

BYLAWS

UNIVERSITY OF SAN DIEGO GRADUATE STUDENT COUNCIL

As Adopted September 7, 2009

As Amended February 24, 2010

PREAMBLE

These Bylaws, originally ratified by unanimous vote of the Graduate Student Council on the seventh day of the month of September in the year 2009 in the city of San Diego, California, are recognized to be the governing document of the University of San Diego Graduate Student Council.

ARTICLE I THE ORGANIZATION

Section 1. Name. The name of this organization is the Graduate Student Council (GSC).

Section 2. Limitations of power. Unless authorized in writing in advance by the Vice President of Student Affairs, the GSC shall not pledge the credit of any of the graduate schools of the University of San Diego or of the University of San Diego (USD), agree to or incur any obligation in the name of or enforceable against the USD, nor levy dues or assess fees on its members.

Section 3. Fiscal Year. The GSC's fiscal year shall begin on July 1 and end on June 30.

ARTICLE II PURPOSES

a. Communication & Events. To maintain a close relationship between the students of the various graduate schools at USD through written communication as well as events and programs.

b. Student Relations. To foster and enhance the inter-departmental cooperation, communication, and networking between graduate students and between and within the graduate schools at USD.

c. Leadership Resources. To maximize the use and resources of graduate student leaders at USD including their talents, services, and guidance in furtherance of the goal of the GSC as stated in Article II, Clause b.

d. Recruitment and Placement. To assist in the placement of USD graduate students and alumni in suitable employment.

e. Community Service. To actively promote the purposes of the University of San Diego in the community it serves, and to promote active participation of the graduate students with the community.

ARTICLE III MEMBERSHIP

Section 1. Regular Members. A person who is a Student in a USD graduate school program is automatically a regular member of this GSC. A Student is any student officially enrolled in a University of San Diego graduate school who is also an eligible member of their respective graduate school's student association.

Section 2. Honorary Members. The Council of the GSC shall have the power to confer honorary membership in the GSC upon such person(s) as it deems worthy of such honor. The Council shall confer such membership by a two thirds vote of those Councilors present at a duly constituted meeting.

ARTICLE IV GOVERNANCE

Section 1. Councilors. Any regular member of the GSC may be elected to the position of Councilor. Each graduate school is entitled to a minimum of one (1) Councilor, and a maximum of three (3) Councilors at any meeting of the GSC.

Section 2. Councilors Terms. Councilors shall be selected to serve a one-year term in accordance with the procedures set forth in Sections 3 and 4 of this Article. The term for each Councilor shall commence at the installation of new Councilors and continue until the installation of new Councilors one-year hence. No person shall be eligible to be elected a Councilor for more than two (2) successive terms, except a person may serve as an Officer of the Council, or by a two-thirds vote of the entire Council. A person elected to a portion of a term shall be eligible for election for two succeeding terms. Former Councilors shall be eligible to serve again after they have been off the Council for one one-year term.

Section 3. The Council. The GSC is governed by the Council. The Council shall consist of a minimum of five (5) Councilors, one (1) faculty or administrative representative, and one (1) Graduate Assistant member-student. The Council's five Councilors shall consist of a minimum of three (3) regular members, the Chairperson (AKA "Chairman," "Chair," or "Chairwoman"), and a Vice-Chairperson. The Council shall reflect the diversity of the University of San Diego graduate school including Councilors from varied geographical regions, years of graduation, ethnicity, gender and professional goals. Members of the Council may be asked to attend a Board of Trustees meeting, from which they will be required to represent USD graduate students while at the meeting and then report on the meeting at the next duly constituted meeting of the Council.

Section 4. Officers. The GSC shall be led by at least one elected Officer and may be led by at most three elected Officers, selected from amongst the Councilors; these will include the Chairperson and Vice Chairperson. Officers must act with good faith toward realizing the GSC principles, enumerated in Article II, and the duties, enumerated in Article V, of this document.

Section 5. The Vote. Only a Councilor may vote. Each Councilor has one (1) vote in any duly constituted action or election unless their vote is otherwise subject to a limitation in Article V of this document.

Section 6. Nominations and Elections.

- a. On or before March 1, an announcement shall be sent to the Council by the Nominating Committee soliciting nominations for membership on the Council and for the Chairperson and Vice-Chairperson slots opened by Councilors who have either completed their one-year term, declined to continue to serve on the Council, graduated and are no longer eligible as a Student from their respective graduate school, or have resigned or been terminated.
- b. The Nominating Committee shall present a slate of nominees for the available Councilors slots and a slate of nominees for the Officers to the Council by the last spring meeting. Only Councilors may vote for the election of Officers. A plurality vote of the Councilors present at a duly constituted meeting is required to elect the Officers. In the event the Nominating Committee wishes to present more than one nominee for an Officer position, each nominee shall be given an opportunity to address the Council and all attempts shall be made to allow equal time amongst opponent-nominees, and voting by the Councilors shall be by secret ballot. The chair of the Nominating Committee shall be responsible for counting and reporting the results of the secret ballot. The nominee receiving the plurality of votes shall be the next year's Officer for that position.
- c. Councilors may be appointed or elected, pursuant to the local rules of their school and the limitations otherwise provided in these Bylaws.
- d. Newly elected or appointed Councilors and the newly elected Officers shall be installed at the last Council meeting of the Spring Academic term or such other time as the Chairperson shall designate.

Section 7. Vacancies. A vacancy on the Council shall exist in the case of death, resignation, Council-declared vacancy, or if the Council fails to elect the minimum number of Councilors. In accordance with Section 3 of Article VI, a vacancy may be created when a Councilor misses two consecutive meetings without good cause.

The Council may declare vacant the office of a Councilor who has been declared of unsound mind by a final order of the Court, or convicted of a felony.

Vacancies on the Council created by any reason other than the completion of a term of a Councilor shall be elected by a plurality vote of Councilors present at a duly constituted meeting. The Nominating Committee shall present a slate of nominees for such vacancies as requested by the Council or the Chairperson. Each Councilor so elected shall serve as Councilor until the expiration of the term of the replaced Councilor.

Section 8. Resignations. Any Councilor may resign by giving written notice to the Chairperson. Such notice shall be effective upon receipt of the notice, unless the notice specifies a later time for the effectiveness of such resignation.

The Chairperson may resign by giving written notice to the faculty or administrative Councilor, and by written or oral notice at a duly constituted meeting of the Council.

ARTICLE V OFFICERS

Section 1. Chairperson. The Chairperson shall preside over all Council and Executive Committee meetings; shall sign all written instruments authorized and approved by the Council; and shall perform such other duties as the Council may designate. He/she shall be responsible for coordinating the activities of the GSC, and may appoint ad hoc committees for any Council-related purpose falling outside the responsibility of the standing committees. The Chairperson shall serve a one-year term.

Section 2. Vice-Chairperson. The Vice-Chairperson shall act as, and have all the power of, the Chairperson when the Chairperson is absent or unable to act, except in the instance of Officer nominations, and shall perform such other duties as requested by the Chairperson or the Council. The Vice-Chairperson shall serve a one-year term.

The Vice-Chairperson must at all times act with good faith to further the good faith goals and activities of the Chairperson.

Section 3. Student Affairs Board of Trustees. One Officer of the Council must attend each meeting of the Student Affairs Board of Trustees (SACBOT) as a representative of graduate students at USD.

Section 4. Limitations of Power. Officers of the Council must abstain from all Council votes except in the case of a (1) a tied-vote, at which instance either the Chairperson or the Vice-Chairperson may cast the tie-breaking vote, such that the vote is ultimately the purview of the Chairperson; OR (2) when the additional vote is necessary to accomplish Quorum, at which point the Vice-Chairperson's vote shall count as a Councilors-vote and acts independently of the Chairperson; the Chairperson may still only vote in the instance of a tied-vote, pursuant to the limitation of Section 2, subsection (1), above.

ARTICLE VI MEETINGS OF THE COUNCIL

Section 1. Parliamentary Procedure. To the extent they do not conflict with these bylaws, Robert's Rules of Order, as such rules may be revised from time to time, shall be the parliamentary authority for all Council and committee meetings.

Section 2. Regular Council Meetings. Regular Council meetings shall be held at least monthly during the academic year, at such time and place that the Chairperson may choose. Notice of the monthly meetings of the Council shall be in accordance with Section 5(a) of this Article, and may be fulfilled by act of the Graduate Advisor member-student or any Officer of the GSC.

Section 3. Attendance. It shall be the responsibility of every Councilor to attend all Council meetings. Failure of a Councilor to attend two consecutive meetings of the Council within one year without good cause will be deemed a resignation. The Chairperson shall notify such Councilor, after the second consecutive missed meeting that the office of such Councilor shall be declared vacant by resignation unless good cause, as determined by the Council, for the absences is shown.

Section 4. Special Meetings. Special meetings of the Council may be called at any time by the Chairperson, Vice-Chairperson, or four (4) or more of the Councilors upon four business days' notice by first class mail or personally, by e-mail, telephone or fax. Delivery shall be deemed effective upon transmission of such notice.

Section 5. Notice Requirements for Meetings of Council:

a. General notice requirements. Written notice of Council meetings shall be given to each Councilor in accordance with this Section. The notice shall specify the place, date, and hour of the meeting and, (i) in the case of a regular meeting, those matters which the Chairperson, at the time the notice is given, intends to present for action by the Council, or (ii) in the case of a special meeting, the general nature of the business to be transacted, and no other business may be transacted.

b. Notice of certain agenda items. Approval by the Council of any of the following proposals, other than by unanimous approval by those entitled to vote, is valid only if the notice or written waiver of notice states the general nature of these proposals: (i) removing a Councilor; (ii) removing an Officer from office; (iii) filling vacancies on the Council; (iv) ratification of the Budget; or (v) electing a person to honorary membership.

c. Manner of giving notice. Notice of any meeting of the Council shall be in writing or via e-mail and given to all members of the Council not less than three (3) days before the date of the meeting if it is a regularly scheduled meeting occurring on the same date as was calendared for that meeting during a duly constituted Council meeting. If no date was agreed upon or calendared during a duly constituted Council meeting, or the notice pertains to a duly constituted action requiring notice, then notice shall be in writing or via e-mail and given to all members of the Council not less than ten (10) days before the date of the meeting.

Section 6. Quorum. Six (6) members of the Council shall constitute a quorum. In the case of a tie, the Chairperson shall have the deciding vote.

Section 7. Voting. Voting may be by voice, show of hands or by written ballot; however, any election of an Officer where there is more than one nominee for the same position, must be by secret, written ballot.

Section 8. Action by written consent without a meeting.

a. General. Any action that may be taken at any meeting of the Council may be taken without a meeting upon compliance with the provisions of this Section.

b. Solicitation of written consents. Written consents shall be mailed or delivered to all Councilors. All solicitations and written consents may only be instituted by prior written authority of the Chairperson and shall: (i) state the vote required (plurality or two-thirds) necessary to pass the measure(s) or cause the election as the case may be; (ii) with respect to ballots for the election of a Councilor, state the name of each candidate and the office to which nominated, if applicable; (iii) specify the date & time by which the consent must be received in order to be counted; (iv) set forth the proposed action with sufficient description of the action and justification for such action; (v) provide the Councilors an opportunity to specify approval or disapproval of any proposal; and (vi) provide a reasonable time within which to return the consent to the Chairperson or to the office of the GSC, and specify the address to which the consent is to be sent.

c. Quorum. Approval by written consent shall be valid only when the number of consents or votes cast, within the time specified, equals or exceeds the quorum required to be present in a meeting to authorize the action had a meeting been called.

d. Retention of consents. All written consents shall be filed and retained in the GSC records for a period of no less than two years.

Section 9. Ex-Officio Members. A representative from the USD Administration in the department of Student Affairs shall be an ex-officio member of the Council and will work with the Council to support the goals of the GSC. A Graduate Assistant may also be hired to serve as an ex-officio of the Council.

ARTICLE VII COMMITTEES

Section 1. Committees. The Council or the Chairperson may create standing or ad hoc committees as needed, with each committee consisting of one or more Councilors. Members of the GSC who are not Councilors may also serve on committees subject to the provisions of these Bylaws. The Council shall not delegate to such committees the authority to:

- a. Fill vacancies on the Council or on any committee that has the authority of the Council;
- b. Amend or repeal these Bylaws;
- c. Amend or repeal any resolution of the Council which by its express terms is not so amendable or repealable; and
- d. Commit funds when not authorized in writing in advance by the Chairperson.

Section 2. Standing Committees. The following are the standing committees of the Council. In all cases, except the Executive Committee, the Chairperson appoints a chair or co-chairs of each standing committee.

a. Executive Committee. The Executive Committee is comprised of an Officer of the Council and the ex-officio members. The Executive Committee sets the agenda for the Council meetings, and shall conduct the business of the Council subject to subsequent ratification by the Council at a regularly scheduled meeting. The Chairperson may appoint additional Council members to serve on the Executive Committee.

b. Nominating Committee. Each year the Chairperson shall appoint a Nominating Committee. Nominating Committee members shall consist of current and past Council members.

The Nominating Committee will aid in the identifying and recruiting of nominees for Council seats and committee members at large, and may present a slate of nominees of Councilors and Officers for the Council to elect. The Nominating Committee will make reasonable efforts to ensure that a minimum of one representative per graduate school at USD is nominated to the Council.

The Nominating Committee shall confirm that all prospective Council members are informed of: the Council term, required attendance at all Council meetings, nature of the Council's work, and the expectations of service as a Council member.

The Nominating Committee may further act to solicit nominees, review, and select the recipient(s) of the annual Distinguished Graduate Leadership Award.

c. Finance Committee. The Finance Committee works with the Chairperson and the ex-officio members to manage the assets of the GSC and to effectively and fairly allocate GSC funds, and assist with selective fundraising projects.

d. Student Leadership Committee. The Student Leadership Committee is chaired by a Council member and may include non-Councilor members. The Committee works to encourage leadership among graduates on campus. The Committee may be tasked to identify the means to incentivize and educate leaders on our campus. The Committee may also nominate candidates for the Distinguished Graduate Leadership Award scholarship.

e. Alumni Relations Committee. The Alumni Relations Committee is chaired by a Council member and may include non-Councilor members. The Committee works to increase alumni participation in events and programs through coordination with other campus alumni relations organizations, increase communication between alumni and graduate students, and to carry out the objectives of the Council.

Section 3. Committee Reports. Each standing committee or ad hoc committee in existence shall prepare and present to the Council, a report of the activities of that committee, including any events that the committee recommends to be undertaken by the Council, upon request by the Chairperson or the Council.

ARTICLE VIII THE BUDGET

Section 1. The GSC Budget. The GSC Budget shall include all liquid assets assigned to the GSC, and shall be used to further the goals and actions of the Council.

- a. Food Allowances: Allocation of funds to provide refreshments to the Council at all regularly convened GSC Council Meetings.
- b. Office Allowances: Allocation of funds to support the operations of the GSC Council in the GSC Office, located in the Graduate and Law Student Commons.
- c. Event Allowances: Allocation of funds to support the annual and reoccurring major events of the GSC, including:
 1. Fall Orientation
 2. Fall Event
 3. Spring Event
- d. Distinguished Graduate Leadership Award: Allocation of funds to fund scholarships recognizing distinguished leadership by members of the GSC. Up to one-quarter of the yearly budget may be set-aside for this purpose.
- e. Executive Funds: Allocation of funds subject to the needs of Officers and ex-officio members in the furtherance of GSC goals and activities.
- f. Emergency Funds: Allocation of funds not to be less than \$500 or more than \$1,000.
- g. Discretionary Funds: All remaining funds not otherwise allocated are discretionary funds and are subject to the governance of the Finance Committee.

Section 2. Procedure.

- a. Yearly Budget
 1. To establish a yearly budget, the Finance Committee must submit to the Council ten (10) days prior to the first GSC meeting of September a preliminary operational budget, consisting of Section 2, subsections a to f, and conforming to the requirements of Article VI, Section 5 of this same title.
 2. The Chair of the Finance Committee will present the Budget as established in subsection 1, immediately above, to the Council at the first GSC meeting of September. The Council will discuss, amend (if desired) by a 2/3 majority vote, and pass the Final Budget for the academic year by a plurality vote.
- b. Limitations of Power:
 1. Ex-officios may authorize up to 25% of all Discretionary Funds or \$500, whichever is lower, at any one time. For all other amounts, ex-officios shall make a recommendation to the council, giving a list of objective reasons and

- allowing for discussion. The Council shall then vote on the request. A plurality shall be required for approval.
2. The Chairperson may authorize up to 100% of all Executive Funds.
 3. The Finance Committee may authorize up to 50% of all Discretionary Funds at any one time or \$2,000, whichever is lower, at any one time. For all other amounts, the Finance Committee shall make a recommendation to the council, giving a list of objective reasons and allowing for discussion. The Council shall then vote on the request. A plurality shall be required for approval.
 4. Event Funds may be gained by request of the corresponding event Chair, subject to approval of the Finance Committee.
 5. Office Funds may be requested by any Councilor or ex-officio, providing that the funds are to support a legitimate Office need, and subject to approval of the Finance Committee for amounts over \$100 or 50% of the Office Allowance, whichever is lower.
 6. Scholarship Funds are subject to approval by the Council through plurality vote.
 7. Emergency Funds may only be requested by the Chairperson or an ex-officio, and are subject to the approval of the Finance Committee.
- c. Reimbursements: All reimbursement requests are subject to the limitations of subsection b of this Section, except for requests made by an Officer or ex-officio for less than \$100. Any Councilor or ex-officio may make a request for reimbursement to the Chairperson or the Finance Committee, subject to approval by the Chairperson, the faculty or administrative ex-officio member, or the Finance Committee. In no case may the requesting party submit a request for reimbursement to themselves as an individual for approval.
1. All GSC money remains in the USD Treasury until needed. In general, the GSC shall make reimbursements only upon submission of a receipt and appropriate approval. When circumstances necessitate, a check may be issued before a receipt is submitted, but in such cases the receipt must be provided to the Chairperson or ex-officio members as soon as possible.
 2. Checks must be requested from the USD Treasury by a member of the USD Administration, and may be ordered by the ex-officio faculty or administrative member.

ARTICLE IX AMENDMENTS

These Bylaws may be amended by the affirmative vote of two-thirds of the Councilors of the Council present at a duly constituted meeting.