contractual and required relationship between the two organizations on legal, personnel, and compliance related matters.
- B) Employee Relationship to the CSU Office of the Chancellor

- i) CSSA shall employ contracted management, professional, and support staff positions from the CSU Office of the Chancellor's to assist the CSSA Board of Directors in carrying out its mission, programs, and initiatives.
- ii) All CSSA staff shall be contracted employees of the CSU that are responsible for serving the interests of the CSSA Board of Directors in compliance with applicable laws and applicable CSU policies that are applied to comparable auxiliary organizations.
- iii) All CSSA employees contracted through the CSU Office of the Chancellor shall be assigned solely for the service of CSSA and are ultimately accountable to the CSSA Board of Directors.
- iv) CSSA shall maintain a contractual agreement with the CSU Office of the Chancellor, requiring CSSA employees be classified as state employees.
- v) This relationship is stipulated in the standing CSU/CSSA Operating Agreement and Memorandum of Understanding. This relationship does not include unnecessary oversight of CSSA employees from the CSU Office of the Chancellor administration, nor does it prevent the CSSA Board of Directors from being the body assigning, monitoring, and assessing employee functions.
- vi) Employees of the CSU Office of the Chancellor assigned to provide services to CSSA, shall report to the CSU Office of the Chancellor's designee Chancellor in consultation with the CSSA President as an indirect reporting line.
- vii) The CSSA President may address services directly with the Director of Student Programs, Student Academic Support, Academic Affairs.
- viii) The CSSA President shall have the authority to address services directly with the CSU Director of Student Programs, Student Academic Support, Academic Affairs, bimonthly, as requested.
- ix) In order to retain necessary flexibility in policy administration, the CSSA Board of Directors shall reserve the right to revise, rescind and/or supplement any policies, procedures and/or benefits described in the CSU/CSSA Operating Agreement and Memorandum of Understanding, without notice whenever the CSSA Board of Directors determines such action is warranted. Said revisions

should remain consistent with state employment practices governing CSU employees, CSU policies, and signed agreements between CSSA and the CSU.

- x) The CSSA Board of Directors, through the CSSA President and CSSA Executive Committee, shall have the authority and responsibility to prescribe necessary functions, administer policies, and programs as they pertain to the contractual employment needs of CSSA.
- xi) CSSA student representation shall be present in the recruitment, retention, and separation of CSU contracted employees assigned to CSSA.
- xii) The CSSA Board of Directors has the authority to request removal, appointment, and assessment, and other significant personnel and/or fiscal changes to the Office of the Chancellor.
- xiii) Significant changes to contracted employee status must be reported to the CSSA Board of Directors through the CSSA President and Executive Director.
- xiv) The CSSA Board of Directors shall have the final authority to request the appointment, removal, and otherwise affect the employment status of the services provided by the CSU of its Executive Director.
- xv) At two times a year, the CSU Director of Student Programs shall meet with the CSSA Executive Committee or their designees to review service levels provided by the CSU Office of the Chancellor and address changes required to fulfill obligations under the CSU/CSSA Operating Agreement and Memorandum of Understanding.
- xvi) The CSSA Executive Committee and the CSSA Board of Directors shall empower the CSSA President to consult with Executive Director, CSU Director of Student Engagement, and CSU Human Resources regarding levels of contracted service provided by the CSU to CSSA, and shall present the CSSA Board of Directors with relevant information regarding the status of personnel matters through the Executive Committee.
- C) Executive Director

- i) The Executive Director shall report directly to the CSU Director of Student Programs, Student Academic Support, Academic Affairs, in consultation with the CSSA President as an indirect reporting line.
- ii) The Executive Director will directly oversee and supervise CSU employees assigned to provide services to CSSA.
- iii) The CSSA President shall collaborate with the Executive Director to establish objectives each fiscal year in conjunction with the Director of Student Engagement.
- iv) Based on collected student feedback, the CSSA President shall contribute to the administering of the annual performance review of the Executive Director in conjunction with the CSU Director of Student Engagement and the CSU Office of the Chancellor's review processes.
- D) CSSA Autonomy
  - i) The CSSA Board of Directors shall maintain autonomy from the CSU Office of the Chancellor in the stances it takes; the work it carries out through the CSSA Board of Directors and its membership and contracted employees; and in accordance with its mission, values and constitution to the extent permitted by applicable laws and CSU auxiliary policies.
  - ii) Should the CSSA Board of Directors deem that such independence has been violated, the CSSA Board of Directors and/or the CSSA President shall request a review of the standing CSSA/CSU Operating Agreement and Memorandum of Understanding by the Internal Affairs Committee.
  - iii) Findings of the CSSA Internal Affairs Committee's review shall be presented to the CSSA Board of Directors by the CSSA Chair.

# Article V: Membership and Representation

Section 1: Classifications

- A) The two classifications of membership shall be:
  - i) General Membership, and
  - ii) Governing Membership.

## Section 2: <u>General Membership</u>

- A) Composition of the General Membership
  - i) The General Membership shall be comprised of every student enrolled at the CSU.
  - ii) Individual members of the General Membership shall hereafter be referred to as a "General Member."
- B) Requirements of General Members
  - i) A General Member shall maintain enrollment at the CSU.
- C) Obtaining General Membership
  - i) General Membership shall be immediately granted to an individual upon student enrollment status at a CSU campus.
- D) Term of General Members
  - i) The term of a General Member shall be the duration of their enrollment at a CSU campus.

## Section 3: <u>Governing Membership</u>

- A) Composition of the Governing Membership
  - i) The Governing Membership shall be comprised of no more than four individuals from each CSU campus
  - ii) Individual members of the Governing Membership shall hereafter be referred to as a "Governing Member."
- B) Member Requirements
  - i) Each Governing Member shall meet the external requirements as prescribed by the:
    - a) CSU Office of the Chancellor,
    - b) University President of their respective campus or their designee, and

- c) Associated Students organization of the Governing Member's respective campus.
- ii) Each Governing Member shall maintain General Membership at their respective campus.
- C) Obtaining Membership
  - i) A Governing Member shall obtain membership upon the Chair's receipt of authorization from their respective Associated Students organization.
- D) Term
  - i) The term of Governing Members shall be one year, from June 1 to May 31.

#### Section 4: <u>Representation</u>

 A) The General Membership shall be represented by all Governing Members and Officers.

Section 5: <u>Recall of Governing Members</u>

- A) Authority
  - i) The CSSA Board of Directors has the unilateral authority, in compliance with its governing rules, to remove any Governing Member from their position
  - ii) An Associated Students organization has the unilateral authority to remove a Governing Member appointed from their respective campus.
- B) Recall Procedure
  - i) An Associated Students organizations shall only recall a Governing Member by written notice to the Chair from the Governing Member's respective:
    - a) Associated Students organization President, or
    - b) Associated Students organization professional staff.
  - ii) The CSSA Board of Directors shall only recall a Governing Member by:
    - a) the recommendation of the CSSA Internal Affairs Committee, followed by
    - b) an affirmative vote of two-thirds by the CSSA Board of Directors.
    - c) The recall of a Governing Member shall be treated as an agenda item in compliance with the agenda submission policy.
  - iii) Consideration of the recall of a Governing Member shall be treated as an agenda item, in compliance with the agenda policy.

- iv) A recalled Governing Member shall immediately vacate the position upon the affirmative recall vote of the CSSA Board of Directors.
- C) Cause for Removal
  - A Governing Member shall only be recalled from their position by the CSSA Board of Directors for one or more of the following:
    - a) ineligibility as outlined in the CSSA Constitution,
    - b) dereliction of duties,
    - c) abuse of power, and/or
    - d) other misconduct that calls into question their fitness to serve.

## **Article VI: Board of Directors**

#### Section 1: <u>Powers and Authority</u>

- A) The powers and authority of CSSA shall be vested in the Board of Directors, hereinafter referred to as "the Board."
- B) No powers or authority shall be granted to any other body or individual unless explicitly stated or granted by the Board.

## Section 2: <u>Composition</u>

- A) The 25 members of the Board shall be:
  - i) the CSSA Chair,
  - ii) the CSSA President as a non-voting member, and
  - iii) 23 Directors, one each CSU campus.
- B) The Presiding Officer shall be the CSSA Chair
- C) The Vice Chair shall be the CSSA President.

## Section 3: <u>Requirements</u>

- A) A Director shall be:
  - i) a Governing Member, and
  - ii) authorized by their respective Associated Students organization to serve as a member of the Board.

## Section 4: Obtaining Membership

A) Directors shall obtain membership upon the receipt and verification of written authorization of the Associated Students organization.

## Section 5: <u>Absence</u>

- A) In the absence of a Director, the respective Associated Students organization may appoint an alternate Governing Member to serve as a temporary Director.
- B) No more than one Director from each campus shall be recognized as a member of the Board at each meeting.

## Section 6: <u>Term</u>

- A) The term of a Director shall be one year, from June 1 to May 31.
- Section 7: <u>Advisors</u>
- A) The advisors to the Board shall be the employees of CSSA and all Executive Officers with the exception of the CSSA President and the CSSA Chair.

# Article VII: Officers

## Section 1: Classifications

- A) The four classifications of officers shall be the:
  - i) Executive Officers,
  - ii) Special Officers,
  - iii) Presiding Officers, and
  - iv) Vice Chairs.
- B) Individual Officers shall hereafter be referred to as an "Officer."

## Section 2: <u>Requirements</u>

- A) External Requirements
  - i) Officer candidates and incumbents shall meet the requirements prescribed by:
    - a) the CSU Office of the Chancellor
    - b) their respective University President or designee, and
    - c) their respective Associated Students organization.

## Section 3: <u>Authority and Responsibilities</u>

- A) Officers shall:
  - i) be authorized for reimbursement for costs associated with pre-approved business travel,
  - ii) provide a monthly written report to the body which they serve, and
  - iii) ensure compliance of applicable law and policies for any body which they serve as a member or advisor.

## Section 4: <u>Recall</u>

- A) Procedure
  - i) Consideration of the recall of an Officer shall be treated as an agenda item of the Board.
  - ii) The vote required for the recall of an Officer shall be two-thirds.
  - iii) A recalled Officer shall immediately vacate the office and relinquish all associated rights and privileges of the office.

## Section 5: <u>Recall and Removal</u>

- A) Authority
  - i) The Board has the unilateral authority, in compliance with its governing rules, to recall any Officer from their position.
  - ii) Should an Officer be recalled from their position, so too shall the associated rights and privileges of the position.
- A) Recall Procedure
  - i) Officers may only be removed from their position by the Board for one or more of the following:
    - a) ineligibility as outlined by the CSU Office of the Chancellor policies,
    - b) dereliction of Duties,
    - c) abuse of Power, and/or
    - d) other misconduct that calls into question their fitness for office.
  - ii) The recall of an Officer shall be submitted as an action item before the Board in compliance with the agenda submission policy.
  - iii) The recall of an Officer requires the recommendation of the Internal Affairs Committee followed by a two-thirds vote of the Board.

# **Article VIII: Executive Officers**

Section 1: Composition

- A) The five Executive Officers shall be:
  - i) the President
  - ii) the Chair,
  - iii) the Vice President of Finance,
  - iv) the Vice President of Legislative Affairs, and
  - v) the Vice President of Systemwide Affairs.
- B) Individual Executive Officers shall herein be referred to as an "Executive Officer."

#### Section 2: <u>Requirements</u>

- A) Executive Officers shall not concurrently serve as a Governing Member.
- B) Neither the President nor the Chair shall concurrently serve as an Executive
  Officer of an Associated Students organization.
- C) Candidates for President or Chair, shall have served in at least one of the following roles prior to the candidate filing deadline:
  - i) a permanent member for three or more meetings of the Board
  - ii) a permanent member of a Committee for two or more meetings of the Committee which they serve.
  - iii) a Special Officer for two or more meetings of the Committee which they serve.

#### Section 3: <u>Authority</u>

- A) Executive Officers shall:
  - i) serve as external representatives and liaisons of the organization.
  - ii) serve as a member of the Executive Committee.
  - iii) receive a scholarship established by the Board.
  - iv) ensure the implementation of the Board's directives.

#### Section 4: Term

A) The term of an Executive Officer shall be one year, from June 1 to May 31.

#### Section 5: <u>President</u>

- A) The President shall:
  - i) be the Presiding Officer of the Audit Committee and the Executive Committee.

- ii) be the Vice Chair of the Board.
- iii) supervise the Executive Officers, with the exception of the Chair.
- iv) deliver the CSSA report at meetings of the CSU Board of Trustees.
- v) appoint/nominate/recommend representatives to serve on systemwide committees.
- vi) serve as the primary external representative and liaison of the organization.

## Section 6: Chair

- A) The Chair shall:
  - i) be the Presiding Officer of the Board, the Internal Affairs Committee, and the Joint Committee of Internal Affairs and Finance.
  - ii) be the Vice Chair of the Executive Committee.
  - iii) be authorized to act as a liaison member of all standing and subcommittees of the Board.
  - iv) deliver the CSSA report at meetings of the CSU Board of Trustees in the absence of the President.
  - v) shall be responsible for the development of the overall agenda for monthly plenary meetings

## Section 7: <u>Vice President of Finance</u>

- A) The Vice President of Finance shall:
  - i) be the Presiding Officer of the Finance Committee.
  - ii) be the Vice Chair of the Joint Committee of Internal Affairs and Finance.
  - iii) be a member of the Executive Committee and Audit Committee.
  - iv) oversee the development of the annual budget and mid-year budget adjustment.
  - v) ensure sound fiscal practices and compliance with applicable policies and laws.
  - vi) review and approve completed requisitions, in accordance with policies and procedures.

## Section 8: <u>Vice President of Legislative Affairs</u>

A) The Vice President of Legislative Affairs shall:

- i) be the Presiding Officer of the Legislative Affairs Committee.
- ii) oversee the implementation of the annual public policy agenda in government and legislative areas.
- iii) in collaboration with staff, provide regular reports and recommendations to the Committee and the Board regarding relevant government and legislative issues.
- iv) represent CSSA in appropriate legislative meetings and/or hearings.
- v) supervise the Civic Engagement Officers.
- vi) serve as a liaison to the CSU Advocacy and State/Federal Relations.

## Section 9: Vice President of Systemwide Affairs

- A) The Vice President of Systemwide Affairs shall:
  - i) be the Presiding Officer of the Systemwide Affairs Committee and the Student Trustees Committee.
  - ii) be the Presiding Officer of the CSSA Student Trustee Interview Panel.
  - iii) oversee the implementation of the annual public policy agenda in systemwide areas.
  - iv) in collaboration with staff, provide regular reports and recommendations to the Committee regarding relevant systemwide issues.
  - v) supervise the Sustainability Officer and the Social Justice and Equity Officer.
  - vi) serve as the liaison to systemwide organizations such as the CSU Alumni Council and the Academic Senate of the California State University (ASCSU).

# **Article IX: Special Officers**

Section 1: Composition

- A) The five Special Officers shall be:
  - i) the Northern Civic Engagement Officer
  - ii) the Central Civic Engagement Officer
  - iii) the Southern Civic Engagement Officer
  - iv) the Sustainability Officer, and
  - v) the Social Justice and Equity Officer.
- B) Individual Special Officers shall herein be referred to as a "Special Officer"

#### Section 2: <u>Requirements</u>

 A) Special Officers shall concurrently serve as a permanent member of the body which they serve.

Section 3: <u>Authority</u>

- A) Special Officers shall have the authority to:
  - i) Serve as an external representative of the organization, with approval by an Executive Officer or staff member.

Section 4: <u>Term</u>

A) The term of Special Officer shall begin at the adjournment of the meeting which they were elected through May 31 of the same term.

Section 5: <u>Civic Engagement Officers</u>

- A) Authorised to announce meetings of the Civic Engagement Task Force with a minimum of 24 hours notice.
- B) Shall engage with regional campuses.
- C) Shall assist with advocacy efforts.

Section 6: <u>Sustainability Officer</u>

- A) Shall be a member of the Systemwide Affairs Committee.
- B) Is responsible for engaging and meeting with the Energy and Sustainability Department in the Office of the Chancellor on measures to be met revolving around sustainability efforts no less once a semester.

- C) Shall assist with advocacy efforts regarding sustainability, especially in regards to improving campus facilities.
- D) Shall serve as the lead person to promote environmental sustainability and positioning the CSU to be as environmentally sustainable as possible throughout the 23 campuses, in compliance to the policy agenda
- E) Shall head the Joint Task Force on Sustainability and Social Justice and Equity.
- F) This position shall report to the Vice President of the Systemwide Affairs Committee.

## Section 7: Social Justice and Equity Officer

- A) Shall be a member of the Systemwide Affairs Committee.
- B) Authorized to announce meetings of the Joint Task Force on Sustainability and Social Justice and Equity within a minimum of 24 hours notice.
- C) Shall engage with the implementation of resolutions, letters, white papers etc.
- D) Shall be tasked to investigate and provide recommendations pertaining to equity gaps in CSU educational policy.
- E) Shall assist with advocacy efforts regarding social justice.
- F) Shall be part of the Joint Task Force on Sustainability and Social Justice and Equity.
- G) This position shall report to the Vice President of the Systemwide Affairs Committee.

# Article X: Presiding Officers

#### Section 1: <u>Composition</u>

- A) The eight Presiding Officers shall be:
  - i) the Presiding Officer of the Audit Committee,
  - ii) the Presiding Officer of the Executive Committee,
  - iii) the Presiding Officer of the Finance Committee,
  - iv) the Presiding Officer of the Internal Affairs Committee,
  - v) the Presiding Officer of the Legislative Affairs Committee,
  - vi) the Presiding Officer of the Student Trustee Committee,
  - vii) the Presiding Officer of the Systemwide Affairs Committee, and
  - viii) the Presiding Officer of the Board of Directors.
- B) Individual Presiding Officers shall herein be referred to as a "Presiding Officer" or by their respective position title.

Section 2: <u>Authority</u>

- A) Presiding Officers shall have the authority to:
  - i) chair all meetings of their respective bodies.
  - ii) develop agendas.
  - iii) verify and submit all official meeting records to the Chair.
- Section 3: <u>Term</u>
- A) The term of a Presiding Officer shall be up to one year, from June 1 to May 31.

# Article XI: Vice Chairs

#### Section 1: Composition

- A) The eight Vice Chairs shall be:
  - i) the Vice Chair of the Audit Committee,
  - ii) the Vice Chair of the Executive Committee,
  - iii) the Vice Chair of the Finance Committee,
  - iv) the Vice Chair of the Internal Affairs Committee,
  - v) the Vice Chair of the Legislative Affairs Committee,
  - vi) the Vice Chair of the Student Trustees Committee,
  - vii) the Vice Chair of the Systemwide Affairs Committee, and
  - viii) the Vice Chair of the Board of Directors.
- B) Individual Vice Chairs shall herein be referred to as a "Vice Chair."

#### Section 2: <u>Requirements</u>

A) Vice Chairs shall maintain concurrent membership to the respective body which they serve.

#### Section 3: <u>Authority</u>

- A) Vice Chairs shall:
  - i) maintaining the roster and attendance of members,
  - ii) create the minutes of all proceedings of the body,
  - iii) provide members with all relevant documents,
  - iv) ensuring all appropriate documents are submitted to the Chair, and
  - v) serve as the Presiding Officer in the absence of the permanent Presiding Officer.

## Section 4: Election

- A) The Vice Chair of each body, if not stated, shall be elected by the body which they serve.
- B) Election of the Vice Chair shall occur no later than the second regular meeting of the body.
- C) In the absence of the Vice Chair, the Presiding Officer shall appoint a member of the body to serve as the Vice Chair pro tem.

## Section 5: <u>Term</u>

- A) The term of ex-officio Vice Chairs shall be from assuming office through May 31 of the same term.
- B) The term of elected Vice Chairs shall begin at the adjournment of the meeting which they were elected through May 31 of the same term.

## **Article XII: Vacancies**

Section 1: Vacancy

A) A vacancy shall be a position that is unoccupied indefinitely.

Section 2: <u>President</u>

- A) Should the President position become vacant:
  - i) the Chair shall immediately assume the position of President, and
  - ii) the Chair shall immediately vacate the position of Chair.

## Section 3: Chair

- A) Should the Chair position become vacant:
  - i) the President shall assume the responsibilities of the Chair,
  - an election shall occur at the next regular meeting of the Board, no sooner than 10 business days of notice of the vacancy, and
  - iii) only permanent Directors at the time of notice shall be eligible to seek the Chair position.

## Section 4: <u>Vice Presidents</u>

- A) Should a Vice President position become vacant prior to February of the same term:
  - i) the President shall assume the responsibilities of the Vice President position, and
  - ii) the President shall appoint a Director of the Board to the Vice President position, subject to a majority confirmation of the Board.
- B) Should a Vice President position becomes vacant February or later of the same term, the Board shall authorize the President to:
  - i) assign the responsibilities of the Vice President position to current Officers, or
  - ii) appoint a Director to assume the Vice President position, subject to a majority confirmation of the Board.

## Section 5: <u>Director</u>

- A) Should a Director position become vacant:
  - i) the respective Associated Students organization shall appoint a Governing Member of their respective campus to serve as a Director.

## Section 6: <u>Special Officers</u>

- A) Should a Special Officer position become vacant:
  - i) the Vice President with oversight of the position shall assume the responsibilities of the Special Officer position until the position is filled, and
  - ii) appoint a member of the respective committee to serve in the Special Officer position.

# **Article XIII: Committees**

Section 1: Classifications

- A) The three classifications of committees shall be:
  - i) Committees of the Whole,
  - ii) Ordinary Committees, and
  - iii) Ex-Officio Committees.

## Section 2: <u>Membership</u>

- A) The membership of Committees, with the exception of Ex-Officio Members, shall be selected from the Governing Membership.
- B) Transferable Committee Membership
  - i) Membership to, and the associated rights and privileges of, a Committee shall not be transferable to another individual, unless explicitly stated.

## Section 3: <u>Authority</u>

- A) All Committees are subject to the authority of the Board.
- B) Committees shall only be granted the authority of the Board when explicitly stated.

# **Article XIV: Committees of the Whole**

#### Section 1: <u>Committees</u>

- A) The two Committees of the Whole shall be:
  - i) the Legislative Affairs Committee, and
  - ii) the Systemwide Affairs Committee.

## Section 2: <u>Composition</u>

- A) The 24 members of a Committee of the Whole shall be:
  - i) the Presiding Officer, and
  - ii) 23 Directors, one each CSU campus.
- B) Individual members of Committees of the Whole shall hereafter be referred to as a "Regular Committee Member."

## Section 3: <u>Requirements</u>

- A) Regular Committee Members, with the exception of Presiding Officers, shall be a member of the Governing Membership.
- B) Each Associated Students organization shall annually appoint no more than one Governing Member to serve on each Committee of the Whole.

## Section 4: Obtaining Membership

A) Regular Committee Members, with the exception of Presiding Officers, shall obtain membership upon the receipt and verification of written authorization of the Associated Students organization.

## Section 5: <u>Absence of a Member</u>

- A) In the absence of a permanent committee member, the respective Associated Students organization may appoint a Governing Member from their respective campus to serve as a temporary member of the committee.
- B) Individuals temporarily serving a member of a committee shall hereafter be referred to as a "committee member pro tem."
- C) Only one member (a Regular Committee Member or a committee member pro tem) appointed by each Associated Students organization may serve as a member at each meeting of a Committee of the Whole.

## Section 6: <u>Term</u>

A) The term of a Regular Committee Member shall be one year, from June 1 to May 31.

## Section 7: Vacancy

 A) Upon vacancy of a member of a Committee of the Whole position, the respective Associated Students organization shall authorize a Governing Member from their respective campus to serve as the regular committee member.

# **Article XV: Legislative Affairs Committee**

Section 1: Charge

 A) The charge of the Legislative Affairs Committee shall be to pursue the CSSA Mission, primarily through government and legislative advocacy.

## Section 2: <u>Authority</u>

- A) The Legislative Affairs Committee shall have the authority to:
  - i) implement and execute the strategic plan, specifically in the area of government and legislative affairs, in coordination with the Systemwide Affairs Committee, in addition to other relevant bodies.
  - ii) research, review, and make recommendations to the Board regarding legislative issues and laws.
  - iii) ensure the Board is informed and educated on relevant state and federal issues and legislation.
  - iv) take action on all legislative items deemed appropriate by the Vice President of Legislative Affairs.

#### Section 3: <u>Composition</u>

- A) The 24 members of the Legislative Affairs Committee shall be:
  - i) the Vice President of Legislative Affairs, and
  - ii) 23 Directors, one each CSU campus.
- B) The Presiding Officer shall be the Vice President of Legislative Affairs.
- C) The Vice Chair shall be elected from the committee membership.

# Article XVI: Systemwide Affairs Committee

Section 1: Charge

A) The charge of the Systemwide Affairs Committee shall be to pursue the CSSA mission, primarily through systemwide advocacy.

## Section 2: <u>Authority</u>

- A) The Systemwide Affairs Committee shall have the authority to:
  - i) implement and execute the strategic plan, specifically in the area of systemwide affairs, in coordination with the Systemwide Affairs Committee, in addition to other relevant bodies.
  - ii) research, review, and make recommendations to the Board regarding systemwide issues and policies.
  - ensure the Board is informed and educated on relevant issues and policies of the CSU Board of Trustees, the CSU Office of the Chancellor, and CSU campuses.
  - iv) take action on all systemwide items deemed appropriate by the Vice President of Systemwide Affairs Committee.

## Section 3: <u>Composition</u>

- A) The 24 members of the Systemwide Affairs Committee shall be:
  - i) the Vice President of Systemwide Affairs, and
  - ii) 23 Directors, one each CSU campus.
- B) The Presiding Officer shall be the Vice President of Systemwide Affairs.
- C) The Vice Chair shall be elected from the committee membership.

# **Article XVII: Ordinary Committees**

Section 1: <u>Committees</u>

- A) The four Ordinary Committees shall be:
  - i) the Audit Committee
  - ii) the Internal Affairs Committee
  - iii) the Finance Committee, and
  - iv) the Student Trustees Committee.

#### Section 2: <u>Membership</u>

- A) Members of ordinary committees, with the exception of Ex-Officio Members, shall be elected by the Board.
- B) Individual members of ordinary committees shall herein be referred to as a "Permanent Committee Member."
- C) There may be no more than one General Member from a campus on any ordinary committee.
- D) The Vice Chair of each committee shall be a member of the committee, elected by the committee.
- E) All members of ordinary committees including the Presiding Officers shall have full voting rights.
- Section 3: <u>Requirements</u>
- A) Permanent committee members, with the exception of Ex-Officio Members, shall be a member of the Governing Membership.
- B) Permanent committee members shall maintain Governing Membership through the campus which authorized the member.

#### Section 4: Obtaining Membership

- A) Ordinary committee members, with the exception of Ex-Officio Members, shall obtain membership upon an election by the Board.
- B) The election of permanent committee members shall occur no later than August of the current term.

Section 5: <u>Term</u>

- A) The term of an ex-officio member of an Ordinary Committee shall be one year, from June 1 to May 31.
- B) The term of all other members of an Ordinary Committee shall begin at the adjournment of the meeting which they were elected through May 31 of the same term.

Section 6: Vacancy

 A) Upon vacancy of a member of an ordinary committee whole position, a General Member shall be elected by the Board.

# Article XVIII: Audit Committee

## Section 1: Charge

A) The charge of the Audit Committee shall be to oversee and make

recommendations to the Board of Directors regarding the annual audit of CSSA.

## Section 2: <u>Authority</u>

- A) The Audit Committee shall have the authority to:
  - i) Oversee the annual audit of CSSA.
  - ii) Provide recommendations to the Board regarding the annual audit.

## Section 3: <u>Composition</u>

- A) The seven members of the Audit Committee shall be:
  - i) the President,
  - ii) the Chair,
  - iii) the Vice President of Finance,
  - iv) the Vice President of Legislative Affairs,
  - v) the Vice President of Systemwide Affairs, and
  - vi) two Governing Members.
- B) The Presiding Officer shall be the President.
- C) The Vice Chair shall be elected from the committee membership.

# **Article XIX: Internal Affairs Committee**

Section 1: Charge

A) The charge of the Internal Affairs Committee shall be to ensure all internal policies and practices are legal, efficient, and comply with sound business practices.

### Section 2: <u>Authority</u>

- A) The Internal Affairs Committee shall have the authority to:
  - i) ensure the Board and its committees act in accordance with the strategic plan and public policy agenda.
  - ii) ensure all potential amendments to governing documents are consistent with one another.
  - iii) review and make recommendations to the Board regarding CSSA's governing documents and budget.
  - iv) review and resolve any potential election violations.
  - v) ensure the Board and its committees act in compliance with governing

### Section 3: <u>Composition</u>

- A) The seven members of the Internal Affairs Committee shall be:
  - i) the Chair, and
  - ii) six Governing Members.
- B) The Chair shall be the Presiding Officer.
- C) The Vice Chair shall be elected from the committee membership.

### **Article XX: Finance Committee**

### Section 1: Charge

 A) The charge of the Finance Committee shall be to ensure the financial stability of CSSA.

### Section 2: <u>Authority</u>

- A) The Finance Committee shall have the authority to:
  - i) ensure the Board is in compliance with applicable laws and policies associated with CSSA's finances.

- ii) develop and recommend an annual and mid-year budget to the Board.
- iii) assess the financial impact of proposals of the Board and its committees.
- iv) review and make recommendations to the Board regarding fiscal policies.
- v) provide the Board with regular updates of the budget.

### Section 3: <u>Composition</u>

- A) The seven members of the Finance Committee shall be:
  - i) the Vice President of Finance, and
  - ii) six Governing Members.
- B) The Presiding Officer shall be the Vice President of Finance.
- C) The Vice Chair shall be elected from the committee membership.

# Article XXI: Student Trustee Committee

Section 1: Charge

A) The charge of the Student Trustees Committee shall be to ensure the selection of nominees for and support of incumbent California State University Student Trustees.

Section 2: <u>Authority</u>

- A) The Student Trustee Committee shall have the authority to:
  - i) provide a list of Student Trustee applicants to the CSSA Student Trustee Interview Panel.
  - ii) ensure compliance of the Student Trustee selection process.
  - iii) review and provide recommendations of governing documents regarding the CSU Student Trustee selection process.
  - iv) provide recommendations to the Board and its committees in regard to the CSU Board of Trustees.
  - v) committee members who serve on the search committee will be given the opportunity to participate in the interview process in an advisory role.

### Section 3: Composition

- A) The six members of the Student Trustees Committee shall be:
  - i) the Vice President of Systemwide Affairs, and
  - ii) five Governing Members.
- B) The Presiding Officer shall be the VIce President of Systemwide Affairs.
- C) The Vice Chair shall be elected from the committee membership.

# Article XXII: Ex-Officio Committees

Section 1: <u>Committees</u>

- A) The two Ex-Officio Committees shall be:
  - i) the Executive Committee, and
  - ii) the Joint Committee of Internal Affairs and Finance Committee.

### Section 2: <u>Membership</u>

A) Members of Ex-Officio Committees shall be determined by position.

Section 3: Obtaining Membership

- A) Ex-Officio Committee Members shall obtain membership upon assuming their respective offices.
- B) All members of ordinary committees including the Presiding Officers shall have full voting rights.

Section 4: <u>Term</u>

- A) The term of an Executive Officer member of an Ex-Officio Committee shall be one year, from June 1 to May 31.
- B) The term of all other members of an Ex-Officio Committee shall begin at the adjournment of the meeting which they were elected through May 31 of the same term.
- Section 5: <u>Recall of Members</u>
  - A) Ex-Officio Committee membership shall not be recalled.

### Article XXIII: Executive Committee

Section 1: <u>Composition</u>

- A) The nine Executive Committee members shall be:
  - i) the five Executive Officers,
  - ii) the Vice Chair of the Finance Committee,
  - iii) the Vice Chair of the Legislative Affairs Committee,
  - iv) the Vice Chair of the Systemwide Affairs Committee, and
  - v) the Vice Chair of the Internal Affairs Committee.
- B) The Presiding Officer shall be the President.
- C) The Vice Chair shall be the Chair.
- Section 2: Charge
- A) The charge of the Executive Committee shall be to provide leadership to the Board, its committees, its employees, and its members.

### Section 3: <u>Authority</u>

- A) The Executive Committee shall:
  - i) serve as the primary supervisory body, under the guidance of the President and the Executive Director.
  - ii) conduct the annual executive director evaluation.
  - iii) address personnel issues regarding employees and Executive Officers.

# Article XXIV: Joint Committee of Internal Affairs and Finance

Section 1: <u>Composition</u>

- A) The 14 members of the Joint Committee of Internal Affairs and Finance shall be:
  - i) the seven members of the Internal Affairs Committee, and
  - ii) the seven members of the Finance Committee.
- B) The Presiding Officer shall be the Chair.
- C) The Vice Chair shall be the Vice President of Finance.

Section 2: Charge

A) The charge of the Joint Committee of Internal Affairs and Finance shall be to assess and make recommendations regarding organizational policies, namely fiscal impacts.

Section 3: <u>Authority</u>

A) The Joint Committee of Internal Affairs and Finance shall have the authority to make recommendations to the Board regarding governing documents, including any fiscal impacts.

### Article XXV: Task Forces

Section 1: <u>Authorization</u>

- A) A Task Force shall be created by:
  - i) order of the President, or
  - ii) a two-thirds vote of the Board.
- B) A task force may be authorized no longer than May 31 of the same term.

### Section 2: <u>Composition</u>

- A) The composition of a Task Force shall be determined by the body which authorizes it.
- B) The membership of a Task Force shall be comprised of Governing Members.
- C) Advisors to the Task Force shall be comprised of one or more CSSA staff, Officers, Governing Members, and relevant stakeholders.

### Section 3: Charge

- A) The charge of a task force shall be:
  - i) specific and aligned with the CSSA Mission, strategic plan, and/or the policy agenda,
  - ii) determined by the body which authorizes it,
  - iii) to create an action plan regarding a specific initiative of interest, and
  - iv) to raise student voices and awareness around initiatives of interest.

### Section 4: <u>Authority</u>

- A) A task force shall have the authority to:
  - i) report to the Board and/or a Committee of the Whole, and
  - ii) provide recommendations to the Board and/or a Committee of the Whole.

## Article XXVI: Advisors and Liaisons to the Board

Section 1: Advisors

- A) The advisors to the Board and each of its committees shall be non-member Executive Officers and staff.
- B) Individual advisors, when serving in an advisory capacity, shall hereafter be referred to as an "Advisor."
- C) The role of Advisors shall be to provide information, context, and opinions regarding issues before the Board, its committees, and any other advisory bodies.

Section 2: Liaisons

- A) The external liaisons to the Board shall be comprised of representatives from the Academic Senate of the California State University (ASCSU), Auxiliary Organizations Association (AOA), the CSU Alumni Council, the CSU Board of Trustees, and the CSU Office of the Chancellor.
- B) One liaison shall be selected by the organization which they represent, with the exception of the CSU Board of Trustees.
- C) The CSU Board of Trustees shall have two liaisons: the two CSU Student Trustees.

# Article XXVII: Governing Documents and Authority

Section 1: <u>Governing Laws and Documents</u>

- A) All rules and policies in governing documents shall be understood and applied in accordance with all applicable laws and policies.
- B) The governing documents of the association, in order of precedence from highest to lowest, shall be:
  - i) The Constitution and Special Rules of Order of the Cal State Student Association
  - ii) The Standing Rules of the Cal State Student Association
  - iii) The Cal State Student Association Strategic Plan
  - iv) The Cal State Student Association Annual Public Policy Agenda
- C) In cases in which rules and policies are inconsistent with one another, the rule or policy of highest precedence shall be the authoritative rule or policy.

Section 2: <u>Parliamentary Authority</u>

- A) The parliamentary authority shall the most current edition of Robert's Rules of Order Newly Revised.
- B) The rules contained in parliamentary authority shall govern CSSA in all cases which they are applicable and in which they are not inconsistent with this constitution and any special rules of order CSSA may adopt.

Section 3: Ratification, Amendment, and Suspension of Governing Documents

- A) The Constitution
  - i) The Constitution of the California State Student Association shall only be amended by recommendation of the Internal Affairs Committee and a twothirds vote of the Board.
  - ii) The Constitution of the California State Student Association shall not be suspended.
- B) Rules of Order
  - Standing Rules of Order shall only be amended by a majority vote of the Board.

- ii) Rules of Order shall only be suspended by a two-thirds vote of the body to which it applies.
- C) Strategic Plan
  - The Strategic Plan shall address the long-term goals and concerns of the organization and outline specific courses of action to resolve those goals and concerns. This shall include, but is not limited to, fiscal stability, marketing and outreach strategies, acquisition of capital assets, staff reorganization, and fundraising goals.
  - ii) The Strategic Plan shall be reviewed and ratified no less than every three years and no more than every five years by a majority of the Internal Affairs Committee and a two-thirds vote of the Board.
- D) Public Policy Agenda
  - The Board shall adopt the Public Policy Agenda annually, stating priorities in the areas of Systemwide Affairs and Legislative Affairs, aligned with the CSSA Mission.
  - ii) The Board shall review a draft and authorize a adopt the Public Policy Agenda no later than September of the term.
  - iii) The Public Policy Agenda shall be amended by no less than a two-thirds vote of the Board.
  - iv) Each January, the Executive Committee and Executive Director shall provide a review of the implementation of the Public Policy Agenda.

# Article XXVIII: Dissolution

Section 1: Dissolution

A) In accordance with California Code of Regulations. Title 5, §42600, upon dissolution of CSSA, the net assets, other than trust funds, shall be distributed to the California State University or another affiliated entity approved by the CSU Chancellor.



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