

University of California Graduate and Professional Council Charter

October 14, 2017

ARTICLE I. NAME

The name of the organization shall be the University of California Graduate and Professional Council.

ARTICLE II. PURPOSES AND FUNCTIONS

Section 1. Purpose

The Council shall have as its general objectives:

Provide a forum for the expression and recognition of graduate and professional students' needs and rights within the University of California system

Promote the needs, rights, and interests of the current and future graduate and professional student body both to the University of California and to outside entities, including legislative bodies and government agencies.

Support communication, cooperation, and collaboration among individual graduate and professional student associations on each campus.

Section 2. Nonprofit Status and Compliance

The Council shall operate as an unincorporated nonprofit association for the betterment of the social welfare of former, current, future and prospective University of California graduate and professional students pursuant to California Corporations Code Section 21300 and in compliance with IRC 501(c)(4) and University of California Regents' Policy PACAOS-60.

Section 3. Function

The Council shall serve as a coordinating and service agency for the several individual Graduate and Professional Student Associations on separate campuses of the University and will represent them to all state- or university-wide agencies on issues of common concern. It will gather and disseminate information on issues before the legislative and executive branches of California's government and the United States government, other relevant state units dealing with higher education, the University administration, and the Board of Regents. It will monitor and may attempt to influence any pending administrative policy, Regents' policy, legislation or otherwise

affecting graduate and professional students of the University of California, to the extent permissible by University of California Regents' Policy.

Section 4. Association Development

The Council shall also encourage and assist the development or expansion of or coordination between the various campus Graduate and/or Professional Student Associations.

Section 5. Autonomy of Associations

Nothing in these Articles is intended to preempt, preclude, or in any way interfere with the actions of any individual Graduate and/or Professional Student Association in dealing with graduate and professional student interests on any particular campus, or to preclude any Student Association from taking positions on statewide issues. The Council will not take a position on issues pertinent only to a particular campus unless requested to do so by all member Graduate and Professional Associations of that particular campus.

Section 6. Independence

The Council shall carry out its functions independent of the activities of the University of California, but may enter into agreements with other entities including the University of California facilitating the operation of the Council, for functions consistent with the purpose of the Council, or recognition by the University of California.

ARTICLE III. MEMBERSHIP

Section 1. Membership Criteria

Membership in the Council is open to any Graduate and/or Professional Student Association on a campus of the University of California which subscribes to the objectives and purposes of the Council and which accepts the principle that membership should, in general, correspond to status as a Graduate or Professional Student upon a single campus. In the case that a campus has separate or multiple Graduate and/or Professional Student Association, the Council shall determine, in consultation with the multiple Graduate and/or Professional Student Associations of the affected campus a means of recognizing a conglomerate of the multiple Graduate and/or Professional Student Associations from the affected campus within a single voting membership.

Section 2. Membership Benefits

Membership in the Council shall entitle a campus Graduate and/or Professional Student Association or conglomerate of such Associations to a vote in the Council, with no more than one voting membership to be recognized per campus.

Section 3. Membership Recognition

Membership shall be recognized by vote of the Council finding the Association or conglomerate is in keeping with the criteria in this article.

ARTICLE IV. DUES AND ASSESSMENTS

Section 1. Payment

Each Association or conglomerate recognized with membership shall pay annual dues to the Council that are assessed for the purposes of the operation and programming of the Council in accordance with University of California Regents' Policy on student government payment of dues to external organizations,

Section 2. Delinquency

Any Association or conglomerate which is delinquent as defined by the board of the coalition in the payment of dues to the Council shall thereby cease to be in good standing and shall be restored to good standing only by action of Council.

Section 3. Waiver

The Council may waive dues for any Association or conglomerate in the case of demonstrated financial hardship by vote of the Council; a waiver shall allow an association or conglomerate remain in good standing.

Section 4. Dissolution

In the event of dissolution of the Council, after payment of all outstanding debts or liabilities, any remaining assets shall be distributed among the member Associations in proportion to their respective assessed and paid dues in the absence of a vote of the Council to distribute remaining funds to a subsequent organization with a purpose consistent with the purpose of the Council.

ARTICLE V. BOARD OF DIRECTORS AND OFFICERS

Section 1. Board of Directors

The Board of Directors shall act as the governing and fiduciary body of the Council. The Board of Directors shall consist of delegates from each Association or conglomerate recognized for membership in the Council. These delegates will be selected in such manner and for such terms as determined by each individual Association or conglomerate and shall represent that Association or conglomerate on all matters determined by the Board. The Student Regent, Regent Designate, and Student Advisor to the Regents, as well as the Graduate Chair of the UC Council of Student Body Presidents shall be *ex officio* non-voting members of the Board of Directors. The Council may also recognize other *ex officio* members from other organizations with which it establishes memoranda of understanding effecting such.

Section 2. One Vote Per Campus

The Association or conglomerate representing each campus in good standing shall be entitled to

a single delegate responsible for casting the vote of the Association or conglomerate on the Board. Associations may designate alternate delegates for recognition in the absence of a primary delegate. Additional non-voting delegates selected by Associations or conglomerates are encouraged to attend and reflect the diversity of the campus.

Section 3. Executive Officers of the Council

The officers of the Council shall be at minimum, a President (CEO), a Chair (COO), a Treasurer (CFO), a Vice Chair (CIO). These officers shall serve on the Executive Committee. The Council may designate additional officers or members of the Executive Committee as necessary in fulfilling the purpose of the Council.

Section 4. Election and Removal of Officers

The officers of the Council shall be elected by vote of the Board. They may be removed from office, during a term via vote of the Board. Any graduate or professional student of the University of California shall be eligible to be an officer of the Council upon nomination by a member of the Board.

Section 5. Vacancy

Upon a vacancy of the President, the Chair shall serve as interim President until the next properly noticed meeting. Upon the vacancy of another officer position, the Executive Committee shall appoint an interim officer until the next properly noticed meeting. A special election to fill a vacant position shall occur as the first item of business at the first properly noticed meeting subsequent to a vacancy.

Section 6. Voting Privileges of Officers.

Associations or conglomerates shall endeavor to elect or appoint an alternate who shall be recognized on behalf of the Association or conglomerate should a delegate be elected to an officer position. An officer may vote on behalf of their association or conglomerate in the case that an Association or conglomerate does not have an alternate present.

ARTICLE VI. OPERATIONS

Section 1. Meetings

The business of the Board may be conducted at in-person meetings, via teleconference, or by email, provided that an in-person meeting of the Board shall be held at least once each year and shall be called upon a request of the majority of the Board. A meeting of any type must happen at least once every other month. An in-person meeting may be attended via teleconference in the case of financial or other hardship, as recognized by the Board. Unless otherwise procedurally

specified by the charter or by-laws, meetings shall follow the Robert's Rules of Order (newly revised).

Section 2. Bylaws

The Board may adopt bylaws providing for the operations of the Council in keeping with the purpose of the Council and this Charter.

Section 3. President (CEO)

The President shall serve as the chief executive officer of the Council and maintain signing authority for the Council. The President shall chair the Executive Committee. The President may be assigned additional duties by the Board.

Section 4. Chair (COO)

The Chair shall serve as the chief operating officer of the Council preside over and facilitate meetings of the Board of Directors. The Chair may be assigned additional duties by the Board.

Section 5. Treasurer (CFO)

The Treasurer shall serve as the chief financial officer of the Council and be the custodian of Council funds, responsible for keeping these funds in a suitable depository, for keeping the Council financial statement up to date at all times and for making it available to the members of the Council upon request. The Treasurer shall prepare a financial report for distribution to the members of the Council at least once every three months. The Treasurer shall be responsible for the disbursing of funds of the Council as authorized by the Executive Board. The Treasurer may be assigned additional duties by the Board.

Section 6. Vice Chair (CIO)

The Vice Chair shall replace the Chair as the presiding officer in the absence of the Chair. The Vice Chair serve as the chief information officer of the Council and maintain minutes, positions, and records of the policies and positions of the Council. The Vice Chair shall also serve as the organization's Parliamentarian. The Vice Chair may be assigned additional duties by the Board.

ARTICLE VII. AMENDMENTS

Section 1. An amendment to this charter may be proposed by any member of the Board. It shall require a two-thirds vote of the members of the Board of Directors in good standing to be approved for submission for ratification to member associations. An amendment submitted to member associations must be ratified by a majority of the campus associations or conglomerates eligible for membership to be adopted.

This charter was approved to send to member associations for ratification in “Resolution Approving the University of California Graduate and Professional Council Charter, Submitting it to Member Associations for Ratification, and Providing for Additional Implementation Details” by delegates of the graduate and professional student associations of the various University of California campuses on October 14, 2017 at meeting of the University of California Graduate and Professional Coalition, an interim organization dedicated to establishing the University of California Graduate and Professional Council, by vote of 5-0-3. Upon ratification by six member associations, this charter will be adopted.