

OREGON STUDENT  
ASSOCIATION  
BYLAWS

635 NE Dekum St, Portland, OR, 97211



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## Article I: Statement of Purpose

The Oregon Student Association (OSA) is established to represent, serve and protect the collective interests of students in public post-secondary education including the Public University System, Oregon Health and Sciences University, and Oregon's Community Colleges. The purposes of this corporation are to represent, advocate and further the interests and welfare of students in public higher education in Oregon before the Oregon Legislature, the office of the Governor, state and federal agencies, Congress, and the judicial system, provided that this corporation does not participate in or intervene in any political campaign on behalf of any candidate for public office; to provide a central clearinghouse for information among the member student associations; and to undertake any other activity which affects the students in the Oregon State System of Higher Education. It shall be the policy of the Oregon Student Association Board of Directors to establish a platform to be composed of issues dealing with the interests of students in higher education and, to a lesser extent, issues affecting students as citizens. For maximum usage of resources, the main focus of interest for the Oregon Student Association is the area of higher education. However, the OREGON STUDENT ASSOCIATION shall represent students on issues affecting them as citizens, working on such issues on a selective, limited basis to be determined by the Board of Directors. The criteria for selection of these issues shall include whether there is a potential impact on students and a potential for students to have an impact on the issues to be determined, in part, by the need for and availability of a student resource base.

## Article II: Three Boards, One Organization

There are three integral components of THE OREGON STUDENT ASSOCIATION: The Board of Directors (BOD), The Oregon Students of Color Coalition (OSCC), and The Oregon Student Equal Rights Alliance (OSERA).

### The Board of Directors Purpose

The Board of Directors is in line with the statement of purpose for THE OREGON STUDENT ASSOCIATION (see ARTICLE I).

### The Oregon Students of Color Coalition Purpose

The Oregon Students of Color Coalition is a statewide coalition of students advocating for equal access to education by empowering students of color and strengthening communities of color.

### The Oregon Student Equal Right Alliance Purpose

The Oregon Student Equal Rights Alliance is striving to achieve equal access to education for Lesbian, Gay, Bisexual, Transgender, and Queer people within Oregon's educational communities.

### Intent of Boards

To meet the goals of THE OREGON STUDENT ASSOCIATION to represent, advocate and further the interests and welfare of students in public higher education the Oregon Students of Color Coalition (OSCC) and the Oregon Student Equal Rights Alliance (OSERA) are recognized as integral decision makers in our organizational progress. They were developed in order to organize and work on issues facing their individual communities of students and to develop future leaders.

THE OREGON STUDENTS OF COLOR COALITION was created so students of color had the means of advocating for issues facing students of color on Oregon's college campuses. THE OREGON STUDENT EQUAL RIGHTS ALLIANCE was also created so students in the lesbian, gay, bisexual, transgender and queer (LGBTQ) community had a means to advocate for issues facing LGBTQ students.

The purpose of creating THE OREGON STUDENTS OF COLOR COALITION and THE OREGON STUDENT EQUAL RIGHTS ALLIANCE is to recognize that students of color and LGBTQ students face particular issues relating to their communities. They face issues such as access, safety, and retention that are not faced by all students. These issues need to be addressed by THE OREGON STUDENT ASSOCIATION.

Students active in THE OREGON STUDENTS OF COLOR COALITION and THE OREGON STUDENT EQUAL RIGHTS ALLIANCE will decide how their respective board is governed, how often they meet, and the issues for the group each year. Each board has their own bylaws that determine how the boards function. THE OREGON STUDENTS OF COLOR COALITION will take stances on issues facing students of color under the name of THE OREGON STUDENTS OF COLOR COALITION and THE OREGON STUDENT EQUAL RIGHTS ALLIANCE will take stances on issues facing LGBTQ students in the name of THE OREGON STUDENT EQUAL RIGHTS ALLIANCE. It is also recognized that the BOARD OF DIRECTORS, THE OREGON STUDENTS OF COLOR COALITION and THE OREGON STUDENT EQUAL RIGHTS ALLIANCE share priority legislative agenda items. These agenda items are organization wide and all three boards work on them. THE OREGON STUDENTS OF COLOR COALITION and THE OREGON STUDENT EQUAL RIGHTS ALLIANCE are not solely responsible for organizing students of color and LGBTQ students; the BOARD OF DIRECTORS will still discuss, take stances, and organize around issues facing students of color and LGBTQ students as the BOARD OF DIRECTORS is made up of elected/appointed officials on their campuses and the issues facing students of color and LGBTQ students are important issues that impact all students.

## Article III: Membership

### Membership of the OREGON STUDENT ASSOCIATION, Inc.:

1. All student associations within Post-Secondary Institutions in Oregon are eligible for membership in the OREGON STUDENT ASSOCIATION, Inc.
2. For membership, each student association shall contribute funds according to guidelines determined by the Board of Directors.
3. Dues shall be paid at the beginning of the fiscal year. Under demonstrable, exceptional circumstances beyond the board members control that precludes immediate payment, the OREGON STUDENT ASSOCIATION Board of Directors and staff shall negotiate with the board member and the member's institution until a satisfactory solution can be reached. However, a good faith effort must be made on the part of the board member to pay their institution's contributions as soon as possible.
4. Any prospective member must be approved by the OREGON STUDENT ASSOCIATION Board of Directors by a two-thirds vote.

### Membership Duties and Responsibilities

Each member institution is expected to contribute to the Oregon Student Association by:

1. Providing student support during legislative sessions;

2. Demonstrating progress towards funding goals as established by the boards of THE OREGON STUDENT ASSOCIATION;
3. Providing a representative to attend meetings of the Oregon State Board of Higher Education, when necessary;
4. Promoting THE OREGON STUDENT ASSOCIATION and OREGON STUDENT ASSOCIATION activities on member campuses;
5. Participating in the development of the Oregon Student Association's annual budget;
6. Representing, along with the Executive Director or designee, the OREGON STUDENT ASSOCIATION budget before incidental fee committees;
7. Helping to raise alternative sources of funding;
8. Overseeing the expenditure of funds;
9. Setting policy;
10. Participating in other activities and projects as directed by the Oregon Student Association; and
11. Help recruit, support and retain students for the Oregon Students of Color Coalition and the Oregon Student Equal Rights Alliance.

Each member institution will be held accountable to these duties quarterly through an evaluation process by fellow organizational members. This will take place under the direction of the Executive Committee.

### New School Membership:

1. Any associated students from an Oregon post-secondary institution may petition for membership in THE OREGON STUDENT ASSOCIATION.
2. A new member school shall serve an eighteen-month probationary period.
3. Evaluation of the new members shall happen during the probationary period each six months of the period and be carried out by the OREGON STUDENT ASSOCIATION Board of Directors and their designees.
4. The evaluation shall focus on the criteria laid forth in Article III of the OREGON STUDENT ASSOCIATION Bylaws, MEMBERSHIP.
5. If progress is not shown toward meeting the membership criteria during the evaluation period, then removal can be recommended.
6. The question of removal must be put in writing for consideration at the prior board meeting to a vote on removal.
7. Any member can be put on probation by a majority vote of the entire board. Membership can be revoked by a two-thirds vote of the board after the probationary period is over if cause is given accord to the "duties of membership" clause of the OREGON STUDENT ASSOCIATION bylaws.

## Article IV: Board of Directors

### Officers

The officers of the OREGON STUDENT ASSOCIATION Board of Directors shall be two (2) co-chairs, and one (1) member at-large.

#### The Co-Chairs of the board shall:

1. Act as the official representative of the OREGON STUDENT ASSOCIATION and, as a result, the state's student population. In this capacity, the chairperson must be able to place the concerns of students across the state system of higher education at the member campuses above institutional self-interests.
2. Represent the OREGON STUDENT ASSOCIATION to the state's policymakers, education bodies and lobbyists and the public generally.
3. Preside at meetings of the board, which includes assisting in the preparation of the agenda.
4. Coordinate and Communicate with leadership of THE OREGON STUDENTS OF COLOR COALITION and THE OREGON STUDENT EQUAL RIGHTS ALLIANCE.
5. Have the option of acting as a non-voting member of all committees of the Board, with the exception of the Executive Committee.
6. Sign with the secretary/treasurer or any other proper officer of the corporation authorized by the Board of Directors, any bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof, shall be expressly delegated by the Board of Directors, or by their bylaws or statute, to some other officer or agent of the corporation.
7. Be accessible to other board members and the OREGON STUDENT ASSOCIATION staff, acting as a "problem solver." In emergency situations (where the Executive Committee members cannot be reached), the chairperson must be able to speak for the entire board, authorizing the OREGON STUDENT ASSOCIATION staff to pursue certain courses of action. The chairperson also acts as an arbitrator in personnel disputes unresolved by the Executive Director and OREGON STUDENT ASSOCIATION staff.
8. In general, perform all duties incidental to the office of chairperson of the board and such other duties as may be prescribed by the Board of Directors.
9. Keep a personnel file for the executive director.
10. Coordinate and Communicate with leadership of THE OREGON STUDENTS OF COLOR COALITION and THE OREGON STUDENT EQUAL RIGHTS ALLIANCE.

#### The at-large member shall:

1. Participate in Executive Committee meetings decisions.
2. In the absence of the chairperson, vice-chairperson, and secretary/treasurer, the at-large members shall be prepared to assist in the duties of these offices.

#### Officer and Board Member Recall:

1. Officers and board member may be recalled by a two-thirds majority vote of the full board, excluding the one being recalled.
2. In case of a recall, charges must be in writing and presented to the entire board (including the person charges are to be levied against) a month before a meeting in order to vote on a question of recall.
3. The officer or board member in question may present a case before a vote is taken.
4. Grounds for dismissal shall include, but not be limited to, not fulfilling the positions responsibilities and public misrepresentation of the Oregon Student Association's positions on issues.

## Meetings

The Board of Directors shall meet as frequently as the proper and efficient discharge of its duties may require:

1. The board may transact business only when acting as a body in open meeting.
2. The board will not be bound by any statement or action of individual board members, except when such statement or action is in compliance with instructions or policies of the board.
3. Individuals who desire to comment on any matter under consideration by the board may do so when recognized by the chairperson of the board.
4. The board may also convene special meetings which shall be at the call of the chairperson of the board, or a majority of the board, and at a time and place designated by the chairperson with at least 24 hours' notice.
5. There shall be at least nine meetings per year. Meeting shall be held on a rotational basis, with at least one meeting to be held on each of the member campuses.

## Notice of Meetings

1. The time, place and agenda of regular meetings shall be announced in a notice issued by the Executive Director at least 10 days before the Board of Directors meeting.
2. The agenda shall include, but is not limited to:
  - a. Roll call;
  - b. Approval of previous minutes;
  - c. Budget report;
  - d. Staff reports; and

## Minutes

1. The minutes of all board meeting shall be sent promptly to the board members for review after each meeting.
2. Board approved minutes of meetings may be made available to anyone requesting them.
3. A record of all regular and special meetings, including minutes and supplemental information, shall be maintained by the board and made available to Oregon State System of Higher Education students upon request.

## Voting Rights

1. Only members on the board may vote or make or second motions. Seconding of motions is required.
2. A board member may send a proxy vote with a chosen student representative in the event of that member's absence. The member's written consent to the board shall be given to the board chair prior to the meeting giving the representative temporary voting rights. Proxy votes may be used no more than three times by the same board member during the year. A written proxy detailing the voting positions of a board member on agenda items may be carried by another member of the board.
  - a. A board member may send a proxy vote with a chosen student representative from their school in the event of that member's absence.

## Voting Procedures

1. A roll call vote shall be taken with a record kept of the results, from which the vote of each member be determined.
2. Those board members abstaining from voting shall include an explanation for doing so.
3. Once a motion has been placed before the board, no board member shall be excused prior to a vote being taken.
4. A secret ballot may only be used for selection of officers.
5. A majority vote of the board constitutes approval or disapproval of any item unless otherwise noted in the bylaws.
6. For the purpose of electing officers, a quorum as defined below is required; however, an officer may be elected by a majority of votes of those board members including proxies in attendance.

## Quorum

1. A majority of the voting board members including their proxies shall constitute a quorum for the transaction of business.
2. A meeting may be called to order, but no business may be conducted until a quorum is present. If the number of board members is reduced below the quorum during a meeting, no business may be transacted, however, debate may continue, but no vote taken.

## Executive Session

1. The board may meet in executive session:
  - a. To consider the employment of the Executive Director;
  - b. To consider recalling or disciplining a officer, to hear complaints or charges brought against an officer or the executive director in accordance with current grievance procedures;
  - c. To consult with counsel concerning litigation;
  - d. To conduct contract negotiations;
  - e. To discuss confidential matter pertaining to legislative activities.
2. No executive session may be held to take any final action or make any final decision.

## Positions/Policy Statements

1. Once the members of the board accept a position or policy, by voting procedures stated in 'Voting Procedures', no member may in the name of the board take a position or action conflicting with that taken by the board.
2. Subsection 1 above is not intended to restrain board member's personal opinions, but rather to protect the credibility of the organization.

## Article V: General Assembly

### Executive Committee

1. The executive committee is comprised of one the BOARD OF DIRECTORS Chair and one (1) at-large BOARD OF DIRECTORS member, one (1) Oregon Students of Color Coalition co-chair and one (1) Oregon Students of Color Coalition member at-large, one (1) Oregon Student Equal Rights Alliance co-chair and one (1) Oregon Student Equal Rights Alliance member at-large and the Oregon Student Association Secretary Treasurer.

2. The Executive Committee shall have general supervision of the affairs of the Oregon Student Association between its business meetings, any actions of which are to be reported to the board for ratification at its first subsequent meeting. The committee shall be subject to the orders of the board and none of its acts shall conflict with action taken by the board.
3. Any member of the executive committee is eligible to serve as chair of the executive committee with the exception of the BOARD OF DIRECTORS Chair. However, in the event the chair is unable to fulfill their duties either temporarily or permanently the Oregon Student Association Secretary/Treasurer will assume the duties of the Executive Committee chairperson until the committee selects a permanent replacement. The duties of the chairperson shall include, but not be limited to:
  - a. Assisting the Executive Director with the agenda for the calls;
  - b. Executive committee facilitation;
  - c. Executive committee reports to the general assembly;
  - d. Ensuring consistent participation of executive committee members; and
  - e. Maintaining communication with other boards.
4. The Executive Committee will be the committee that will discuss any structural issues that impact all three boards.
5. They will meet at least once a term regarding collaboration and joint issues.

## General Assembly Membership

### Meetings

The General Assembly shall meet once a month, unless under special circumstance, as the proper and efficient discharge of its duties may require:

1. The general assembly may transact business only when acting as a body in open meeting.
2. The general assembly will not be bound by any statement or action of individual board members, except when such statement or action is in compliance with instructions or policies of the board.
3. Individuals who desire to comment on any matter under consideration by the general assembly may do so when recognized by the chairperson of the board.
4. There shall be at least nine meetings per year. Meetings shall be held on a rotational basis, with at least one meeting to be held on each of the member campuses.

### Minutes

1. The minutes of all board meeting shall be sent promptly to the board members for review after each meeting.
2. Board approved minutes of meetings may be made available to anyone requesting them.
3. A record of all regular and special meetings, including minutes and supplemental information, shall be maintained by the board and made available to Oregon State System of Higher Education students upon request.

### Voting Rights

1. Only members on the general assembly may vote or make or second motions. Seconding of motions is required.

2. A general assembly member may send a proxy vote with a chosen student representative in the event of that member's absence. The member's written consent to the executive committee shall be given to the executive committee chair prior to the meeting giving the representative temporary voting rights. Proxy votes may be used no more than three times by the same general assembly member during the year. A written proxy detailing the voting positions of a general assembly member on agenda items may be carried by another member of the board.
  - a. A general assembly member may send a proxy vote with a chosen student representative from their school in the event of that member's absence.

## Voting Procedures

### Standard Agenda Items

1. A roll call vote shall be taken with a record kept of the results, from which the vote of each member be determined.
2. Those general assembly members abstaining from voting shall include an explanation for doing so.
3. Once a motion has been placed before the general assembly, no board member shall be excused prior to a vote being taken.
4. A secret ballot may only be used for selection of officers.
5. A majority vote of the general assembly constitutes approval or disapproval of any item unless otherwise noted in the bylaws.
6. For the purpose of electing officers, a quorum as defined below is required; however, an officer may be elected by a majority of votes of those board members including proxies in attendance.

### Legislative Priority Setting

1. 75% of the present voting members must vote in favor of a stance in order for that motion to be adopted by the organization.
2. Tuition will always be a top priority of the organization.
3. Minority Report:
  - a. A member in the dissent can choose to call for a minority report, which would force the General Assembly to: 1) take a revote at the next board meeting or consider an alternative motion 2) have campuses gather feedback on the decision that is being made, and bring that feedback to the next board meeting.
  - b. Should the alternative motion be adopted by the general assembly, then the alternative motion would take precedence.
  - c. Any board delegation can choose to use one minority report per year, working out to 3 minority reports per campus. Minority reports at campus board delegation members' discretion, both must agree in order to use one. Minority report blocks the vote until next meeting, unless the delegation using it consents to a revote on a modified legislative priority.

## Budget Setting

Voting on the OSA budget will be on a base voting model. Each campus will have 6 base votes and one additional vote per 2500 students, rounding down. Each board delegation will have two base votes and an equal proportion of the campus's additional votes, using fractions of votes, if necessary. The additional votes will be equally divided up amongst the 3 boards represented from each campus.

## OSA Survey campaign

For the Survey, OSA will do rank ordering, 1-10, per issue in the survey campaign. Results aggregated and summed to determine overall issue rankings. A polling firm will be consulted to provide training and additional advice. Tuition will be on the survey. The top two (other than tuition) survey issues will be level 1 priorities.

## Quorum

1. A majority of the voting general assembly board members including their proxies shall constitute a quorum for the transaction of business.
2. A meeting may be called to order, but no business may be conducted until a quorum is present. If the number of board members is reduced below the quorum during a meeting, no business may be transacted, however, debate may continue, but no vote taken.

## Officers to the Organization

The secretary/treasurer of the OREGON STUDENT ASSOCIATION shall:

1. Be nominated by any board, member institution, or individual board member during Joint Session and elected following voting procedure laid out in the Executive Committee Charter. Any member of THE BOARD OF DIRECTORS, THE OREGON STUDENTS OF COLOR COALITION, or THE OREGON STUDENT EQUAL RIGHTS ALLIANCE is eligible to hold this position.
2. Review and audit the books (twice annually) for the accuracy of entries.
3. Review the monthly budget status reports. Following this review of the budget, but prior to the next board meeting, consult with the Executive Director regarding the status of the budget.
4. Report monthly budget status to the board. They will be responsible for making recommendations to the board regarding potential changes in the budget that need to be addressed in order to provide the staff with appropriate direction.
5. In the absence of both the chairperson and vice-chairperson of the board or if neither can be contacted, the secretary/treasurer shall assume the powers and restrictions placed upon the chairperson in effect.
6. In the absence of the Executive Committee chair the secretary/treasurer shall chair Executive Committee meetings.
7. In the absence of the administrative assistant, the secretary/ treasurer shall perform secretarial functions.
8. Be assisted in duties number 2 and 3 by the Executive Director.
9. No board, member institution, nor individual board member shall hold this position for two consecutive years.

- a. If those nominated do not meet these requirements, then a person can be re-elected or a person from the same board or school can hold the position for two consecutive years.

#### The United States Student Association Direct Representative:

1. The direct member from the Oregon Student Association to the United States Student Association Board shall be nominated by any member institution, board, or individual board member and confirmed by the OREGON STUDENT ASSOCIATION membership during Joint Session. Voting procedures should be in accordance with the process laid out in the Executive Committee Charter.
  - a. An interim appointment shall occur at the first board meeting prior to the United States Student Association's Congress (THE OREGON STUDENT ASSOCIATION's June Transition/SEMT meeting) and the member shall serve until the rest of the OREGON STUDENT ASSOCIATION officers and leadership are elected at THE OREGON STUDENT ASSOCIATION's September board meeting where the permanent representative will be elected. The term of office shall last until the new UNITED STATES STUDENT ASSOCIATION Board of Directors is seated at the next UNITED STATES STUDENT ASSOCIATION National Student Congress. In the case of a resignation or removal of the United States Student Association Direct Representative, the election process shall be the same, and the replacement shall serve the remainder of the year's term. The direct member may be removed from this responsibility in the same manner as removal of any Board member or officer (however, the student may retain their officer ship or board position, unless the board seeks to remove the student from that position as well) If the appointee ceases to be a member of the OREGON STUDENT ASSOCIATION they are considered automatically removed as the delegate to the United States Student Association. No member institution, board, or individual may hold this position for two consecutive years.
2. This student shall:
  - a. Serve from the time of the election until the following Board of Directors of the United States Student Association is elected or until the Oregon Student Association Executive Committee removes them.
  - b. Attend the United States Student Association's Legislative Conference, National Student Congress, and all UNITED STATES STUDENT ASSOCIATION Board Meetings; in the case that they cannot attend a USSA board meeting they still must submit their monthly report to OSA.
  - c. Submit a monthly USSA report to the Oregon Student Association prior to the board meeting to be put into the board packer and verbally at each board meeting of the Oregon Student Association.
  - d. Report any votes of the United States Student Association Board and how that representative voted (unless in closed session) to be placed in their written monthly report.
  - e. Make a substantial effort to inform the Oregon Student Association on upcoming legislation which might pertain to the Oregon Student Association's mission.
  - f. Work to schedule a GROW for Spring Term. Bids for hosting the GROW should be sent out Winter Term, location and date to be determined before the start of Spring Term.

## Judicial Advisor

1. The judicial advisor is expected to have a basic understanding of parliamentary procedure and be able to answer questions when they come up.
2. The judicial advisor shall give a brief training on how parliamentary procedure is used during the meeting at least once a year.
  - a. The judicial advisor shall be elected at the June board meeting in order to prepare parliamentary procedure training at the August Board Retreat.
3. The judicial advisor is expected to be familiar with the bylaws, be able answer questions about them, and be able to assist board members in writing revisions.
  - a. The judicial advisor shall not act as a policing entity, but rather serve as a source of knowledge to the general assembly
4. If a member of the General Assembly would like to propose a bylaws amendment, they may consult with the judicial advisor and ask the judicial advisor to write a draft of the amendments the member is seeking.
5. The judicial advisor will present all bylaw amendments from a neutral standpoint.
6. No board, member institution, nor individual board member shall hold this position for two consecutive years.
  - a. If those nominated do not meet these requirements then a person can be re-elected or a person from the same board or school can hold the position for two consecutive years.

## Officer and Board Member Recall:

1. 1.Officers and board member may be recalled by a two-thirds majority vote of the full board, excluding the one being recalled.
2. In case of a recall, charges must be in writing and presented to the entire board (including the person charges are to be levied against) a month before a meeting in order to vote on a question of recall.
3. The officer or board member in question may present a case before a vote is taken.
4. Grounds for dismissal shall include, but not be limited to, not fulfilling the positions responsibilities and public misrepresentation of the Oregon Student Association's positions on issues.

## Article VI: Committees

### Personnel Committee

1. The Personnel Committee shall consist of student body presidents or their designee.
2. The Personnel Committee shall be responsible for hiring of the executive director.

### Student Fee Autonomy and Governance Committee

1. The Student Fee Autonomy and Governance Committee will consist of seven members: two Board of Directors members, two OSCC board members, and two OSERA board members, and one board member at-large. Of these members, there shall be representation from regional universities, large research universities, and community colleges.
  - a. Nominations and elections of the three at-large members from each board will take place at the August board meeting in individual board meetings.
  - b. Nominations and elections of the at-large position shall take place in General Assembly

2. The Student Fee Autonomy and Governance Committee will consult with associated student governments to determine if their student fee process is truly autonomous and if they have truly attained shared governance.
3. Associated student governments may submit requests of the Student Fee Autonomy and Governance Committee to determine the most effective ways for them to gain increased student fee autonomy and shared governance.
4. The Student Fee Autonomy Committee will meet as needed throughout the academic year.
5. During the June board meeting elections will be held for interim summer committee members.
6. Any member failing to meet their expected duties may be removed from the committee by a two-thirds vote of the committee.
7. The committee will be responsible for deciding what materials will be most helpful to campuses to help strengthen shared governance and student fee autonomy.
8. The Student Fee Autonomy and Governance Committee will be led by the legislative director of the Oregon Student Association.

### Appointment of Committees

1. The board shall designate subcommittees, as it deems necessary.
2. Each committee may be provided staff support.
3. If the Board of Directors intends to ask members from other boards to sit as a representative on any committee or subcommittee created by the Board of Directors, they shall take their request to general assembly.

## Article VII: Fiscal Procedures

All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select and shall be used by the board in carrying out its purposes. All checks, notes or other instruments of indebtedness or obligations issued in the name of the corporation shall be signed by such agent or such officers as the board shall designate. The Board of Directors by a two-thirds majority vote may accept on behalf of the corporation any contribution, public or private, grant, gift, bequest or device for general purposes of the corporation. The board shall maintain an equipment replacement fund which shall consist of one (1) percent of the total annual dues approved by member student associations and any revenue received from the sale of equipment.

## Article VIII: Staff & Support Services

The Board of Directors shall employ an Executive Director who is responsible to the Board. The Executive Director shall employ such other personnel as may be necessary to facilitate and assist in carrying out the Oregon Student Association's functions with the assistance of the Personnel Committee in the selection process. The Executive Director shall fix the compensation of such other personnel within the salary range of the budget approved by the Board. The Executive Director shall designate the working titles and duties of the other staff positions.

## Article IX: Parliamentary & Statutory Procedure

1. The rules contained in the current edition of Roberts Rules of Order Newly Revised shall be used as guidelines by the Oregon Student Association when they are applicable and when they are not inconsistent with these bylaws or any special rules or order the corporation may adopt.
2. Where applicable, the laws contained in Chapter 61 of the Oregon Revised Statutes will govern the Oregon Student Association.

## Article X: Amendment of Bylaws

1. These bylaws can be amended at any regular or special meeting of the board by a two-thirds vote, provided that the amendment has been submitted in writing and accepted at the previous regular meeting.
2. Written or printed notice setting forth the proposed amendment or a summary of the changes to be affected thereby shall be given to each member entitled to vote at that meeting seven days beforehand.
3. Suspension of the rules may be accomplished by a two-thirds vote.

## Article XI: Personnel Policies & Procedures

1. The personnel policies and procedures have been removed from the Oregon Student Association Bylaws. For information regarding the personnel policies and procedures, please contact the Executive Director.
2. The Oregon Student Association Board of Directors must approve any changes to the personnel policies and procedures.
3. The Oregon Student Association board is a part of the personnel grievance process outlined in the personnel policies and will be available to address any grievances against the executive director or disciplinary action appeal by an employee.

## Article XII: OSA Policies

### Long Distance Communication Protocol

OSA Board members reserve the right to participate via distance electronically for board meetings three times an academic year. During these three board meetings votes will be collected from all board members participating. After attending three meetings via distance, participation via distance will not allow any more voting privileges for the remainder of the academic year. This policy can be enacted for weather conditions, budget reductions, and general transportation issues that may prevent travel to a given board meeting. An effort should be made to contact the OSA Foundation to see if travel costs can be reimbursed or paid for. During inclement weather it is expected that the member school will contact OSA staff as soon as possible in order to participate via distance. The Executive Committee will meet to determine if the absence is excused with voting privileges on the basis of weather conditions, transportation issues, or budgetary constraints.

### Legal Services Policy

The legal services policy of the Oregon Student Association Board of Directors shall be as follows:

1. Any legal issue for which the Oregon Student Association funds are used for legal services shall have statewide ramifications for students or shall apply to the Oregon Student Association as an organization.
2. A member student association may request legal services under this policy by presenting the issue to the Board of Directors who shall approve or disapprove the expenditure of the Oregon Student Association funds.
3. The Executive Director may obtain legal services for the organization for expenditures of \$200 or less. The Executive Committee or the Board of Directors shall approve expenditures of more than \$200.
4. Except in extraordinary circumstances, the Executive Director shall make the request for legal services to the attorney under contract and the attorney under contract shall report to the Executive Director.

Adopted: January 11, 1986.

### Travel Reimbursement Policy for Board Members Attending Board Meetings

To encourage board members to attend board meetings and to assist student associations in meeting travel expenses, it shall be the policy of the Oregon Student Association Board of Directors to reimburse certain student associations or board members for certain travel expenses to Oregon Student Association board meetings.

Reimbursement shall be at a level set by the board. Reimbursement checks shall be made payable to the respective student association or board member. Eligible student associations or board members include: Eastern Oregon University, Southern Oregon University, Central Oregon Community College, and Western Oregon University. Each of these institutions may claim up reimbursements expenses up to the amount approved per fiscal year by the Board of Directors.

Adopted: February 15, 1986.

Reaffirmed: July 12, 1986.

Adopted in writing: September 12, 1987.

Amended: February 11, 1989.

Amended: November 11, 2000

Amended: June 21, 2012

Amended: August 22, 2018

### Award Presentation Policy

Purpose: In order for the Oregon Student Association Board of Directors to recognize outstanding achievements in the public policy arena, we have formally created two awards for conference to worthy designees.

The two awards are as follows:

1. The Oregon Student Association Legislator of the Year. This award is reserved for lawmakers only, from either the federal or state level. Criteria shall include a commitment on the part of

the lawmaker to serve the best interests of the students in public post-secondary education. This award will be designated by the outgoing Oregon Student Association Board during a legislative year.

2. The Oregon Student Association Lifetime of Achievement Award. This award is available to anyone whom the Oregon Student Association Board of Directors deems worthy to receive it. Criteria shall include a lifelong commitment to serve the best interests of the students in public post-secondary education. This award will be designated by the outgoing Oregon Student Association Board during non-legislative years.

The Oregon Student Association Board shall designate a subcommittee of Oregon Student Association Board members that will make a recommendation to the whole Board of whom to designate each year. This designation will occur at the May Board meeting. Conference of the actual awards will take place at the annual Northwest Student Leadership (NWSLC) or Oregon Students of Color Conferences (OSCCon) when it is possible for the conferee to receive the award.

Operation of the subcommittee:

1. The committee may receive nominations from the Oregon Student Association Board members only.
2. The Oregon Student Association staff will send out a reminder and explanation of this process by the March Oregon Student Association Board meetings.
3. Nominations must be submitted in writing to the chair of the subcommittee by the April Board meeting.
4. The subcommittee will research thoroughly the nominations and select the designee.
5. The subcommittee may choose not to select any nominee, or to offer their own nomination during the selection process.
6. The Oregon Student Association Board of Directors must accept the nomination of the subcommittee suggestion by a majority vote in order for the award to be conferred.

Adopted September 10, 1994.