

**BY-LAWS
OF
THE CITY COLLEGE
STUDENT SERVICES CORPORATION, INC.**



**CITY COLLEGE STUDENT SERVICES CORPORATION, INC.
BYLAWS**

ARTICLE I – NAME AND PURPOSES

Section 1. Name

This Corporation shall be known as The City College Student Services Corporation, Inc., hereinafter referred to as the Corporation. The Board of Directors of the Corporation shall hereinafter be referred to as the Board.

Section 2. Purposes

- a. The Corporation shall provide educational, social and recreational services to the students of The City College of The City University of New York without regard to membership in or affiliation with any social, fraternal or honorary society or organization and shall advance the educational program of The City College by encouraging, generating and promoting good fellowship and the ideals of the democratic way of life for the students of The City College in their relations with each other, with the members of the staff, faculty, the alumni and the community.
- b. The Corporation shall be a not-for-profit organization and net income which may be derived from any of its operations in pursuance of the purposes set forth herein shall not inure to the benefit of any member of the Corporation, but shall be used to promote the aforesaid purposes and policies of the Corporation.
- c. The Corporation shall function as the College Association as that term is defined in Section 16.5 of the Bylaws of the Board of Trustees of The City University of New York. As a duly authorized College Association, the Corporation shall have the responsibility to supervise and review budgets supported by student activity fees, as that term is defined in Section 16.1 of the Bylaws of the Board of Trustees of the City University of New York. The Corporation must comply with the laws of the city, state and nation, and with the Bylaws, policies and regulations of the Board of Trustees of the City University of New York, and with the policies, regulations and orders of The City College.
- d. In all instances, except those where the Board of Trustees of The City University of New York has earmarked student activity fees for allocation by another body, the Corporation's Budget Committee shall develop budgets for and allocate student activity fees and recommend such budgets and allocations to the Corporation. The Corporation shall then review the budgets and allocation for conformance within the following categories. The Corporation shall not approve any allocation or expenditure of student activity fees which does not fall within the following expenditure categories and/or is inappropriate, improper or inequitable:

1. Extracurricular educational programs;
2. Cultural and social activities;
3. Recreational and athletic programs;
4. Student government;
5. Publications and other media;
6. Assistance to registered student organizations;
7. Community service programs;
8. Enhancements of the College and University environment;
9. Transportation, administration and insurance related to the implementation of these activities;
10. Student services to supplement or add to those provided by the University;
11. Stipends to student leaders.

The Corporation shall apportion the student government fees, as defined in Section 16.3 of the Bylaws of the Board of Trustees of The City University of New York, in direct proportion to the amount collected from members of each student government.

- e. The Corporation shall employ generally accepted accounting and investment procedures in the management of all funds. All funds are to be disbursed only in accordance with approved budgets and based on written documentation. A requisition for disbursement of funds must contain two signatures; one, the signature of a person with responsibility for the particular program; the other the signature of an approved representative of the allocating body. The Corporation shall be responsible for full disclosure of all financial information to its membership, to The City College and to the student governments with respects to all of its activities.

Full disclosure shall mean the presentation each semester of written financial statements which shall include, but need not be limited to, the source of all fee income by constituency, income from other sources creditable to student activity fees accounts, disbursements, transfers, past reserves, surplus accounts, contingency and stabilization funds. Certified independent audits performed by a public auditing firm shall be conducted at least once each year and such audits shall be made available to members of the College community.

ARTICLE II – DIRECTORS

Section 1. The Corporation Defined

The property, affairs and concerns of the Corporation shall be vested in a Board. The members of the Corporation shall constitute the Board.

Section 2. Membership

Members shall take office at an initial organization meeting scheduled by the President of the College during the month of June.

The President shall appoint three members of the Administration to serve as members of the Board.

The President shall appoint three faculty members to be selected from a panel of six to be elected by the Faculty Senate of the City College.

Vacancies in faculty and administration positions shall be filled by the President.

Six students enrolled at The City College shall be members of the Board. Two of the student Board members shall be the Presidents of the two student governments. The remaining four student Board members shall be selected by the appropriate student government from among the elected student government members. The six student seats on the Board shall be allocated on a basis which will provide representation, as nearly as practicable, to each student government in proportion to the student activity fees paid by their respective constituencies.

Should the situation arise whereby the students are unable to elect members to the Board or student vacancies occur, the Student Election Review Committee shall devise a method for selection of students, subject to the approval of the President of the College, to ensure the full complement of students on the Board. This shall be done by the first meeting of the Board or in the case of student vacancies, by the next Board meeting immediately following the date the vacancy arises.

The Board shall meet and do business only with a quorum. If these conditions are not met at a regularly scheduled meeting of the Board, the Chair shall convene a second meeting within five days. If that meeting fails to meet the stated conditions, the Executive Committee shall act in place of the Board.

Student directors shall be elected annually and serve for one year terms. Administration directors shall be appointed by and serve at the will of the President. Faculty directors shall serve for staggered three-year terms with the College President designating one to serve for an initial term of one year and one to serve for an initial term of two years.

Section 3. Termination of Membership

Any member of the Board who ceases to occupy one of the positions specified in the foregoing section shall thereupon immediately cease to be a member of the Corporation and his membership shall be deemed terminated as of that date.

Section 4. Effective Termination

The rights of any person as a member of this Corporation, including his right to vote, shall cease immediately upon his termination of membership.

Section 5. Voting Rights

Each member present shall have one vote only at a meeting of the Corporation. There shall be no proxy votes.

Section 6. Compensation

No member shall receive any compensation from the Corporation for service performed in his official capacity, but shall be reimbursed for reasonable expenses (previously authorized by an officer of the Corporation) incurred in the performance of official duties.

ARTICLE III – ASSETS AND FUNDS

Section 1. Ownership

No member, officer or employee of the Corporation shall have any right, title or interest in any of the assets and funds of the Corporation; all assets and funds of the Corporation shall be owned exclusively by the Corporation.

Section 2. Disposition

All funds of the Corporation shall be deposited in a Corporation account or accounts in a bank or banks designated by the Board and shall be used solely to pay the proper expenses of the Corporation. Funds shall be withdrawn from such bank account or accounts only when checks have any two signatures of the Treasurer, Vice Chair, and Secretary. Any funds or other assets of the Corporation which, in the judgment of the Board, shall not immediately be required to effect the purposes of the Corporation may be invested, reinvested and administered by the Board in such securities, real estate or other investment as in the judgment of the Board is sound and proper.

Section 3. Contractual Obligations

No contract may be entered into in the name of the Corporation without the approval of the Board, and a designated Administrative member of the Board or his designee who shall indicate the contract is in compliance with regulations.

Section 4. Examinations and Audits

All books, records and accounts of the Corporation shall be subject to examination and audit of the Board of Trustees of the City University of New York and of officers of the College at any time. An annual audit shall be conducted by an independent organization of certified public accountants. The procedure for disclosure will be consistent with the Bylaws of the Board of Trustees of The City University of New York.

Section 5. Dissolution

In case of dissolution of the Corporation, the assets remaining after payment of its just debts and obligations, shall be distributed in accordance with the Certificate of Incorporation.

ARTICLE IV – MEETINGS

Section 1. Regular Meetings

The Board shall meet at least monthly during the academic year. The meetings are to be scheduled by the Board, with the first and last meeting of the Board's Annual term to be held during the last two weeks in May. One of the items for consideration at the last meeting shall be committee assignments. One of the items on the agenda for the March meeting must be the budget for the next fiscal year, with the adoption of a budget at the subsequent June meeting. Written notice of such meetings, prepared and signed by the Secretary-Executive Director of the Corporation, shall be given personally or mailed to each person, who, at the time such notice is given, appears to be a person who will be entitled to vote as a member at such meeting.

Section 2. Special Meetings

Special meetings of the Corporation may be called by the Chair at any time and shall be called by the Chair upon written request of five (5) members. Notice for a special meeting shall be given at least five (5) working days prior to the meeting and shall be given in the same manner as for the regular meetings and shall state the place, date, time and purpose of the meeting.

Section 3. Quorum

A quorum shall consist of at least 7 members of the Corporation.

Section 4. Robert's Rule of Order

All meetings will be conducted under the procedures outlined in Robert's Rules of Order.

ARTICLE V – OFFICERS

Section 1. Chair

The Chair of the Board of the Corporation shall be the College President or his/her designee. The Chair shall preside at all meetings of the Corporation and of the Board. The Chair shall be elected annually. He/she shall sign and execute, in the name and on behalf of the Corporation, all documents as requested by the Board or as are reasonably incidental to his office.

Section 2. Vice Chair

The Vice Chair of the Board of Corporation shall be a student Board member elected by the members of the Board. He/she shall perform the duties of the office of the Chair in the case of death, absence or inability of the Chair to act. He/she shall perform such other duties as requested by the Chair.

Section 3. Treasurer

The Treasurer shall be elected by the board from among the faculty Board members. He/she shall perform such duties as requested by the Chair of the Corporation or the Board. The Board may require the Treasurer to furnish such bond or security as it directs for faithful performance of his/her duties, such bond to be reimbursed by the Board.

Section 4. Secretary-Executive Director

A member of the College administration who serves as a member of the board shall serve as Secretary-Executive Director of the Corporation. He/she shall take and record minutes of all meetings of the Corporation and Board. He/she shall, when necessary, attest to the official acts of the President and the Board. In addition, within the limits of the Certificate of Incorporation, Bylaws, and policies established or authorized by the Board, he/she is responsible for and has commensurate authority to accomplish the goals and objectives of the Corporation. He/she shall be responsible and accountable to the Board for planning, organizing, implementing and administering all phases of the Corporation's operations and programs in which the Corporation may engage and has the authority prerequisite to conduct the affairs of the Corporation. He/she shall, under the direction of the Treasurer, be responsible for maintaining all books of account and for preparing financial statements. The Secretary-Executive Director shall be appointed by the College President.

ARTICLE VI – STANDING COMMITTEES

Section 1. Executive Committee

There shall be an Executive Committee consisting of:

Chair of the Board

Vice Chair of the Board

Secretary-Executive Director of the Corporation

One student Board member elected by the Board so that the number of student members is one less than the number of faculty and administration members on the Executive Committee.

The Chair of the Corporation shall be Chair of the Executive Committee. Between meetings of the Board, the Executive Committee shall exercise such powers as delegated by the Board. The full Board, however, must approve all annual and semester budgets. The student member elected by organizational meeting in June.

Section 2. Executive Committee: Meetings and Notices

Meetings of the Executive Committee shall be held on the call of the Chair, or any two members of the Committee. At least twenty-four (24) hours prior notice of a meeting in person or by telephone, shall be given each member of the Committee unless he/she shall waive such notice in writing. A quorum shall consist of three members. A full record of proceedings of the Committee shall be kept and reported to the Board at its next succeeding special or regular meeting.

Section 3. Budget Committee

There shall be a five member Budget Committee, two of whom will be the student government presidents and one of whom shall be selected by the student government with the majority of seats on the Board from among its representatives on the Board. The other members of the Budget Committee shall be an Administrative Board member appointed to the Committee by the President of the College and the Treasurer of the Corporation. The Chair of the Budget Committee will be elected by the members of the Budget Committee. The Committee will receive and review student activity fee budget requests and will develop and allocate a budget subject to the review of the Corporation. The Committee will work with the Secretary-Executive Director of the Corporation and the Director for the Student Center in the preparation of the annual budget request for the Student Center to be submitted to the Board.

Section 4. Operations Committee

There shall be a four member Operations Committee, three of whom will be students and one of whom will be a faculty member. The Operations Committee shall be appointed by the Chair of the Corporation with the approval of the Board. The Committee will work with the Executive Director to establish guidelines for the use of Finley Student Center facilities and to develop policies for assignment of space to organizations in the Center. The Board shall review and approve these policies and guidelines. Any physical modifications of assigned space are subject to review and approval of the Campus Office of Planning and Development.

ARTICLE VII – FINANCES

Section 1. Student Activity Fees; Finley Student Center Services

The Corporation will receive all student activity fees. It will, in addition, receive all funds which may be generated from recreational areas and other Board approved services under the jurisdiction of the Finley Student Center.

Section 2. Audits

All accounts will be audited by an independent firm or certified public accountants as approved by the Board and/or the Board of Trustees of the City University of New York. The Student governments and City College Internal Auditors will also have access to all records.

Section 3. Fiscal Year

The fiscal year will be July 1st to June 30th.

ARTICLE VIII – AMENDMENTS

Section 1. Procedure

These Bylaws may be amended only at a duly held regular meeting of the Corporation by vote, in person, or two thirds of the Board members, provided that notice of the purpose of the proposed amendment has been stated in the notice of the meeting. All amendments must be approved by the President of The City College and the Board of Trustees of The City University of New York.