

## **PART 15: ASUS BOARD OF DIRECTORS**

### **SECTION 15.01 GENERAL**

#### **15.01.01**

There shall be an ASUS Board of Directors which shall be the body responsible for serving the Society in regards to strategic planning and financial sustainability on both an annual and long-term basis.

#### **15.01.02**

In this part of the Constitution, as well as for section L of the ASUS Policy Manual which further elaborates on the Board of Directors, unless the context requires otherwise:

- i) "Board" or "BOD" means the Board of Directors of the Society;
- ii) "Board Policy" means any motion, resolution, statement, paper, platform, report, or position adopted by the Board in accordance with the requirements of this section of the ASUS Constitution or BOD Policy as found in Part L of the ASUS Policy Manual;
- iii) "Chair" means the Chair of the Board of Directors;
- iv) "Responsibilities" means any responsibilities of a member of Council, member of the Board or member of the Society, as outlined in the ASUS Constitution and Policy, Strategic Plans, Campaign Promises, and Openly Stated Objectives and Initiatives;
- v) "Incoming Board of Directors members" refers to the incoming ASUS Executive, the two-year student Directors in the second year of their term, and the student Directors selected most recently by the BOD Selection Committee.

#### **15.01.03**

The composition of the Board may be changed by three-quarters (3/4) majority vote by the Society Annual Meeting. Membership of the ASUS Board of Directors shall be as follows:

- i) There shall be nine (9) voting Directors, including:
  - a) the ASUS President;
  - b) the ASUS Vice-President;
  - c) two (2) two-year student Directors;
  - d) five (5) one-year student Directors.

Each voting Director shall receive one vote on all Board decisions.

- ii) There shall also be non-voting ex-officio members of the Board, including:
  - a) all former ASUS Executive members;
  - b) the ASUS Services Commissioner;
  - c) the Dean (or designate);
  - d) the ASUS General Manager;
  - e) the ASUS Business Manager;
  - f) a Scribe, who shall be a paid employee of the Society;

g) any members, as from time-to-time, the Board sees fit to include.

#### **15.01.04**

The ASUS Board of Directors shall meet on a monthly basis for the purpose of discussing Board matters and responsibilities. Meetings shall be open to the public unless otherwise decided by the majority of the Directors present. Meeting times and locations, as well as meeting minutes, shall be posted on the ASUS website alongside all other Board related documents.

#### **15.01.05**

In order to serve the Society in a way that promotes both financial sustainability and strategic planning, members of the ASUS Board of Directors shall have the following general responsibilities:

- i) to control and direct funds designated to the Board, subject to any restrictions;
- ii) to annually create a Society-wide long-term strategic plan, based on five (5) year projections;
- iii) to assign Directors to meet once a month with Council members, to serve as Council liaisons;
- iv) to critically examine Council Members' proposed strategic plans in order to comment on the plans when they are proposed to Assembly;
- v) to critically examine the Society's proposed General Budget in order to comment on the Budget when it is proposed to Assembly.

#### **15.01.06**

It shall be noted that the ASUS Board of Directors is not a completely autonomous body but rather it is a body within the Society which has delegated authority from ASUS Assembly for all matters contained within Board Policy. Any decisions made by the Board of Directors may be overturned by Assembly by a simple majority. Furthermore, notwithstanding the aforementioned and subsection L-5.01.-i) of the ASUS Policy Manual, the Board shall recognize the supremacy of ASUS Assembly and its final legislative authority in all matters of the Society.

#### **15.01.07**

The ASUS Board of Directors shall be governed by the Board of Directors policy as found in section L of the ASUS Policy Manual.