



Arts and Science Undergraduate Society Board of Directors Policy Manual

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Brief History and Impetus for the Board

The Arts and Science Undergraduate Society represents and serves over 9000 undergraduate students yearly. Its roots trace back to the earliest beginnings of Queen's University with the Arts Society and Levana Society. The priorities of this Society have always been based in charity and student service; we reaffirm those values now. However, we understand that to truly serve our constituents we must be financially responsible, self-sustaining and be engaged in long-term planning. As an organization we suffer from three specific yet important deficiencies intrinsic to our structure and nature.

First among these deficiencies is a turn-over rate of nearly 100 per cent annually. Although this provides as many students as possible with valuable experience, it presents significant challenges to this organization. With this high turnover, institutional memory must be embedded in our structure.

A second deficiency intrinsic to our organization is a complete lack of long-term planning. To be successful and to serve students well, we must place value on thinking ahead. ASUS must give focus to its future and encourage foresight. Current avenues of long-term planning have proven to be ineffective; ASUS Assembly, with its transient and political nature, does not provide the proper forum for long-term planning. A new avenue to pursue strategic thinking and long-term planning is needed.

Finally, we as an organization lack financial expertise. On the one hand we exist to provide the opportunities for students to learn about these areas, while on the other we must be conscious of our duty as stewards. A well defined balance between financial and non-financial considerations is necessary to ensure continuity over each successive year. A structure must be put in place to mitigate and support inexperience while providing avenues of expansion and growth

Considerations towards the creation of a Board of Directors have existed for some time within ASUS; however, recent events have proven indisputably the need for this body. The 2007-2008 academic and fiscal year proved to be one of financial devastation for the society. Poor management and guidance of our summer camps left a deficit of nearly fifty thousand dollars. This, combined with a severely hemorrhaging ArtSci formal budget – in the range of twelve thousand dollars – placed incredible stain on the Society. Any financial reserves and investments that the society possessed were expended in order to remain afloat. Although this trend was reversed in the 2008-2009 academic and fiscal year with the summer camps producing an over twenty-five thousand dollar surplus, it was made abundantly clear that something must be put in place to prevent such extremes in financial management.

SECTION 1: INTERPRETATION

1.01 Definitions

- i) In this part and all other parts of this Policy Manual, unless the context requires otherwise

1.02 Associations

- i) “Society” means the Arts and Science Undergraduate Society of Queen’s University, the acronym of which is “ASUS”; that is, the association whose membership consists of Society members;

1.03 Documents of Association

- i) “Constitution” means the constitution of the society which governs the affairs of the society;
- ii) “BOD Policy Manual” means the policy manual of the Board of Directors that governs the affairs, and outlines the responsibilities of the Board of Directors;

1.04 General

- i) “Assembly” means the Assembly of the Society;
- ii) “Assembly Policy” means any motion, resolution, statement, paper, platform, report, or position adopted by the Assembly in accordance with the requirements of the Constitution
- iii) “Executive” means the Executive of the Society as described in Subsection 2.02.01 of the Constitution;
- iv) “Council” means the Council of the Society as described in Section 6.01 of the Constitution;
- v) “Board” means the Board of Directors of the Society as described in **XXXXXX** of ASUS Constitution;
- vi) “Board Policy” means any motion, resolution, statement, paper, platform, report, or position adopted by the Board in accordance with the requirements of this BOD Policy Manual;
- vii) “Chair” means the Chair of the Board of Directors;
- viii) “Secretary” means the Secretary of the Board of Directors
- ix) “Ex-officio” means by nature of the office held;

- x) "Full-time Student" means a student taking three (3) or more Arts and Science courses;
- xi) "Part-time Student" means a student taking less than three (3) Arts and Science courses;
- xii) "University" means Queen's University at Kingston, Ontario;
- xiii) "Member Society" means a school, division or institute of the University that is recognized by the Society as a member society;
- xiv) "Good academic standing" means that a student is not on academic probation with the Faculty of Arts and Science. The determinants for a student being on academic probation are, and will remain, those of the Faculty of Arts and Science as they shall from time to time determine. These determinants should be listed under the academic regulations section of the current Faculty of Arts and Science calendar;
- xv) definitions given for words with the morphology of the singular shall also be the definitions for words with the morphology of the plural, and vice versa;
- xvi) all other words and phrases contained herein shall be interpreted as a native speaker of English would interpret them. If there is any further ambiguity, the Arts and Science Undergraduate Society's Judicial Committee shall be consulted as defined by Subsection 9.01.02.

SECTION 2: OPERATING PROCEDURE

2.01 Composition of the Board

2.01.01

The Board shall consist of a minimum of seven (7) voting directors.

2.01.02

Each director shall receive one vote on all Board decisions.

2.01.03

The voting members of the Board shall include:

- i) ASUS President;
- ii) ASUS Vice-President;
- iii) Two (2) two-year student directors;
- iv) Three (3) one-year student directors.

2.01.04

Non-voting ex-officio members of the Board shall include:

- i) All former ASUS Executive members;
- ii) ASUS Services Commissioner;
- iii) Dean (or designate);
- iv) The ASUS General Manager;
- v) The ASUS Business Manager;
- vi) Any members as from time-to-time the Board see fit to include.

2.01.05

The composition of the Board may be changed by $\frac{3}{4}$ majority consent of an Annual General Meeting of the Assembly, but subject to subsection 2.01.01 of Board Policy.

2.02 Election of Board Members

2.02.01

Student members of the Board shall be elected at the Annual General Meeting of the Assembly. One-year term directors shall be elected annually. Two-year term directors shall be elected on opposing years to maintain institutional continuity.

2.02.02

Applicants for directorship shall complete an application and interview process as designated by the Chair and in accordance with ASUS Employee Policy. Successful applicants shall be presented to Assembly for final selection and ratification.

2.02.03

The initial student directors of the first sitting of the Board shall be appointed by the Executive and subject to ratification by the Assembly.

2.03 Election of the Chair

2.03.01

The Chair shall be elected from amongst the members of the Board at the first meeting of the Board.

2.03.02

Members of the Board wishing to be elected at Chair shall present their names to the previous Chair who shall call upon them to make statements. Voting shall take place by secret ballot.

2.03.03

The position of Chair may not be held by a member of the current ASUS Executive, General Manager or Business Manager.

2.04 Responsibilities of Board Members

2.04.01

Members shall be responsible for familiarizing themselves with the different components of the Society including all ASUS Policy and Constitution

2.04.02

Members shall be responsible for having a reasonable understanding of the Society's financial state.

2.05 Responsibilities of the Chair

2.05.01

The Chair shall be responsible for the preparation of all Board agendas. Further they shall provide the Agenda to all Board members a least one (1) week prior to all Board meetings.

2.05.02

The Chair is responsible for chairing all Board meetings and directing the discussions of the Board.

2.05.03

The Chair is responsible for maintaining a close working relationship with the Executive, and to ensure all matters of pertinence to the goals of the Board are properly addressed by the Board or Assembly.

2.06 Meetings of the Board

2.06.01

All meetings of the Board, subject to Board Policy, shall be open to the public unless otherwise decided by a majority of the Directors present. If a meeting is closed to the public the reason therefore shall be announced at the next Board meeting.

2.06.02

Quorum for all meetings of the Board shall be two-thirds 2/3 of all voting members.

2.06.02

All resolution by the Board shall require a simple majority unless otherwise stated in this policy manual. In the event of an equality of votes the Chair shall cast, in addition to their original vote, a second and deciding vote.

2.06.03

The Board shall meet no less than once a month. The Board may meet further as required from time to time.

SECTION 3: STRATEGIC PLANNING

3.01 Long-Term Strategic Planning

Understanding that the nature of the Assembly is transient from year-to-year, making the establishment of any long-term focus difficult it is, therefore, prudent that the responsibility for the creation of a long-term plan for the Society be delegated to the Board.

3.01.01

The Board shall be responsible for the creation of a Society-wide long-term strategic plan. This long-term plan shall be based on five year (5) projections.

3.01.02

The long-term strategic plan shall encompass all aspects of the Society; including but not limited to, the Commissions, Officers, permanent staff members, ASUS Summer Camps, and ASUS Orientation Week.

3.01.03

The long-term strategic plan shall include a vision statement for the future; an analysis of the Society's long-term strengths, weaknesses, opportunities and threats; an outline of long-term objectives, goals, strategies and measures. Further, the Board may, at its discretion, include timelines for implementation.

3.01.04

The Board shall at minimum include in the long-term strategic plan those things as mention in subsection 3.01.03. However, the Board shall not be limited by the aforementioned.

3.01.05

During the creation and any subsequent revisions to the long-term strategic plan the Board shall consult widely and broadly with all areas of the Society.

3.01.06

The Society long-term strategic plan shall be presented to the Assembly and will require $\frac{3}{4}$ majority consent to be considered Assembly policy. If such consent is not given, the Board must revise the long-term strategic plan to be considered by Assembly at a later date.

3.01.06

Any changes to the long-term strategic plan shall further require $\frac{3}{4}$ majority consent from the Assembly.

3.02 Implementation of Long-term Strategic Plan

3.02.01

The Chair shall provide each incoming Executive with a copy of the Society long-term strategic plan.

3.02.02

The Board shall review each Executive strategic plan and shall ensure that it aims to fulfill generally the spirit, objectives and goals of the long-term strategic plan.

3.02.03

The Board reserves the right to require of the Executive further revisions to their strategic plan to better fulfill the spirit, objective and goals of the long-term strategic plan.

SECTION 4: FINANCIAL RESPONSIBILITY

Generally the Board shall work to ensure long-term financial sustainability for the Society. Though this too is the goal of all Executives, financial sustainability inherently demands planning and investment that spans for many years beyond the single term of an Executive. To achieve this goal the Board shall engage in both long-term investment and capital ventures.

4.01 ASUS Opt-out Fee

4.01.01

The Board shall have full discretion over the revenues generated by the ASUS Opt-out Fee, subject to all Board and Assembly Policies.

4.01.02

The goals of allocations of the opt-out fee shall be to serve the needs of students, promote the Society and ensure long-term financial sustainability in general.

4.01.03

The Board shall have discretion to allocate up to ninety percent (90%) of revenues generated by the annual opt-out fee. Ten percent (10%) shall be set aside for a reserve fund annually.

4.01.04

The reserve fund shall be kept in a high-interest savings account until such time as the reserve fund contains three percent (5%) of the total Society general budget, after which point all revenues generated by the opt-out fee may be allocated by the Board notwithstanding subsection 4.01.03. It is the responsibility of the Board to ensure that the reserve fund maintains, at minimum, funds equal to five percent (5%) of the Society general budget.

4.01.05

Allocations may only be made by the Board to ASUS-run and operated initiatives.

4.01.06

Allocations shall be made based on criteria as determined by the Board. Proposals shall be made in writing to the Board accompanied by a presentation to the Board in person. At minimum, proposals must include a mission statement; goals; strategies for implementation; financial plan including budget; and proposed reporting structure.

SECTION 5: INTERNAL RELATIONS

5.01 Board Relation to Assembly

5.01.01

The Board shall be recognized as have delegated authority from the Assembly for all matters contained within this policy manual

5.01.02

Notwithstanding subsection 5.01.01, the Board recognizes the supremacy of the Assembly, and its final legislative authority in all matters of the Society.

5.01.03

Any decision made by the Board may be overturned by a three-quarters $\frac{3}{4}$ majority of Assembly.

SECTION 6: AMENDING FORMULA

6.01 Amendments to Board Policy

6.01.01

Amendments to this policy manual, with the exception of subsection 2.01.05, must be approved by a majority of voting Board members and approved by a three-quarters $\frac{3}{4}$ majority of the Assembly.