

Entrepreneurship & Innovation Association (EIA)
Bylaws for Governance
Revised 3/4/2013

1 Mission

EIA's mission is to create learning and networking opportunities that foster entrepreneurial and corporate innovation.

Our aim is to provide an environment for students to develop new business ideas and bring them to fruition. We will also create a forum for students to connect with venture capitalists, angel investors, GSM Alumni, mentors, advisors, business school students and other entrepreneurs.

In order to achieve these goals, the society will work closely with the Davis, Bay Area and Sacramento business communities.

2 Membership and Dues

a Membership

- i The board of the EIA is comprised of current full-time MBA and MPAC students at the GSM.
- ii General membership may include all GSM students or students from other UC Davis graduate schools.

3 EIA Board Meetings

a EIA Board meetings shall be regularly scheduled, and announced, and shall be open to all students.

- i The EIA Board reserves the right to hold unscheduled closed meetings of the Board as needed.

b Minutes for all scheduled meetings will be taken and shall be made available to any member upon request.

- i Minutes for any closed meeting of the Board shall be taken, but will be maintained by the President of the Board.

c EIA Officers and Representatives are expected to attend all EIA Board meetings. If necessary, absence should be coordinated with the EIA President prior to the meeting.

- i Repeated absence from EIA Board meetings could lead to removal from office.

4 Voting and EIA Board Decisions

a The EIA Board, in acting in the best interests of the EIA, should make every effort to make decisions by consensus.

b If, after all officers have expressed their opinions, a consensus cannot be reached, a vote shall be taken following these guidelines:

- i Each officer will be given one vote. Only elected officers may vote, with the understanding that they represent the membership.
- ii Simple majority determines the decision.
- iii In the event of an uneven number of voting members (i.e., in the case Co-Presidents), a tie shall be broken by arbitration by a faculty advisor.

5 EIA Board

a The EIA Board consists of three MBA student officers.

- i If desired by the full board of three GSM students, any of the board positions may be a co-chair position filled by an additional MBA student.

- 1 All three positions, President, Vice President and Marketing/Finance, must be filled prior to co-chair consideration.

- 2 Co-chair board members receive full voting rights, with ties to be decided as stated in section 4-a-iii.
- b EIA Board Officers Code of Conduct and General Duties
 - i Officers work as a team in the fulfillment of the general mission of the EIA and the specific responsibilities of each officer as stated below. All officers are expected to perform duties beyond their position's description as necessary.
 - ii Officers are expected to uphold standards as stated in the ASM Policies and Procedures document during meetings and enforce approved bylaws.
 - iii Officers shall champion the ethical standards expected of all members of the GSM and UC Davis communities, keeping in mind the spirit of the UC Davis GSM Ethics Pledge.
 - iv Officers shall represent the GSM when required.
 - v Officers are expected to involve all EIA & ASM members in organizing activities as much as possible. Many of the responsibilities listed for each officer do not require that the officer personally conduct the activity; the officer is merely responsible for seeing that the duty is completed.
 - 1 Non-officers of the EIA are not expected or required to complete task assigned by the EIA Board unless they volunteer to do so.
 - vi Officers shall maintain records in accordance with the ASM Policies and Procedures document to facilitate knowledge flow to each new set of officers.
 - c Presidential Duties
 - i The EIA President shall:
 - 1 Coordinate the activities of the EIA officers and EIA events.
 - 2 Facilitate EIA meetings, to include setting an agenda and scheduling meetings.
 - 3 Send relevant GSM announcements to the school.
 - 4 Facilitate the transition process after the election of new EIA Board officers.
 - 5 Manage the EIA Bylaws and Policies and Procedures document, and develop any additional governing documents that ensure the smooth operations of the EIA.
 - 6 Responsible for coordinating the educational process for incoming board members.
 - d Vice President Duties
 - i The EIA Vice President shall:
 - 1 Facilitate any EIA Board meeting that the President cannot attend.
 - 2 Spearhead any efforts to address issues that arise as directed by the President.
 - 3 Be responsible for periodic updates with the ASM Vice President.
 - 4 Facilitate communication between the EIA, ASM and other clubs.
 - 5 Represent EIA interests to ASM, to include requests for special funding beyond what ASM allocates.
 - e Director of Finance and Operations Duties
 - i The EIA Director of Finance and Operations shall:
 - 1 Prepare and maintain the EIA budget and submit the budget to the officers for approval during the Spring Quarter.
 - 2 Communicate with ASM regarding their EIA event funding allocation.
 - 3 Coordinate quarterly proposal submissions for Club projects and special project funding.
 - 4 Prepare and submit requests for GSM-provided funding for EIA activities.
 - 5 Keep financial records of all revenues and expenses.
 - 6 Record and maintain EIA membership contact list(s).
- 6 Election of President, Vice President and Marketing/Finance Board Officers**
- a Shall be in accordance with ASM timelines and policies.

7 Term of Office, Replacement of Officers and Removal of Officers

- a EIA Board Officers Term of Office
 - i Terms begin at the start of Spring Quarter and end at the conclusion of Spring Break.
 - ii Transition Process
 - 1 The newly elected ASM officers will be brought into their new responsibilities with an organized transition program run by the outgoing EIA Board.
 - 2 This process will be determined by the outgoing EIA Board but shall include ample time, assistance and training.
- b Replacement of Officers
 - i Candidates should run for EIA Board office only if reasonably sure of being able to serve their full term. If unforeseen circumstances arise and an Officer is unable to complete their term the EIA Board can determine if a replacement is necessary.
 - ii A new election may be held to elect a new officer, but is not necessary.
 - iii The EIA Board officers may, through majority vote, determine appointment procedures and scheduling.
 - iv The duties of the open position may be passed to another EIA Board officer, as determined by majority vote of the EIA Board officers. The officer serving in the new role may retain the duties of their previous Board position, or a replacement can be appointed.
- c Removal of Officers
 - i An officer may only be recommended for removal from office by a 2/3 votes of all voting officers.
 - 1 If the vote approves the recommendation for removal, the issue will be taken to the ASM board for final decision.
 - ii All voting officers must be present for a vote of recommendation of removal to occur.
 - iii Removal of an officer is an extreme situation and must be exercised only if the officer in question has committed a gross dereliction of duty determined to adversely harm the EIA, ASM or GSM.

8 Changes to the EIA Bylaws

- a Changes to the EIA Bylaws may be made by simple majority vote of the current EIA voting officers.
- b Changes to the EIA Bylaws may also be made by consensus of the President, Vice President and Director of Finance and Operations when speed and efficiency are in the best interest of the EIA.
- c Once a change is made, the Bylaws may simply be rewritten.
 - i A list of changes is not necessary, but the EIA Board should maintain a historical record of old versions of the Bylaws.
- d Revised bylaws must be posted on the ASM website as soon as possible after changes are made, and a notification of change must be published to all current EIA members.