



# Charter of the University of California Student Association

## Preamble

We the students of the University of California Student Association in order to promote access to and further the cause of higher education, and to promote the general welfare of the student body and the University, do hereby establish and ordain this Charter.

## Article I. Name

The official name of this body shall be the University of California Student Association also known as "UCSA." Its governing body shall be known as the UCSA Board of Directors or the "Board."

## Article II. Purpose

- Section A. The University of California Student Association shall exist to: serve the interests of the current and future students of the University of California and promotes cooperation between various student governments of the University and student organizations concerned with higher education.
- Section B. This Organization is a nonprofit public benefit Association and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for charitable and public purposes. This Association is organized exclusively for charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law). Notwithstanding any other provision of this Charter, this Association shall not, except to an insubstantial degree, carry on or engage in any activities or exercise any powers that are not in the furtherance of the purposes of this Association, and the Association shall not carry on any other activities not permitted to be carried on (i) by an association exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law); or, (ii) an association, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).
- Section C. No substantial part of the activities of this Association shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Internal Revenue Code Section 501(h)(9), and this Association shall not participate or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office.
- Section D. All Association property is irrevocably dedicated to the purposes set forth in this Article II. No part of the net earnings of this Association shall inure to the benefit of any of its directors, trustees, officers, private shareholders or members, or to individuals.

## Article III. Powers and Responsibilities

- Section A. The specific powers and responsibilities shall be vested in the UCSA Board of Directors and include, but shall not be limited to the following:
  1. Official representation of the student body of the University and the various campus student governments to the University of California Office of the President, the University of California Board of Regents, and other University related entities.
  2. Promotion of close cooperation between the campus student governments and the administration, faculty, alumni, and Regents of the University and the Legislature.

3. Promotion of cooperation between the various campus student governments.
  4. Determination of the specific levels of support requested from each campus student government for the support of the UC Student Association.
  5. Exercise control over all activities and programs of UCSA, including policy making, personnel, and the receipt and expenditure of funds.
  6. Review and approve the annual UCSA Budget.
- Section B. The UCSA Board of Directors shall have all power necessary and proper for the execution of its purpose, consistent with the provisions of the Charter.

#### **Article IV. Composition and Membership**

- Section A. The UCSA will be comprised of all University of California students.
- Section B. The UCSA Board of Directors shall be comprised of all University of California undergraduate and graduate external or executive vice presidents, their equivalents, or designates.
- Section C. Each UCSA Board of Directors member shall enter into the minutes of the Board by the October meeting, a document from his/her campus student government's legislative body certifying him/her as its true and proper representative. During the July, August, and September meetings, members may certify themselves. In addition, any person replacing or temporarily substituting for a board member at any time of year must also follow this procedure.
- Section D. Except as provided below, all member associations so certified shall be voting members of the UCSA Board of Directors.
- Section E. Each member association shall pay the minimum membership fee as established by a 2/3 vote of the present and voting members in good standing of the Board of Directors. Members will also be requested but not required to contribute to UCSA an amount in excess of minimum membership fees in order to fund its programs and activities.
- Section F. Membership in Good Standing
  1. In order to maintain membership in good standing, a member association must submit at least one third of its annual minimum membership fee by November 1 of any year, the second one third by January of the following calendar year, and the remaining one third by the following April 20. In the event funds are not available for allocation on these dates, an association may maintain its membership in good standing by submitting to UCSA an authorized, legally binding instrument committing the association to payment of its fees as soon as fee revenues are received and available for disbursement.
  2. Payment of membership fees for a member association may be waived in whole or in part for good cause by a majority vote of the voting members in good standing.
  3. Failure to maintain membership in good standing shall result in the suspension of the association's voting privileges on the Board of Directors and UCSA Councils.
  4. Membership in good standing may be reestablished through payment in full of all current year fees owed. Prior to November 1, membership in good standing may be reestablished by submitting to UCSA an authorized, legally binding instrument which commits the association to payment of its fees on or before November 1 of that year.

#### **Article V. Operating Procedures**

- Section A. Meeting Schedule:
  1. General Meetings of the UCSA Board of Directors shall be held at least once a month in the months when Regents meet. The Board shall also meet upon the call of the presiding officer or upon petition by two-thirds of the Board members.
  2. Each regular monthly meeting shall be set as to date and place by the Board of Directors at the UCSA Congress.
- Section B. The UCSA Board of Directors shall elect officers as outlined in the By-Laws. The officers shall be elected by September 1st of any year, and their terms shall be one year.

- Section C. All meetings of the UCSA Board of Directors shall be held in open session. The Board may vote to enter closed executive session for specific appropriate questions, as detailed in the By-Laws.
- Section D. Minutes shall be recorded at all Board meetings, and distributed to all Board members, in accordance with the By-Laws.
- Section E. Fifty percent plus one of the Board members in good standing, including the President, shall constitute a quorum.
- Section F. Neither attendance by proxy nor vote by proxy shall be recognized.
- Section G. The latest edition of Robert's Rules of Order shall determine procedures for the Board, except where the UCSA Charter of By-Laws supersedes its provisions.
- Section H. The UCSA yearly campaigns should be passed at Congress by the students in attendance. After passing in the plenary, each issue should be approved by 60% of all member associations.

#### **Article VI. By-Laws**

- Section A. The UCSA Board of Directors shall approve, amend and waive such By-Laws, introduced by any Board members, as it may deem necessary, by approval of two thirds of the present and voting membership.
- Section B. At least one week's notice must be given to all Board members in the form of a written draft before any action may be taken on a proposed change in the By-Laws. Any Board member may submit a proposal to amend the By-Laws.

#### **Article VII. Amendments**

- Section A. Proposal of Amendments:
  1. Any UCSA Board Member may propose an amendment to this Charter. If two-thirds of the Board approves the proposed amendment, then it shall be submitted to the member associations for ratification.
  2. At least one month notice must be given to all Board members before any action on a proposed Charter amendment may be taken.
  3. Amendments may also be submitted by any four member associations, who have each approved it by two-thirds vote.
- Section B. Approval of amendments
  1. The Board shall call for the votes of the member associations within two months following either the approval by the Board of a proposed amendment, or the submission of a proposed amendment by four associations.
  2. Two-thirds of the associations voting for approval, by a majority vote, shall constitute ratification of the proposed amendment.
  3. Proposed amendments shall take effect immediately upon their ratification by the member associations, unless otherwise specified.

#### **Article VIII. Dissolution**

Upon the winding up and dissolution of this Association, after paying or adequately providing for the payment of the debts, obligations and liabilities of the Association, the remaining assets of this Association shall be distributed to a nonprofit fund, foundation or corporation established to serve the needs and interests of the student governments at the campuses of the University of California which are members of this Organization and which is organized and operated exclusively for charitable or educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law) and has established its tax exempt status under California Revenue and Taxation Code Section 23701d (or the corresponding section of any future California revenue and taxation law).

**Article IX. Ratification**

This Charter shall take effect upon verification to the current Board President that it has been approved, by two-thirds vote, by two-thirds of the member associations of the University of California.

It is hereby affirmed that this present Charter of the University of California Student Association has been ratified according to the designated manner by Article VIII of this Charter and furthermore, such action has been so verified by the UCSA Board of Directors.

**By: Don Harjo Daves, 1994-95 UCSA President**

**Revised: May 15<sup>th</sup>, 1999**

**Amended November 11<sup>th</sup>, 2011 by: Claudia Magana, 2011-12 UCSA President, Adam Jackson-Boothby, 2011-12 UCSA Chair**