

# UNIVERSITY UNION ADVISORY BOARD OPERATION CODE

Revised November 15, 2019



## 1. Responsibilities of the University Union Advisory Board

The Associated Students, Incorporated (ASI) is one legal entity that serves as the leaseholder of the Julian A. McPhee University Union, Recreation Center, and the Cal Poly Sports Complex. The University Union Advisory Board (UUAB) is designated to assist the University President and ASI Executive Director in maintaining the integrity of the Student Body Center fee by honoring the applicable governing agreements:

The Student Body Center fee is specifically associated with the buildings, operations, and programs of the University Union, the Recreation Center, and the Sports Complex. This fee is governed by Title V, the CSU Auxiliary Organization Manual of Policies and Procedures, Bond Covenants, the ASI/UU Policy Manual, Recreation Center Management Guidelines, Sports Complex Management Guidelines and the University President.

The purpose of the University Union Advisory Board Operation Code is to establish the UUAB and to outline operational procedures for the UUAB.

- 1.1. The UUAB will provide recommendations to the ASI Executive Director to be forwarded to the University President regarding operations of Student Body Center fee funded facilities (University Union, Recreation Center, Doerr Family Field, and Sports Complex), programs, and services as follows:
  - 1.1.1. Review and recommend action regarding operation of Student Body Center fee funded facilities to include alterations, expansion, major repairs, and capital outlay.
  - 1.1.2. Review and recommend action on the annual University Union budget. The UUAB shall forward a University Union budget proposal to the University President for action by approximately May 1st of each fiscal year.
  - 1.1.3. The UUAB shall be provided a Mid-Year financial report, presented by the ASI Executive Director or designee to ensure that use of funds is in accordance with the purpose and desire of the bond covenants, the University President, and the UU long term facilities plans.
  - 1.1.4. Annually review fiscal and operational UU policies to ensure that they remain current and continue to meet the needs of students, faculty, staff, and alumni.
  - 1.1.5. Review commercial subleases and recommend action to the University President via the Executive Director.

## 2. Legal Structure

- 2.1. There shall be a committee established whose mission is to advise through review and comment to the University President and ASI Executive Director regarding operation of Student Body Center fee funded facilities, programs, and services. The committee shall be known as the University Union Advisory Board (UUAB).
- 2.2. The establishment of the University Union Advisory Board (UUAB) shall not diminish and/or replace the executive authority of the University President, established by Title V, to make direct management decisions regarding the operation of Student Body Center fee funded programs and facilities.
- 2.3. The UUAB shall be an advisory body to the University President and ASI Executive Director as it relates to Student Body Center fee funded facilities, programs, and services.
- 2.4. The Committee shall meet all legal requirements of the State of California.
- 2.5. All authority and responsibility vested in the UUAB shall comply with applicable State law and CSU Trustee policy.
- 2.6. Bond Covenants will be honored at all times.

## 3. UUAB Membership

- 3.1. The UUAB student membership shall be comprised of the Chair of the University Union Advisory Board, Vice Chair of the UUAB, one student member from each College (including the Vice Chair), one Board of Directors representative, and the ASI President or designee.
- 3.2. The UUAB non-student membership shall be comprised of the University President's representative, Alumni representative, and a Faculty representative appointed by the Academic Senate.

- 3.3. The UUAB shall have two advisors including the Vice President for Administration and Finance or designee, and the ASI Executive Director or designee.
- 3.4. The following positions shall be appointed from within the UUAB student membership by the Chair of UUAB: Vice Chair of the UUAB, Recruitment and Election (2), Internal Review (2), Business and Finance (2), Diversity and Inclusion (2), External Affairs (2).
- 3.5. Student members of the UUAB shall be selected for a two-year term according to the process identified in section 5.2. Newly appointed members who assume the role of another UUAB member midyear, are eligible to serve a complete two-year term following the completion of the partial year. Following completion of the two-year term student members may be nominated and re-appointed for one additional one-year term contingent upon approval of the UUAB. The ASI President or Designee shall be appointed annually. The Board of Director's representative is appointed by the Chair of the Board on an annual basis.
- 3.6. The terms of the University President's representative, Alumni representative, Faculty representative, and advisors are not limited.
- 3.7. University Union Advisory Board Representation

Representation on the full committee of the University Union Advisory Board shall be as follows:

**Student Members**

- Chair of the UUAB
- Vice Chair of the UUAB
- Student Members (6 including the Vice-Chair) – (1 representative from each College)
- ASI President or Designee (cannot be a Director from the ASI Board)
- ASI Board of Directors Representative
- Past-Chair (non-voting)

**Non-Student Members**

- Faculty Representative (nominated by the Academic Senate Chair)
- Alumni Representative (Director of Alumni Relations, or designee)
- University President Representative (nominated by the University President)
- Advisors
- Vice President of Administration & Finance or Designee (Advisor)
- ASI Executive Director or Designee (Advisor)

4. Member Responsibilities

4.1. Chair of the UUAB

- 4.1.1. The Chair of the UUAB shall be elected by a simple affirmative majority vote of the UUAB student members each spring quarter. The election shall occur during the meeting prior to the ASI Student Government general election in accordance with the ASI Bylaws.
  - 4.1.1.1. Candidates for the Chair of the UUAB cannot run for more than one elected position within ASI in a single election cycle in accordance with the ASI Bylaws.
- 4.1.2. The Chair position shall be open to any currently enrolled Cal Poly student who meets UUAB membership requirements (Section 5) and meets the ASI Bylaws requirements for ASI membership.
- 4.1.3. The election shall be publicized a minimum of three weeks prior to the election, in order to provide students who are not current members of the UUAB an opportunity to participate in the election. In the event that the election is continued with nominations being re-opened to accept additional nominees, every effort will be made to publicize the position to the campus.

- 4.1.4. Any currently enrolled Cal Poly student may submit the name of an eligible student for nomination at the two scheduled UUAB meetings where nominations are accepted. These are the meetings in which the election occurs and the meeting prior.
- 4.1.5. In the event that the current UUAB chair runs for re-election, the Chair of the ASI Board of Directors will step in to facilitate the elections process. If the Chair of the ASI Board of Directors runs for the election of UUAB chair, the ASI President will facilitate the election process.
- 4.1.6. In the event that no single nominee receives an affirmative majority of the votes when more than two candidates are running, a run off shall be held with the two with the greatest number of votes. If only two candidates are running and neither receives an affirmative majority vote, then the election is closed and nominations shall be re-opened. In the case of a tie between two candidates the Chair will cast the deciding vote. All members shall reserve the right to cast a “no” vote for all nominated candidates at any point during the election. There will be no proxy voting.
- 4.1.7. If the newly elected Chair holds a seat on the UUAB, that seat becomes an open seat and a new member is appointed to fill the seat vacated through the election.
- 4.1.8. A Chair who is not re-elected but is eligible for an additional year of service recaptures a seat as a non-voting student member on the Committee. If a student representative seat from the Past-Chair’s college is not vacant, s/he will serve as a “Past-Chair Representative.” If an appropriate college representative seat is vacated at any time during the term, the Past-Chair captures the seat automatically.
- 4.1.9. Responsibilities of the Chair of the UUAB:
  - 4.1.9.1. Shall be the official representative and spokesperson for the UUAB.
  - 4.1.9.2. Serves as an officer of the ASI Corporation.
  - 4.1.9.3. Is responsible for calling, planning, and facilitating UUAB meetings.
  - 4.1.9.4. Shall be responsible for communication related to UUAB decisions among Committee members, the University President, the ASI Executive Director, ASI Board of Directors, Vice President of Administration & Finance, Vice President of Student Affairs and the campus community.
  - 4.1.9.5. Shall represent the UUAB on the Cal Poly Athletics Governing Board, ASI Business and Finance Committee, and ASI Board of Directors.
  - 4.1.9.6. Shall be eligible to receive a scholarship as determined by the ASI Business and Finance Committee, recommended by the UUAB, and approved by the University President.
  - 4.1.9.7. Shall identify and develop ad hoc committees as necessary.
  - 4.1.9.8. Shall perform other duties as directed by the UUAB, ASI Officers, and University President and/or designee.
  - 4.1.9.9. Shall advise through review and comment and submit University Union business via the ASI Executive Director to the University President.
  - 4.1.9.10. Shall ensure continuous membership involvement and investment throughout the year via ongoing evaluations of each member.
  - 4.1.9.11. Shall maintain communication between the Chair of the UUAB, members of the UUAB, and ad hoc committees.
- 4.2. Vice-Chair of the UUAB
  - 4.2.1. The Vice-Chair of the UUAB shall be a member of the UUAB and shall be appointed from the student membership by the Chair and approved by a 2/3 majority vote of the student members of the UUAB.
  - 4.2.2. While serving as the Vice-Chair, the appointed member retains a seat as a student representative.
  - 4.2.3. The Vice-Chair of the UUAB:

- 4.2.3.1. Will perform the duties of the Chair of the UUAB in their absence, at the direction of the Chair of the UUAB.
  - 4.2.3.2. Shall become the Chair of the UUAB in the event the office becomes vacant.
  - 4.2.4. Shall maintain communication between the Chair of the UUAB, members of the UUAB, and ad hoc committees.
  - 4.2.5. Shall provide oversight of ad hoc committees by developing and reviewing guidelines.
  - 4.2.6. Shall be eligible to receive a scholarship as determined by the ASI Business and Finance committee, recommended by the UUAB, and approved by the University President.
  - 4.2.7. Shall perform other duties as directed by the Chair of the UUAB and the UUAB membership.
- 4.3. Members at Large
- 4.3.1. All student members and non-student representatives of UUAB are eligible to vote on UUAB actions.
  - 4.3.2. Non-student representatives of UUAB are not eligible to vote for the Chair or Vice Chair of UUAB (see Section 4.1 and 4.2.1.).
  - 4.3.3. The UUAB shall be considered an active functioning committee throughout the year. During summer quarter, provided regular meetings are not scheduled, special meetings may be called and shall have the minimum attendance of the Chair of UUAB, Vice Chair of UUAB, one student member, and ASI Executive Director or Designee.
  - 4.3.4. All members of the UUAB are expected to attend every meeting. If for some reason a member is unable to attend a meeting, the member is expected to notify the Chair in advance.
  - 4.3.5. Any student member who in one quarter accumulates more than one unexcused absence will be dismissed from the Committee and replaced with a new member.
  - 4.3.6. The Chair of UUAB must provide written notification of dismissal to any member who accumulates more than one unexcused absence in one quarter. After providing written notification of the dismissal, the Chair will proceed with the process to fill the vacancy as detailed in Section 5.
5. Student Member Appointments
- 5.1. Eligible student members of the UUAB shall have a cumulative 2.3 GPA upon appointment to the UUAB. Membership on the UUAB is contingent upon maintaining full-time student enrollment with a quarterly 2.0 GPA during the term of office.
  - 5.2. When a vacancy occurs on the UUAB, the Chair of the UUAB will initiate a selection process for the open position(s).
  - 5.3. An announcement advertising the opening(s) will be posted for no less than 2 weeks. Interviews will be granted after that period. The openings will remain posted until the vacancy(ies) is filled.
  - 5.4. The open position(s) will, at minimum, be announced at UUAB meetings, Board of Directors meetings, on the ASI Web Page, and to the College Club Council Chair of the respective colleges. The position should also be advertised outside of ASI and the University Union.
  - 5.5. All members except the Chair will be selected through an application and interview process. Every effort will be made to inform College Councils so that they may support recruiting efforts; however, nomination of an applicant by the College Council is not required.
  - 5.6. The following ad-hoc committee will coordinate the selection process for all membership appointments:
    - 5.6.1. Chair or Chair Elect of the UUAB
    - 5.6.2. UUAB Representative (at least 1, no more than 2)
    - 5.6.3. ASI Executive Director or Designee

- 5.6.4. ASI/UU Human Resources staff will assist and advise the member selection process.
- 5.7. Written criteria used to evaluate applicants must be established and available to applicants at the time the position is posted. At a minimum the criteria will include:
  - 5.7.1. Applicants must be full-time students.
  - 5.7.2. Applicants must meet the academic eligibility guidelines in Section 5.1.
- 5.8. Selection recommendations of the ad-hoc committee will be submitted to the full UUAB for approval.
- 6. Faculty, Alumni, and University President Representative Appointments
  - 6.1. The University Faculty, Alumni, and University President Representative positions are intended to provide input and advice regarding the operations, programs, and services, of Student Body Center fee funded facilities from the perspective of faculty, alumni, and University President respectively.
  - 6.2. The Academic Senate Chair shall appoint the Faculty Representatives. The Director of Alumni Relations shall appoint an Alumni Representative (must be a Cal Poly Alumnus). The University President shall appoint the University President Representative. These voting positions on the UUAB exist to provide these users of the facilities direct input into programs, services, and operations.
- 7. Conflict of Interest
  - 7.1. No member of the UUAB shall be financially interested in any contract or other transaction entered into by UUAB that is not in accordance with the conflict of interest provisions set forth in the California Education Code Sections 89906-89909. The following relationships are specifically deemed not permissible:
    - 7.1.1. Any contract, other than an employment contract, directly between the Corporation and a member of UUAB.
    - 7.1.2. Any contracts between the Corporation and a partnership or unincorporated association in which a member of UUAB is a partner, or owner, or holder, directly or indirectly, of a proprietorship interest.
    - 7.1.3. Any contract between the Corporation and a for-profit corporation in which any member of the UUAB is the owner or holder, directly or indirectly, of 5 percent or more of the outstanding common stock.
    - 7.1.4. No voting member of UUAB, Board of Directors, Officer of the ASI Corporation, ASI Chief of Staff or member of the Executive Cabinet can also be an ASI employee.
  - 7.2. There are other relationships, including the following, that are permissible:
    - 7.2.1. Contracts between the Corporation and a for-profit corporation in which a member of UUAB is the owner or holder, directly or indirectly, of less than 5 percent of the outstanding common stock.
    - 7.2.2. Contracts between the Corporation and a for-profit corporation on whose Board of Directors a member of UUAB serves and such member is the owner or holder, directly or indirectly, of less than 5 percent of the outstanding stock.
    - 7.2.3. Contracts between the Corporation and a nonprofit corporation on whose Board of Directors a member of UUAB serves.
  - 7.3. Any member of the UUAB, who is a member of a Cal Poly club, an ASI or UU program, UU program that is agendized at a UUAB meeting, must announce and recuse themselves from the deliberation and decision making regarding their club or program. Their affiliation to the conflicting organization must be announced to UUAB during open forum and prior to the items introduction to the UUAB. Announcements must occur during all meetings that refer to that entity.
- 8. Leave of Absence
  - 8.1. Members are permitted to take an extended leave of absence from their position, not to exceed one quarter. The request for a leave of absence must be made in writing to the Chair. During the leave of absence, an alternate will fill the temporarily vacated position. The alternate will be selected through the appointment process detailed in Section 5 and will have voting privileges during their term.

- 8.2. Upon return from a leave of absence the member is required to inform the Chair in writing of their intent to return to the UUAB. If the member does not notify the Chair in writing of their intent to return within two weeks of the date of return, the alternate will become a permanent member of UUAB.

## 9. University Union Advisory Board Meetings

### 9.1. Regular Meetings of the University Union Advisory Board

- 9.1.1. At the first meeting of the academic year the date, time, and location of the regular meetings to be held during the academic year will be established and documented in the Standing Rules, in accordance with the guidelines set out in this section. No meeting may be held in a facility that prohibits admittance on the basis of race, religion, national origin, ethnicity, color, age, gender, marital status, citizenship, sexual orientation, disability, or in any location that requires an admission charge or payment.

### 9.2. Special Meetings of the University Union Advisory Board

- 9.2.1. The Chair of the Board or the majority of the membership of the UUAB can call a special meeting.
- 9.2.2. The person or persons calling the Special Meeting shall give written notice of the meeting to each member and to any other person or medium who has requested notice in writing. The Notice of Special Meeting shall be delivered at least 24 hours before the meeting, and shall specify the date, time, location and the business to be transacted or discussed. In addition, written notice may be dispensed to any person or entity who, at or prior to the time of the meeting, submitted a written waiver of notice. Written notice also may be dispensed to any person or entity that is actually present at the meeting at the time it convenes. (Refer to California Education Code Section 89306.5 for detailed requirements.)
- 9.2.3. No business other than the business specified in the Notice of Special Meeting shall be considered at this Special Meeting

### 9.3. Open Meeting Requirements.

- 9.3.1. Open Meetings. Except as provided in this section, the meetings of the University Union Advisory Board shall be open and public, and all persons shall be permitted to attend.
- 9.3.2. Violation of Open Meeting Laws. Each member of the University Union Advisory Board who attends a University Union Advisory Board Meeting where an action is taken in violation of any provision of the California Education Code Sections 89305-89307, with knowledge that the meeting is in violation of these provisions is guilty of a misdemeanor.

### 9.4. Meeting Definition

- 9.4.1. "Meeting" includes any congregation of a majority of the voting membership at the same time and place to hear, discuss, or deliberate upon any item that is within the subject matter jurisdiction of the University Union Advisory Board. As set forth in Section 89305.1 of the California Education Code, Meeting does not include:
  - 9.4.1.1. Individual contacts or conversations between a member of the University Union Advisory Board and any other person.
  - 9.4.1.2. Attendance of a majority of the voting members of the University Union Advisory Board at a conference or similar gathering open to the public that involves discussion of issues of general interest to the public or to higher education, provided that the members do not discuss among themselves, other than as part of a scheduled program, business of a specified nature that is within the subject matter jurisdiction of the University Union Advisory Board.
  - 9.4.1.3. Attendance of a majority of the voting members of the University Union Advisory Board at an open and noticed meeting of another body or entity created or formed by the University Union Advisory Board, provided that the members do not discuss among themselves, other than as part of a scheduled meeting, business of a specified nature that is within the subject matter jurisdiction of the University Union Advisory Board.

- 9.4.1.4. Attendance of a majority of the voting University Union Advisory Board members at a purely social or ceremonial occasion, provided that the members do not discuss among themselves, other than as part of a scheduled meeting, business of a specified nature that is within the subject matter jurisdiction of the University Union Advisory Board.
  - 9.4.2. Any person may request that a copy of the agenda or a copy of all the documents that constitute the agenda packet, of any meeting of the legislative body be mailed to that person. (Refer to California Education Code Section 89306.5 for detailed requirements.)
  - 9.4.3. In the event that any meeting is willfully interrupted by a group or groups of persons so as to render the orderly conduct of that meeting unfeasible, and order cannot be restored by the removal of individuals who are willfully interrupting the meeting, the members of the legislative body conducting the meeting may order the meeting room cleared and continue in session.
    - 9.4.3.1. Only matters appearing on the agenda may be considered in that session.
    - 9.4.3.2. Representatives of the press or other news media, except those participating in the disturbance, shall be allowed to attend any session held pursuant to this section.
    - 9.4.3.3. The University Union Advisory Board may establish a procedure for readmitting an individual or individuals not responsible for willfully disturbing the orderly conduct of the meeting.
- 9.5. Meetings by Teleconference
  - 9.5.1. "Teleconference" means a meeting of the University Union Advisory Board, by which the members are in different locations connected by electronic means.
  - 9.5.2. As set forth in Section 89305.1 of the California Education Code, the University Union Advisory Board may use "teleconferencing" for the benefit of the public and the University Union Advisory Board in connection with any meeting or proceeding authorized by law. There must be a specific, posted location where the meeting is considered as being held. At least one member must be present at this location, and the location must meet all accessibility requirements specified in Section 9. The teleconference meeting shall comply with all requirements of the applicable provisions of the law. (Refer to California Education Code Section 89305.1(B) (2) for detailed requirements.)
  - 9.5.3. If the University Union Advisory Board elects to use teleconferencing it shall post agendas at all teleconference locations and conduct teleconference meetings in a manner that protects the statutory and constitutional rights of the parties or the public appearing before the legislative body. Each teleconference location shall be identified in the notice and agenda of the meeting or proceeding, and each teleconference location shall be accessible to the public. The agenda shall provide an opportunity for members of the public to address the legislative body directly pursuant to the California Education Code Section 89306 at each teleconference location.
  - 9.5.4. All votes taken during a teleconferenced meeting shall be by roll call.
- 9.6. Closed Sessions
  - 9.6.1. Closed session discussions by the University Union Advisory Board are permitted for limited purposes in accordance with California Education Code Section 89307 for detailed regulations regarding closed sessions.)
    - 9.6.1.1. The University Union Advisory Board may hold closed sessions to receive advice from the Corporation's attorney, to employ, evaluate, or dismiss an employee, or to hear complaints or charges brought against an employee, unless the employee requests a public hearing.



9.6.1.2. The University Union Advisory Board may hold closed sessions with the designated representatives of ASI and the University to discuss salaries, salary schedules, or compensation paid in the form of fringe benefits. However, prior to the closed session, the University Union Advisory Board will hold open and public session in which it identifies its designated representatives. Closed sessions shall not include final action on proposed compensation of one or more employees.

9.6.1.3. The University Union Advisory Board may hold closed sessions when considering the appointment, employment, evaluation, discipline, or dismissal of an ASI employee.

9.6.1.4. The University Union Advisory Board also may hold closed sessions to discuss investments if the University Union Advisory Board determines that a public discussion could have a negative impact on the Corporation's financial situation, but the members shall not take action on such financial investments in Closed Session.

9.6.2. Prior to holding any closed session, the University Union Advisory Board shall disclose, in an open meeting, the item or items to be discussed in closed session. In closed session, the members may consider only those matters covered in this statement.

9.6.3. The members shall publicly report any action taken in closed session and the vote or abstention of every member present at the meeting during which the closed session is held.

## 9.7. Public Posting

9.7.1. At least 72 hours before a regular meeting, the University Union Advisory Board shall post an agenda containing a brief general description of each item of business to be transacted or discussed at the meeting, including items to be discussed in closed session. The agenda shall specify the date, time and location of the regular meeting and shall be posted in a location that is freely accessible to members of the public.

9.7.2. No action or discussion shall be undertaken on any item not appearing on the posted agenda, except that a member may briefly respond to statements or questions posed by a person exercising his or her public testimony rights during Open Forum. (Refer to California Education Code Section 89305.5. (2) for detailed requirements.)

9.7.3. The members may take action on Business Items that do not appear on the posted agenda, but are publicly identified under any of the following conditions:

9.7.3.1. Upon determination, pursuant to Special Meeting requirements, that an emergency situation exists. (Refer to California Education Code Section 89306.5. for definition of "emergency situation.")

9.7.3.2. Upon determination by a two-thirds vote of the members present at the meeting, or if less than two-thirds of the members are present, a unanimous vote of those members present is needed to take immediate action and the need for action came to the University Union Advisory Board after the agenda was officially posted.

9.7.3.3. The item was posted as required in Section 9 for a prior University Union Advisory Board meeting occurring not more than five calendar days prior to the present meeting.

## 9.8. Public Comment Requirements

9.8.1. Every University Union Advisory Board agenda for regular meetings shall provide for an Open Forum where members of the public may directly address the Board.

- 9.8.2. Every notice for a Special Meeting shall provide an opportunity for members of the public to directly address the University Union Advisory Board concerning any item that has been described in the notice for the meeting before or during consideration of that item.
- 9.8.3. The University Union Advisory Board shall not prohibit public criticism of anything related to ASI, the University Union Advisory Board, or both. This requirement does not confer any privilege for expression beyond that otherwise provided by law.
- 9.8.4. The University Union Advisory Board may adopt reasonable regulations to ensure that the intent of subdivision (a) is carried out, including but not necessarily limited to, regulations limiting the amount of time allocated for public testimony on a particular issue and for each individual speaker.

## 10. Quorum and Voting Requirements

- 10.1. Quorum for the UUAB shall consist of 50% plus one member. An action approved by a majority vote of the eligible members present at any UUAB meeting at which quorum is present is an action of the UUAB.
  - 10.1.1. Proposed new and revised policies will require an affirmative 2/3 vote of the membership of UUAB prior to formally recommending any changes to the ASI Executive Director and University President or designee for ultimate approval and implementation.
- 10.2. The UUAB shall not take any action by secret ballot, whether preliminary or final.