

HIGHLANDER UNION GOVERNING BOARD OPERATING CODE AND BYLAWS

Section I - Charge

By authority of and the direction of the Vice Chancellor Student Affairs, the Highlander Union Governing Board shall recommend policy consonant with regulations for the operation of the Center as an auxiliary enterprise of the University. The responsibility of the Board shall include the fiscal integrity of the Highlander Union, the assignment and use of space and such other matters as may directly involve overall operations of the Highlander Union. The Highlander Union Board shall ensure that the services and facilities of the Highlander Union fittingly meet the needs of the social and intellectual community of the University.

Section II – Membership

A. Board Composition

1. The Board shall be appointed by the Vice Chancellor Student Affairs under the recommendation of the Highlander Union Building (HUB) Director, the President of the Associated Students of UCR (ASUCR), the Graduate Student Association (GSA), and the Academic Senate as described below. Each Board member shall have a two-year term of office starting August 1st of each academic year and ending no later than July 1st in the final year of their term. The student members may be reappointed and should reflect different class levels to ensure continuity on the Board. The Board Student Representative Application will be released at the start of the Spring Quarter term and close by June 1st. Potential candidates are strongly encouraged to attend HUB

Governing Board meetings and/or committees to have a greater understanding of the role and responsibilities.

All nominations are due to the HUB Director no later than July 1st. The term of office commences on August 1st and continues through to the end of their term as noted on their appointment letter. ASUCR or the GSA will make temporary appointments to complete terms vacated by graduating students whose term ends on the last day of the quarter in which they graduate or permanently leave UCR. ASUCR and the GSA have the right to select an interim Board member to complete any representative's term for any of their representatives who are unable to fulfill their term.

Selection of the Board will be determined as follows:

1. Six undergraduate students as recommended by ASUCR President after review of eligible candidate applications
2. Three graduate students as recommended by the GSA President after review of eligible candidate applications
3. The ASUCR President, ex-officio with a vote if they attend meetings in their entirety. This position does not count towards quorum at meetings, and stipends are only issued for meetings the ASUCR President attends.
4. The GSA President, ex-officio with a vote if they attend meetings in their entirety. This position does not count towards quorum at meetings, and stipends are only issued for meetings the GSA President attends.
5. One member of the faculty, as recommended by the Academic Senate.
6. One member of the staff, as recommended by the Vice Chancellor Student Affairs.

7. The HUB Director, ex-officio without vote, as recommended by the Vice Chancellor Student Affairs.

8. The Chancellor or a designated representative, ex-officio without vote.

A. Officers

1. A student Chairperson of the Highlander Union Board of Governors shall be elected by all the Board Members at the June meeting of each academic year and will serve as Chair- elect through September 30 at which time they assume the role of Chair. The Chair will have served one previous term on the Board if possible. Should the Board be unable to fill the position of Chairperson in this scenario, the HUB Director will work with ASUCR and GSA to appoint the Chairperson, Vice Chairperson, and Secretary.
2. A student Vice Chairperson of the Highlander Union Board of Governors shall be elected by all the Board Members at the first meeting of the academic year
3. Ex-officio members of the board are not eligible to serve as the Chair, Vice- Chair, or Secretary.
4. If the Chairperson, Vice Chairperson, and Secretary positions cannot be filled by the June meeting, the HUB Director will set up the next Board meeting, in which an election must occur before further business can continue. Should the Board be unable to fill the position of Chairperson in this scenario, the HUB Director will work with ASUCR and GSA to appoint the Chairperson, Vice Chairperson, & Secretary.
5. The Chairperson and Vice Chairperson should alternate in class level, so if one is an undergraduate student the other should be a graduate student. If no Board member self-nominations are made, then the Chairperson shall nominate from the eligible alternate class level for the position in question.

6. A student Secretary shall be elected by all the Board Members at the first meeting of the academic year.
7. The Secretary shall be responsible for recording the minutes of every HUB Governing Board meeting and maintain a record of all minutes throughout the academic year.
8. The Chairperson, Vice Chairperson, or Secretary may resign their position at any time during the academic year and, if they wish to remain on the Board as a regular student member, may do so if they have given the Board two weeks' notice before the next Board meeting.
9. Should the Chairperson resign their position, the Vice Chairperson will be elevated to Chairperson in the interim pending an election at the next meeting.
10. Should the Vice Chairperson resign their position, the Secretary will be elevated to Vice Chairperson in the interim pending an election at the next meeting.
11. Should the Secretary resign their position, the Vice Chairperson will take on the duties of the Secretary until an election is conducted at the next meeting.
12. If the Chairperson, Vice Chairperson, and Secretary positions are simultaneously vacant, the HUB Director will set up the next Board meeting, in which an election must occur before further business can continue. Should the Board be unable to fill the position of Chairperson in this scenario, the HUB Director will work with ASUCR and GSA to appoint the Chairperson, Vice Chairperson, and Secretary.

B. Absences/Removal

1. The Chairperson, Vice Chairperson, or Secretary may be removed from their position through an impeachment proceeding motion at any time during a Board meeting.
2. A two-thirds vote from the quorum of eligible voting Board members present during an impeachment proceeding motion will result in immediate removal of the position in

question after presenting grievances against the member in the position. However, this member will continue to remain on the Board unless a motion is made to remove the Board member as outlined in these Bylaws. Appeals for each Board member who wishes to remain in the aforementioned positions must be made to the Board within one meeting.

3. Any member absent from a meeting shall forfeit without recourse their voting right for that meeting. A member absent in excess of two consecutive Governing Board meetings may be removed from the Governing Board by two-thirds vote.
4. A member who has missed three non-consecutive meetings will automatically be recommended for removal from the Board.
5. ASUCR and the GSA reserve the right to remove their nominated members per their own governing policies insofar as they notify the Board of the outcome within forty-eight (48) hours.

- i. Undergraduate student members may be removed by a two-thirds vote by ASUCR Senate requesting that the Vice Chancellor Student Affairs remove the member.

- ii. Graduate members may be removed by a two-thirds vote by the GSA General Council requesting that the Vice Chancellor Student Affairs remove the member.

B. Onboarding

1. Recommended appointees to the HUB Governing Board must meet with their respective President to review necessary appointment information and documents before they will be allowed to serve in any Board meetings. The HUB Director will also provide instructions regarding payroll and HR documentation. Any member who does not complete their required Human Resources/Payroll onboarding by the 2nd HUB Governing

Board meeting of the year is ineligible to participate and vote until the onboarding process has been completed.

B. Honorarium

1. The student voting members of the Board shall be eligible to receive an honorarium of \$200 per month for each month served including summer months and the Chair shall be eligible for an honorarium of \$250 per month. Honoraria will be reviewed every two years.
2. If no meeting is held during any given month, then no honorarium shall be given for that month.

Section III - Meetings

- A. The Board shall meet at least once a month during the fall, winter, and spring quarters of the academic year and/or at the call of the Chairperson. The first meeting of the academic year will be called by the HUB Governing Board Chair.
- B. Upon petition of six of the voting membership of the Board, the Board shall meet at additional times.
- C. All regular meetings shall be open to the public except for personnel discussions.
- D. Official notice of all regular meetings shall be sent out by the HUB Director to the following interested organizations no later than one week before said meeting:
 - a. The members of the Highlander Union Board of Governors
 - b. The Vice Chancellor of Student Affairs
 - c. The Associated Students
 - d. The Graduate Student Association
 - e. The Highlander
 - f. KUCR
 - g. All residents in the Highlander Union

D. Government

The Highlander Union Board of Governors shall abide by the rules, regulations, and procedures as set forth in Robert's Rules of Order, revised with the following noted exceptions.

1. Exceptions designated otherwise in the Board's Operating Code and Bylaws.
2. The Rules of Order may be suspended by the Chairperson.

D. Agenda

The Chairperson of the Board shall prepare an agenda for each meeting to be available at the Highlander Union Front Desk 24 hours before the meeting.

1. All topics for discussion or requests for action shall be scheduled on the agenda of the Board of Governors prior to each meeting
2. Agenda topics must be submitted 24 hours in advance by a member of the Highlander Union Board of Governors or the Executive Secretary.
3. Topics introduced spontaneously under the section designed as New Business may be initiated only by members of the Highlander Union Board of Governors or the Highlander Union Director. Major policy issues, as determined by the board and not included in the advance agenda, should be discussed and/or voted on at the following meeting.
4. The Chairperson shall reserve the right to disallow any discussions or requests not consistent with the agenda schedule.

F. Voting

1. A majority of the Board shall constitute a quorum. At least five students must be present. In July, and August a reduced quorum shall consist of at least three students and one staff or one faculty member
2. There shall be no voting by proxy on the Board.
3. Contracts and other obligations shall be entered into in accordance with established University policies. Long-range contracts, concessions, and services shall require prior review before voting by the Highlander Union Board.

G. Minutes

1. One complete set of minutes shall be held by or sent to the Executive Secretary, Graduate Student Association, Associated Students, and shall be available upon request to any registered student of UC Riverside. The most recent agenda and approved minutes shall be available on the HUB website within five working days after the meeting.
2. Minutes of the Board meetings shall be presented for approval at the next meeting of the Board.

Section IV – Board Resolutions and Directives

1. Board Directives or “Directives” are procedures and instructions to HUB Board Members and HUB staff regarding the internal administration of the Board’s statutory responsibilities. Board directives are reviewed by Board Members and appropriate staff, and approved and signed by the Chair and the HUB Director.
 - a. Directives may be used to formally request the HUB Director and/or HUB staff to review and research an issue and make a recommendation to the Board, if needed, at a subsequent meeting.

- b. Directives go into effect immediately and can be adopted by a simple majority of the HUB Governing Board, if quorum is present at the meeting during which the resolutions is being considered.
 - c. Directives shall pertain only to issues or matters that have the potential to impact the effective operations, services, or resources of the Highlander Union Building.
- 2. Board Resolutions or “Resolutions” grant HUB Board Members the authority to act on recommendations, make budgetary appropriations, and execute documents on behalf of the HUB Governing Board.
 - a. Resolutions may be used by the HUB Governing Board to provide a formal expression of opinion, will, or intent on issues or matters pertaining to the smooth and effective operations of the Highlander Union Building and its relevant resources or services.
- 3. Board Resolutions and Directives must be submitted to the Executive Committee in advance of a general meeting of the HUB Governing Board. The Executive Committee shall coordinate with the HUB Director to review and distribute legislation to all HUB Governing Board Members, no later than 72 hours before a regularly scheduled HUB Board meeting.

Section V- Standing Committees

- 1. To facilitate the oversight of the business of the HUB Governing Board and the Highlander Union Building, the Chair of the HUB Governing Board may establish Standing Committees, with a ratification vote by HUB Governing Board members.

2. Standing Committees are established under the terms set forth in the Bylaws. The primary purpose of Standing Committees shall be to consider and recommend actions and propose policies in the functional areas under their jurisdictions, subject to final approval by the HUB Governing Board.

3. Standing Committees may meet between regularly scheduled HUB Governing Board meetings to conduct business, with reports on actions taken to be provided at following general meeting of HUB Board members.

4. The Chair of the Board, in consultation with the HUB Director, may determine that a matter should be brought directly to the full Board, rather than referred to a Standing Committee.

5. The following Standing Committees are hereby established and shall provide strategic direction and oversight on matters within their respective areas of responsibility, as described below and in the Bylaws:

a. Executive Committee: The Executive Committee shall consist of the elected Chair, Vice-Chair and Secretary of the HUB Governing Board and the HUB Director. The Executive Committee shall have and exercise the authority of the Board of Directors in the management and affairs of the Highlander Union Building, except as otherwise provided in the section establishing the Executive Committee.

b. Finance Committee: The Finance Committee shall consist of at least one undergraduate board member, one graduate board member and the Highlander Union Building Director. The Finance Committee shall be responsible for developing and reviewing the budget in coordination with the Highlander Union Building Director under the direction of the Vice Chancellor of Student Affairs. The HUB Governing

Board shall review the budget not less than once a quarter. The Finance Committee shall also be responsible for evaluation and approving major maintenance and equipment replacement project no less than once a year.

i. A year-end financial statement showing the financial condition of the Highlander Union Building shall be made available and accessible online.

c. Arts and Culture Committee: The Arts and Culture Committee shall consist of at least one undergraduate board member, one graduate board member, and the Highlander Union Building Director. General membership and participation on the Arts & Culture Committee is open to any registered undergraduate and graduate students. The Arts and Culture Committee shall champion the installation, appreciation and expression of art and culture throughout the Highlander Union Building and related properties. The Committee shall facilitate and support opportunities for the UCR community to participate in cultural activities and expand upon a collective artistic vision for the Highlander Union Building.

Section VI – Subcommittees

- A. The Chairperson of the Highlander Union Board of Governors may establish subcommittees as it is deemed necessary for the efficient conduct of the business of the Board.
- B. Members of the subcommittee shall be appointed and removed by the Highlander Union Board of Governors. The Highlander Union Governing Board is the chair for all subcommittees.
- C. The Subcommittee Chairperson is responsible for calling the next subcommittee meeting and reporting subcommittee actions at each Highlander Union Board meeting.

- D. Subcommittee meeting notices shall be sent to all board members within 48 hours of the meeting. All subcommittee meetings are open to all board members.

Section VII – Officers

A student Chairperson of the Highlander Union Board of Governors shall be elected by all the Board Members at the June meeting of each academic year and will serve as Chair- elect through September 30 at which time they assume the role of Chair. The Chair will have served one previous term on the Board if possible. Should the Board be unable to fill the position of Chairperson in this scenario, the HUB Director will work with ASUCR and GSA to appoint the Chairperson, Vice Chairperson, and Secretary.

A. Duties of the Chairperson:

1. The Chairperson shall call all meetings of the Highlander Union Governing Board.
2. The Chairperson shall prepare an agenda for each Highlander Union Board meeting and then notify the Highlander Union Director to send a meeting notice along with the agenda to the organizations listed in Section III D.
3. The Chairperson shall preside at all meetings of the Highlander Union Board.
4. The Chairperson shall have the authority to establish any subcommittee necessary to efficiently conduct business of the Highlander Union Board.

Section VIII – Personnel

A. Duties of the Highlander Union Director

The Highlander Union Director shall:

1. Coordinate activities with the Highlander Union Board, keeping them informed of planning activities, ongoing projects, and the financial posture associated with the Highlander Union complex.
2. On a continuing basis originate, plan, and execute projects within the direction and guidelines established by the Highlander Union Board.
3. Perform administrative duties necessary to sustain the functional operations of the Highlander Union complex within the basic guidelines established by the Highlander Union Board.
4. Bring ongoing complaints or problems, which have policy implications to the Highlander Union Board. Initial responsibility for referral of complaints concerning Highlander Union operations rest with the Highlander Union Administration.
5. Assist in developing department policies and procedures to implement Highlander Union policy.
6. Review financial statements on a monthly basis and provide the Finance Subcommittee with financial statements of the auxiliary enterprises and status/cost reports of projects to be reviewed at Highlander Union Board meetings.
7. Serve on the Finance Subcommittee and assist with the development of budgets and staffing levels.
8. Assist the Finance Committee in drafting a letter regarding the need for major maintenance and equipment replacement projects on an annual basis. Responses will be distributed to the Finance Committee for recommendations to be submitted to the Highlander Union Board for approval.
9. Calculate service and utilities costs that are billed to Highlander Union tenants.
10. Periodically review rental rates for on- and off- campus users and recommend guidelines/policies regarding use of facilities to the Highlander Union Board.

11. Serve on subcommittees, upon appointment of the Highlander Union Board, that are established by the Board on expansion, subcontract negotiations, space usage, rental rates or policies, and any other subcommittees that may result from issues needing subcommittee review before going to the Highlander Union Board.
12. Respond to other requests from the Highlander Union Board members.
13. Develop and convene a Board orientation program.

B. Employees

All personnel policies and procedures shall be set in accord with established University practice. No person employed by or seeking employment with the University shall be discriminated against because of race, color, religion, marital status, national origin, ancestry, sex, sexual orientation, physical or mental handicap, medical condition, status as a Vietnam-era veteran or disabled veteran, or within the limits imposed by law or University regulations because of age or citizenship.

Section IX – Conflict of Interest

- A. No contractor or vendor to the Highlander Union, during the period of the contracts, shall be on the Highlander Union Board of Governors or shall be on any other board or committee that has a financial interest in the operation of the Highlander Union.
- B. No employee of the Highlander Union Board, nor any employee of a contractor or vendor to the Highlander Union, shall be on the Highlander Union Board during the period of such employment.

Section X – Amendments

- A. A two-thirds vote of the total voting membership of the Highlander Union Board shall be required for the adoption or amendment of the Operating Code and Bylaws.
- B. Amendments adopted by the required vote shall take effect immediately, upon approval of the Vice Chancellor Student Affairs, unless otherwise specifically provided for in the Operating Code and Bylaws or in the proposed amendment.

APPROVED BY COMMONS BOARD OF GOVERNORS 6/14/90

APPROVED BY EXECUTIVE VICE CHANCELLOR FLEISHER 7/5/90

APPROVED BY COMMONS BOARD OF GOVERNORS 8/23/93 & 9/21/93

APPROVED BY INTERIM EXECUTIVE VICE CHANCELLOR SHERMAN 1/12/94

APPROVED BY COMMONS BOARD OF GOVERNORS APRIL 26, 1994

APPROVED BY EXECUTIVE VICE CHANCELLOR WARREN MAY 12, 1994 & MAY 29, 1994

APPROVED BY COMMONS BOARD OF GOVERNORS FEBRUARY 5, 1996

APPROVED BY EXECUTIVE VICE CHANCELLOR WARREN FEBRUARY 12, 1996

APPROVED BY COMMONS BOARD OF GOVERNORS JUNE 3, 2005

APPROVED BY VICE CHANCELLOR OF STUDENT AFFAIRS SANDOVAL

APPROVED BY STUDENT COMMONS FACILITY GOVERNING BOARD 12/4/07

APPROVED BY VICE CHANCELLOR OF STUDENT AFFAIRS SANDOVAL 12/6/07

APPROVED BY STUDENT COMMONS FACILITY GOVERNING BOARD 4/20/09

APPROVED BY STUDENT COMMONS FACILITY GOVERNING BOARD 6/10/09

APPROVED BY VICE CHANCELLOR OF STUDENT AFFAIRS SANDOVAL 10/26/09

APPROVED BY HIGHLANDER UNION GOVERNING BOARD 12/1/09

APPROVED BY VICE CHANCELLOR OF STUDENT AFFAIRS SANDOVAL 12/10/09

APPROVED BY HIGHLANDER UNION GOVERNING BOARD 4/1/14

APPROVED BY VICE CHANCELLOR OF STUDENT AFFAIRS SANDOVAL 4/27/14

APPROVED BY HIGHLANDER UNION GOVERNING BOARD 6/5/18

APPROVED BY INTERIM VICE CHANCELLOR OF STUDENT AFFAIRS SMITH 6/5/18

APPROVED BY HIGHLANDER UNION GOVERNING BOARD 6/1/21

APPROVED BY VICE CHANCELLOR OF STUDENT AFFAIRS HAYNES 8/30/2022

APPROVED BY HIGHLANDER UNION GOVERNING BOARD 2/16/2023

APPROVED BY VICE CHANCELLOR OF STUDENT AFFAIRS HAYNES 7/7/2023