

The Constitution of the Union of Vietnamese Student Associations of the Midwest (UVSA-Midwest)

Last Updated: June 4, 2018

Constitution Revision: Approved on June 5, 2018 at 12AM CST

Votes: Out of 11 votes: 11 in "Favor" of revision

Table of Contents

Article I Establishment

Section I: Founded

Section II: Name

Article II Mission Statement

Article III Offices

Section I: Board of Directors

Section II: Executive Board

Section III: Council of State Representatives (CoSR)

Section IV: General Staff

Article IV Power & Duties

Section I: Board of Directors

Section II: Executive Board

Section III: Council of State Representatives (CoSR)

Section IV: General Staff

Article V Membership

Section I: Member Organizations

Section II: Contribution

Article VI Regional Expansion

Article VII Meeting

Section I: Voting

Section II: Order of Business

Article VIII Election

Section I: Voting

Section II: Conditions for Candidacy

Section III: Elections Official

Section IV: Resignation, Impeachment, and Replacement

Article IX Decision

Article X Amendments

Article I - Establishment

Section I: Founded

The Union of Vietnamese Student Associations of the Midwest was founded on the seventeenth of March 2007.

Section II: Name

The organization shall be recognized as the Union of Vietnamese Student Associations of the Midwest. It may be referred to as Tổng Hội Sinh Viên Việt Nam Trung Tây or UVSA-Midwest.

Article II - Mission Statement

The Union of Vietnamese Student Associations of the Midwest, a nonprofit, nonpartisan, community-based organization, was founded in 2007 as a means for Vietnamese youth organizations from across Midwest United States to network with one another, share common resources, and collaborate on philanthropy projects. The UVSA Midwest shall be an independent organization and shall not be governed or controlled by any other organization. UVSA-Midwest is committed to empowering emerging youth leaders within the Vietnamese community in the Midwest United States. Also it shall maintain and promote the Vietnamese culture. The UVSA-Midwest staff is composed of college students, graduated students, and young professionals.

Servicing the Vietnamese American community in Midwest United States, UVSA-Midwest works as an umbrella organization and collaborates with individual student associations and other related Vietnamese community related organization to conduct events and projects. To these ends, we organize conferences and summits focused on leadership, cultural identity, social and community issues in addition to a collective philanthropy project that involves the participation of all member groups.

In the case that UVSA-Midwest dissolves, all remaining funds shall be donated to the current Collective Philanthropy Project.

Article III - Offices

There shall be four different offices in the UVSA-Midwest Staff:

1. Board of Directors
2. Executive Board
3. Council of State Representatives
4. General Staff

Section I: Board of Directors

The Board of Directors has the principal responsibility for fulfillment of the organization's mission and the accountability for its operations through various group projects. It is in charge of establishing a clear organizational mission, overseeing the implementation process, and providing adequate supervision and support to the Executive Board on their goals.

The Board of Directors will consist of seven members; four former UVSA-Midwest Executive Board members and three established leaders from other community organizations. The Board of Directors will be led by one of its members to be elected as the Chairman/Chairwoman.

Section II: Executive Board

The Executive Board consists of:

President

Internal Vice-President

External Vice-President (Midwest Regional Representative for UNAVSA)

Treasurer

Secretary

Section III: Council of State Representatives (CoSR)

The Council of States Representatives consists of one representative from each of the nine states that are a part of UVSA-Midwest. The current nine states in the Midwest region are as follows:

Illinois

Indiana

Iowa

Kentucky

Michigan

Minnesota

Missouri

Ohio

Wisconsin

Section IV: General Staff

The General Staff consists of Vietnamese interest organization staff and members at individual campuses and youth organizations, project directors, and event coordinators.

Article IV - Power & Duties

Section I: Board of Directors

The Board of Directors is responsible for:

- Ensure that the organization's projects, tasks, and actions reflect the overall mission statement
- Provide ongoing support and mentorship to the Executive Board and staff members
- Provide hands-on training to incoming Executive Board members for every assigned position
- Enhancing the organization's public image
- Clarify, interpret, and explain bylaws
- Serve as court of appeals
- Assess the organization's performance
- Attain sponsorship and funding (public and private) through fundraising, connecting with outside resources (organization, companies, etc.), and alumni support
- Maintain the Alumni Network by organizing means of constant communication, providing mentorship opportunities, and keeping alumni engaged in organization's projects
- Monitor organization's budget and expenses and create a yearly budget review of organization's overall expenses
- Ensure that the election process of the Executive Board is run professionally without bias according to the organization bylaws by.

Section II: Executive Board

The executive board provides governance to the organization and represents the organization in the community. No officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer. Compensation will only be awarded for services and duties provided that are unrelated to the members role in the organization. In the case that the previous rule is broken, it will be pursued to the fullest extent of the law. Board Duties are as follows:

1. Planning
 - a. Maintain the organization's mission and review the staff's performance in achieving it
 - b. Review and approve the organization's plans for funding its programs and activities
2. Organizing
 - a. Elect, monitor, advise, support, reward, and when necessary, change management
 - b. Ensure that the human resources are sufficient to achieve long-term objectives
3. Operations
 - a. Review the results achieved by the organization and compare them with the organization's mission
 - b. All major issues concerning the organization must be voted by the Executive Board with a simple majority consensus
 - c. Ensure that the financial structure of the organization is adequate for its current needs and long term strategy
 - d. Executive Board shall serve a two-years term

The individual duties of each positions are as follows:

1. President

- a. Maintain general active management of the business of the organization
- b. Ensure the effective action of the board in governing and supporting the organization, and oversee board affairs.
- c. Act as the representative of the board as a whole
- d. Speak to the media and the community on behalf of the organization
- e. Recommend committees to be established. Ensure that each committee has a chairperson, and maintain communication with the chairperson to ensure that their work is executed
- f. Ensure that board matters are handled properly, including preparation of meeting materials, functionality of committees, and recruitment and orientation of new Board of Director members

2. Internal Vice-President

- a. Act as the President in the absence of the President
- b. Be in charge of all intraorganizational issues, such as roles and responsibilities of board members
- c. Shall replace the President when the President fails to fulfill his or her duties
- d. Shall oversee the Council of States Representative (CoSR) activities
- e. Shall assist the President on the above or other specified duties

3. External Vice-President

- a. Act as the President in the absence of the President and the IVP
- b. Shall assist the President on the above or other specified duties
- c. Act as the official liaison of the organization to the community
- d. Oversee community service projects
- e. Be in charge of all public relation issues
- f. Act as the representative for Union of North American Vietnamese Student Associations (UNAVSA) for the Midwest region

4. Treasurer

- a. Manage the board's review of and actions relating to its financial responsibilities
- b. Ensure all funds are to be deposited solely to the organization's bank account
- c. Ensure any investments made complies with the legal requirements of a non-profit organization
- d. Must be one of the officers who shall sign checks or drafts of the organization. No special funds may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it
- e. Shall render, at stated periods as the Executive Board shall determine, a written account of the finances of the organization; such report shall be physically affixed to the minutes of the Executive Board

5. Secretary

- a. Prepare the agenda for every board meeting
- b. Keep minutes of all official board meetings, and provide it when necessary
- c. Shall present to the membership any communication addressed to him/her as Secretary of the organization
- d. Shall submit to the Board of Directors any communications which shall be addressed to him/her as Secretary of the organization
- e. File any certificate required by any statute, federal or state
- f. Give and serve all notices to members of this organization

- g. Be the official custodian of the records and seal of this organization
- h. May be one of the officers required to sign checks and drafts of the organization
- i. Manage and organize all UVSA-Midwest digital assets
- j. Manage the organization's internal wiki system

Section III: Council of State Representatives (CoSR)

Members of the CoSR will be responsible for:

- Planning interstate activities and events, providing its organization's members the opportunity to network with members of other organizations, and ensuring the individual organization's are informed of and involved with UVSA-Midwest activities and events
- Assessing, monitoring and aiding the needs of the Vietnamese interest organizations within UVSA Midwest
- Disseminating information from UVSA-Midwest Executive Board to member organizations within each state

The CoSR shall convene every two years to elect a new State Representative at VIA-1 conference. The CoSR shall convene every year for voting on general matters.

Section IV: General Staff

The Executive Board appoints general staff coordinators where the Board deems applicable and necessary to establish a Program Director or Event Coordinator for a specific program or event. These positions are only official upon ratification by two-thirds of the Executive Board and CoSR.

General staff shall organize and develop programs concurrent to the organization's overall mission. Terms of the General Staff members are one year. The current general staff positions of UVSA-Midwest consists of, but is not restrained to:

Graphic Designer

- Designs and creates all UVSA-Midwest promotional materials

IT Director

- Manages and controls all Information Technology of the organization
- Manages and controls UVSA-Midwest website

Multimedia Director

- Documents footage and photography of organization's events

Article V - Membership

Section I: Member Organizations

The membership of UVSA-Midwest shall consist of individuals active in the Vietnamese American youth community, as well as the colleges and universities with a functioning and active Vietnamese interest organization or Vietnamese youth organization.

Member organizations shall send at least one representative to the annual conference.

In order to become a member organization of UVSA-MW, organizations must apply for membership annually.

Member organizations have the following privileges:

- Ability to host the VIA1 Conference and Leadership Summit
- Voting privileges for the Executive Board and CoSR elections at the VIA1 conference

Section II: Contribution

Every member and member organization has the duty to actively contribute to the goals and activities of the organization.

Membership fees can be assessed depending on future anticipated needs and shall be voted on by the CoSR and Executive Board.

Article VI - Regional Expansion

If an organization from a nonaffiliated UVSA-Midwest state is interested in joining the Midwest region, the following procedure should take place:

1. The interested organization must fill out the aforementioned annual UVSA-Midwest membership application (Appendix 1).
2. The interested organization(s) must then elect their own state representative to join the Council of State Representatives. The means of election is ultimately decided by said interest organization; however, upon request UVSA-Midwest may provide resources and assistance in order to facilitate the election.
3. The UVSA-Midwest Executive Board and newly elected State Representative must sign the Memorandum of Understanding (Appendix 2). To further expand upon, the Memorandum of Understanding serves as a series of promises that both parties will uphold to the best of their abilities to ensure growth and development for both organizations.
4. If these Regional Expansion procedure (Appendix 3) step 1-3 are completed before October 1st of the current year, then the incoming State Representative will have full voting privileges in determining a host for the Vietnamese Interacting as One Conference as well as Executive Board elections. However, if these steps are completed after October 1st of the current year, then the incoming state representative will have limited voting power. More specifically, they can not vote in selecting the next VIA-1 bids as well as Executive Board elections if the current year is for Executive Board Elections. Upon the 2nd following VIA-1 bids selection, the State Representative will regain full voting privileges.
5. After the first year of membership, the Executive Board and interested organizations will conduct a yearly review to determine if the interested organization/state is fulfilling the expectations outlined in the Memorandum of Understanding.

Article VII - Meeting

Meetings shall be held via conference call or at any time and place designated by the members.

Section I: Voting

- On the daily operations of UVSA-Midwest, the outcome shall be decided among the Executive Board members
- On material UVSA-Midwest decisions, the outcome shall be decided by a vote, in which each Executive Board members and CoSR representatives have one vote. However, if a project pertains to the responsibilities and overlook of the organization's internal committee members and/or general staffs; then they too shall have a vote. The decision will be based on a simple majority consensus.
 - Only Executive Board members and CoSR has the power to vote on Leadership Summit and Vietnamese Interacting as One (VIA-1) Conference bids as stated in the bid packets
- Quorum shall be decided when at least two-thirds of either the Executive Board or two-thirds of the Executive Board plus the CoSR are present, depending on the matter to be considered

Section II: Order of Business

- Roll call
- Reading of the minutes of the preceding meeting
- Reports of committees
- Reports of officers
- Old and unfinished business
- New business and miscellaneous action items
- Adjournment

Article VIII - Election

Section I: Voting

1. On the UVSA-Midwest Board of Directors

- a. Voting for each Director position shall be staggered such that three (3) or four (4) of the seven existing Directors positions will be up for reelection each year
- b. Terms of the Board of Directors shall be two years, as voted by the Executive Board and pending ratification by two-thirds of the CoSR.
- c. Terms of Directors may be renewed unlimitedly at the end of each two-year term. Terms of the Chairman of the Board of Directors shall be two years, as voted by the Board of Directors.
- d. Each active Executive Board member and CoSR member has one vote

2. On the UVSA-Midwest Executive Board

- a. The elections for the executive board shall take place during the general meeting at the VIA1 conference every other year
- b. Each state has one (1) vote; only registered members of membership organizations within UVSA-Midwest are eligible to vote at the VIA-1 conference during election years. *Note: Executive Board election every two years starting in the 2008.
- c. Each state must come to a decision within the allotted time for each position [allotted time - five (5) minutes].
- d. Each State Representative will cast one (1) vote on their state ballot. The Council of State Representatives total vote will be weighted one-third ($\frac{1}{3}$) of the majority of votes.
- e. A State Representative who is running will lose their majority vote power statue, their vote will count as a general vote within their state. In turn, the result of that state vote will now count as one (1) whole vote.
- f. The number of ballots shall equal the number of states with an active State Representative.
- g. General staff vote will count as a general vote within their State.
- h. The voting shall be decided by majority consensus.
- i. In the event of a tie, each current Executive Board member who is not re-running shall collectively cast the tie-breaking vote, as determined by a simple majority.
- j. In the event of a tie, the Executive Board must come to a decision within five (5) minutes.
- k. If the Executive Board does not come to a decision within five (5) minutes, the position will remain unfilled.
- l. In the event a position is unfilled, an appointment shall be made by the incoming elected Executive Board and approved by the Council of State Representative at a later time.
- m. The suffrage shall be universal, direct, and anonymously

3. On the Council of State Representatives

- a. Members of the CoSR are elected during the general meeting during VIA-1 annual conference, at years that are staggered from the election of the Executive Board
- b. For states that do not have representatives present, the Executive Board will appoint a new Representative or reelect the existing Representative
- c. Each state shall cast a vote representing the majority of the votes of the present members of the state.

Section II: Conditions for Candidacy

1. Board of Directors

- a. All of the directors elected are or was a resident from the nine states in the Midwest region and a citizen of United States
- b. Candidates must be a minimum age of 23.
- c. Candidates must have a minimum of three (3) year of experience with the Vietnamese communities and/or VSA.
- d. Must have a bachelor degree from an accredited American college or university

2. Executive Board

- a. Candidates may run for the office of President, External Vice President, Internal Vice President, Treasurer, or Secretary
- b. Candidates must:
 - i. All candidates must be from a member organization within UVSA-Midwest for at least 1 year
 - ii. Must have attended either Leadership Summit (LS) or Vietnamese Interact as One (VIA-1) Conference at least once.
 - iii. Be younger than 26 years of age at time of election
 - iv. For President or Treasurer - Must have served as a former or current member of the CoSR, E-board or have been an active Internal General staff member of UVSA-Midwest for at least 1 year
 - v. Be approved by the elections committee (Board of Directors)
 - vi. Candidate can only run for one (1) position

****Note:** In the event that a candidate loses, he/she may not run for another position that is currently up for election even if the position has no candidates. A special election will be held to fill all vacancies after the conference. Open seats will be available to all eligible candidates, including those who lost in the previous election. This is to prevent individuals from running for a position they may not want or be ready for.

3. Council of State Representatives

- All candidates must be from a member organization within UVSA-Midwest
- Must have attended either Leadership Summit (LS) or Vietnamese Interact as One (VIA-1) Conference at least once.
- Be younger than 23 years of age at time of election

Section III: Election Officials

1. Executive Board Election

- a. The Board of Directors will ensure that rules and regulations, as stated in the bylaws, are in place to guarantee a fair Executive Board election.

2. Council of State Representatives Election

- The Executive Board will ensure that rules and regulations, as stated in the bylaws, are in place to guarantee a fair Council of State Representative election.

Section IV: Resignation, Impeachment, and Replacement

1. Resignation

- a. a. Members of the Executive Board can only resign with consent of two-thirds of the Council of States Representatives and three-fifths of the Executive Board. In severe situations or circumstances, Executive Board members may resign with consent of more than one-half of the Executive Board.
 - b. Staff members who wish to resign must submit a resignation notice two weeks in advance and finish all ongoing projects.
2. Impeachment
- a. The CoSR and Executive Board shall have the power of impeachment of any Executive Board member or State Representative, with a two-thirds majority required to remove any officer from the Executive Board or State Representative.
 - b. Impeachment Procedure (Appendix 4)
3. Appointment/Replacement
- a. Executive Board
 - i. In the event that an Executive Board position is unfilled, the Appointment Process is then initiated where applications are accepted for vacant positions.
 - ii. The Board of Directors must approve applicants as per minimum qualifications for candidacy as listed in Article VIII, Section II of the Constitution. An appointment shall be made by two-thirds of the incoming elected Executive Board.
 - iii. The appointment must be confirmed by two-thirds of member states. Votes will be cast by the State Representative.
 - 1. If a Member State does not have representation through CoSR, the VSA Presidents of member schools of that state will get a confirmation vote. Each President's vote will be equally weighted so that the Member State collectively has one (1) vote.
 - 2. State Representatives with a conflict of interest will not participate in the confirmation vote.
 - 3. Should a VSA President who has a weighted vote in a Member State without CoSR representation also have a conflict of interest, the power to vote will be passed to the next non-conflicted Executive Board member from the member organization in the following order: Internal Vice President, External Vice President, Treasurer, and Secretary.
 - 4. A conflict of interest is defined as: a situation in which the an individual with voting power will be a member of the incoming Executive Board or is an applicant for a vacant position in the in-progress appointment process.
 - b. Council of State Representatives
 - i. Appointed members of the CoSR may be replaced with the consent of three-fifths of the elected members of the Executive Board and CoSR

Article IX - Decision

1. Executive Board Decision

- Decisions of the Executive Board are only official if, and only if, they are approved by a three-fifths majority of the Executive Board members

2. Leadership Summit and Vietnamese Interacting as One Conference Decision

- Decisions for Leadership Summit (LS) and Vietnamese Interacting as One (VIA-1) Conference Bids will be awarded based on a vote by only the Executive Board and the Council of State Representatives with a simple majority consensus.

Article X - Amendments

1. Amendment Proposal

- The Executive Board or CoSR must officially propose amendments to the constitution. The proposed amendments must be approved by two-thirds of the CoSR and Executive Board, collectively.

2. Amendment Revision

- The Executive Board or CoSR must officially propose an amendment revision to the constitution. The proposed constitutional revision must be approved by two-thirds of the Board of Directors.

