



UNIVERSITY OF  
MARYLAND

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ROBERT H. SMITH  
SCHOOL OF BUSINESS

**THE ROBERT H. SMITH  
SCHOOL OF BUSINESS MBA  
ASSOCIATION CONSTITUTION**

# THE MBA ASSOCIATION CONSTITUTION

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# THE MBA ASSOCIATION CONSTITUTION

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## Signature Page

The following signatories affirm that this document has been approved as detailed in Article VIII below.

_____ Virginia Pierrie MBAA President	<u>06/28/2020</u> DATE	_____ Yonathan Berhanu Vice President of Community Development & Social Value	<u>06/28/2020</u> DATE
_____ Balajee Chandrasekaran Executive Vice President	<u>06/28/2020</u> DATE	_____ Casey Windmuller Vice President of Student Affairs	<u>06/28/2020</u> DATE
_____ Audrina Chang Vice President of Marketing & Communications	<u>06/28/2020</u> DATE	_____ Jasmine Snead Vice President of Inclusion & Professional Development	<u>06/28/2020</u> DATE
_____ Chidubem Amechi Vice President of Finance	<u>06/28/2020</u> DATE	_____ Niharika Gupta Vice President of Signature Events	<u>06/28/2020</u> DATE
		_____ Prashanth Krishnan Vice President of International Student Affairs	<u>06/28/2020</u> DATE

# THE MBA ASSOCIATION CONSTITUTION

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## **Preamble**

We, the members of the MBA Association, in order to improve the full-time Robert H. Smith MBA community, enhance the overall experience for its students, and maximize the value of the Robert H. Smith brand, establish this Constitution of the MBA Association.

## **Article I- Name**

The name of the organization is the MBA Association, henceforth referred to as the MBAA. The governing body of the MBAA is the MBA Association Board, henceforth referred to as the Officers, Executives or the Board.

## **Article II- Purpose**

The mission of the MBAA is to enrich the MBA student experience by providing leadership that empowers and inspires advocacy on behalf of student interest and coordination of all student run activities.

In so doing, the MBAA is charged with, but not limited to:

1. Acting as a liaison with Smith administration and faculty, students, and the business community;
2. Collaborating with administration to enhance the student experience;
3. Promoting and enhancing the reputation of the R.H. Smith MBA program;
4. Enriching the educational experience and professional development of all members, and
5. Managing resources to promote MBAA-recognized clubs.

To accomplish these efforts, the MBAA shall work in conjunction with recognized clubs. Additionally, the MBAA understands and is committed to fulfilling its responsibilities of abiding by University of Maryland policies.

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## **Article III- Membership**

Active membership shall be limited to persons officially connected with the University of Maryland as students. Students enrolled as a full-time MBA student in the fall, spring, or summer semesters are eligible for membership. In addition, the following requirement is necessary to constitute active membership:

1. Payment in full of financial obligations as determined by the Officers

The MBAA does not restrict membership or discriminate on the basis of race, color, creed, sex, sexual orientation, gender identity, gender expression, marital status, personal appearance, age, national origin, political affiliation, physical or mental disability, or on the basis of rights secured by the First Amendment of the United States Constitution. (For definitions of “personal appearance” and “sexual orientation,” see the University’s Code of Human Relations (“Code”). We are compliant with all University policies.

## **Article IV- Officers**

The MBAA will be governed by the following officers:

1. An elected President will facilitate the development and implementation of the overall vision and strategy for the Organization in coordination with the departments in the Smith community including, but not limited to, Master’s Program Office, Office of Career Services, Office of Development and Alumni Relations, and the Dean’s Office. Furthermore, the President will act as a liaison between the full-time MBA student body and other groups within the Smith and UMD communities including, but not limited to, alumni, faculty and staff, part-time MBAs, executive MBAs, and foreign exchange MBAs. The President shall preside over all meetings of the Board. The President shall maintain the power to appoint all committee chairpersons and non-voting Board members and shall present all motions to the body present. Additionally, while the President has the final authority to act on behalf of the MBAA, his/her decision may be overruled by a 2/3 majority of the Officers. Lastly, the President shall attend necessary R.H. Smith MBA meetings as determined by the MBAA. The President is the official judge of a budget appeals for MBA recognized clubs during the appeals process. The President will have secondary signatory rights for contracts. Contracts exceeding two thousand dollars will require a second signature. The name of the President will be added to the MBAA bank account. The President will be elected in the first tier of elections in February.

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2. The MBAA shall also maintain an elected Executive Vice President. The Executive Vice President's duties shall be to preside over all meetings and functions that the President cannot attend, act as the MBAA-recognized clubs' advocate on the Board, communicate the Board's desires to the MBAA-recognized clubs, and serve as the President's chief advisor. The Executive Vice President will coordinate club activities and be responsible for maintaining the official calendar of events for the MBAA. The Executive Vice President will also be responsible for submitting the MBAA's registration renewal with the Office of Campus Activities annually during the spring semester. The Executive Vice President is responsible for the organization and execution of MBAA and club elections. The Executive Vice President shall be responsible for the logistics and announcement of all MBAA meetings. The Executive Vice President is also responsible for organizing efforts to address the class gift for his/her class. The name of the Executive Vice President will be added to the MBAA bank account. The Executive Vice President will be elected in the second tier of elections in February.
3. The MBAA shall also maintain an elected Vice President of Finance, whose duties will be to handle all dues/income for the MBAA as well as all MBAA accounts. The Vice President will coordinate the appropriations process. In addition, the Vice President will be responsible for updating MBAA financial guidelines annually. The Vice President will have primary signatory rights for contracts. Contracts exceeding two thousand dollars will require a second signature. The Vice President will be elected by the end of the fall semester.

The Vice President shall preside over the Finance Council; whose objective is to develop the MBAA-recognized clubs' budgets during the appropriations process which shall occur in Term D of the first year. As a representative of the MBA student population, the Vice President will be fair in his/her appointment of members to this committee, and will publicly announce its composition in advance of the budgeting process. The committee shall include the Executive Vice President of the MBAA. Should any member of the finance committee serve on a club board, he or she will not engage in funding conversations related to that club while serving on the committee. Additionally, no club president shall serve on the committee to avoid any conflicts of interest.

4. The MBAA shall also maintain an elected Vice President of Marketing and Communications who will be responsible for communications within the MBAA as well as between the MBAA and other stakeholders in the Smith community, including but not limited to, a weekly newsletter. The Vice President will be responsible for the design and maintenance of the MBAA website, as well as coordinating the design and maintenance

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of the clubs' website. The Vice President will update the physical calendar within the case rooms as well as the televised advertisements. The Vice President is responsible for overseeing the creation and posting of MBAA meeting notes. Finally, the Vice President will oversee the communication strategy of all stakeholders to the MBA full-time cohort. The Vice President will be elected in the second tier of elections in February.

5. The MBAA shall also maintain an elected Vice President of Community Development and Social Value who will create and manage regular and frequent social events for the benefit of the MBAA community and will be responsible for incorporating social impact into all MBAA events. In addition, the Vice President will be responsible for organizing community outreach events and programs. The Vice President will be responsible for planning and executing events including, but not limited to, happy hours, tailgates, and socials. The Vice President will be responsible for creating event themes, timelines, and securing event volunteers. The Vice President will work with the Executive Vice President to secure the logistics under the UMD umbrella. The Vice President will also form a Special Events Committee to discuss, organize, and hold events outside of the traditional mantle of the clubs. Committees will be formed at the beginning of each academic year and membership will be extended to all members of the full-time MBA community. The Vice President of Community Development will be elected in the second tier of elections in February.
6. The MBAA shall also maintain an elected Vice President of Inclusion and Professional Development who will join the Diversity Empowerment Council (DEC) and work with the Office of Career Services (OCS) to help tailor programming, internal communication, and external efforts to better meet the professional development needs of MBA students. The Vice President will act as the student body representative in all issues surrounding non-academic ethics violations and concerns raised by students of underrepresented groups to ensure that a high level of professionalism and multicultural inclusion is both promoted and upheld at Smith. The Vice President will provide a mentoring program for first-year students, starting with an open forum at the beginning of the first semester to discuss roles, goals, and norms among the first-year class. Additionally, the Vice President will attend each DEC meeting and report back to the MBAA Board following each meeting. Once each semester, the Vice President will also meet with Smith's Diversity Officer. The Vice President will be elected in the second tier of elections in February.
7. The MBAA shall also maintain an elected Vice President of Student Affairs who will work with the Master's Program Office to create orientation and academic initiatives that foster a sense of community in the program. The Vice President will oversee the creation and operation of the Orientation Committee, preside over the grade appeals process, and act as a faculty student liaison. The Vice President will be elected by the end of the fall semester.

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8. The MBAA shall also maintain an elected Vice President of Signature Events who will be responsible for the Organization's keystone social and philanthropic events. The Vice President will be responsible for creating event themes and timelines, as well as managing logistics and securing event volunteers. The Vice President will be responsible for planning and executing events including, but not limited to Monte Carlo Night, the Year End Banquet and the Second-Year Send-Off. The Vice President will be elected by the end of the fall semester.
9. The MBAA shall also maintain an elected Vice President of International Student Affairs who will be responsible for being the voice of the International Students and Foreign Exchange Students to the MBA Association and the administration. The Vice President of International Student Affairs will be responsible for the planning and execution of International Orientation in conjunction with the Master's Program Office and the International MBA Association. The Vice President should lead the international virtual webinar series (open to internationals only) in collaboration with the OCS. A minimum of one (1) community lunch per semester. A minimum of one (1) webinar each semester pending availability of alumni. The Vice President will be elected in the second tier of elections in February.
10. The MBAA shall also maintain elected Track Representatives. Each first-year track will elect two representatives to act as liaisons between that class and the MBAA. The Track Representatives will be non-voting advisory members of the MBAA. Track Representatives shall attend all MBAA meetings and communicate any pertinent information from the MBAA, faculty, staff, or alumni to their classmates. Track Representatives shall also attend other organizational meetings as necessary to act as advocates for their respective tracks to include, but not limited to, a weekly meeting with the Master's Program Office. The Track Representatives will be elected in September.

## **Article V- Operations**

### ***1. Voting Eligibility***

Those members meeting all requirements of active membership as set forth in Article III shall be granted voting privileges in elections.

### ***2. Election Process***

All officers shall be elected by a majority popular vote of the eligible voting members of the MBAA. In the event of a tie, a run-off will take place to determine the election winner. All elections will be



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held on an annual basis with all officers elected in the spring semester, with the exception of the VP of Finance, VP of Student Affairs, and VP of Signature Events.

All voting shall be done by secret, electronic ballot. Voting records shall be made available to any member of the organization upon request.

### ***3. Enforcement of All Officers and Removal Procedures***

A. Removal Reasons: All members of the MBAA Board, including the Track Representatives, may be removed from office if he/she exhibits unsatisfactory job performance or conduct unbecoming.

i. Unsatisfactory Performance: Such a standard will be met if a majority of MBAA Board members deem that an officer exhibits actions including, but not limited to, continued and unjustifiable absence from meetings and other MBAA events where business is conducted, or continued failure to perform the duties of his/her office in a timely manner.

ii. Conduct Unbecoming: Such a standard will have been met if a majority of MBAA Board members deem that an officer exhibits actions including, but not limited to, proven violations of the University of Maryland Honor Code and/or Code of Student Conduct, proven misrepresentation of facts or self during the MBAA election process, not adhering to the rules and regulations set forth in the Constitution and Code, or material misrepresentations of fact or self in conducting his/her office.

B. Removal Reporting Procedures:

- I. If one of these violations has been found and documented (written complaint), a written request of removal signed by at least three members of the MBAA must be presented to the Board.
- II. Second, written notification of the request must be presented to the officer in question, asking the officer to be present at the next Board meeting and to be prepared to offer a verbal explanation to all members of the Board.
- III. If a majority of Board vote to continue with the procedure, then a meeting will be convened with the MBAA and a two-thirds (2/3) majority vote of the attending membership is necessary to remove the officer.
- IV. Replacement of the officer position seat shall be decided by majority vote of the Board.

### ***4. MBAA Meetings***

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All meetings will occur on at least a biweekly (occurring every two weeks) basis at a time and place selected by the Board in consideration of when classes are in session within the academic calendar. Notification of the time and place of said meetings shall be accessible to all MBAA members. Meetings shall follow an agenda set by the President. All members of the MBAA, including Track Representatives, shall be present at no less than 75 percent of all meetings. To ensure proper transparency within the Board and allow diverse perspectives, all MBAA meeting discussions will be considered confidential until final decisions are made and released to the public. In addition, while the main responsibility and final decision resides within each MBAA Board member's domain, it is the responsibility of each Board member to share pertinent information of their work and decision-making during Board meeting to ensure cohesiveness and transparency within the MBAA.

Minutes for each meeting shall be kept by the VP of Marketing and Communications.

Communications regarding the announcement of all meetings shall be the responsibility of the VP of Marketing and Communications.

## ***5. Board Terms and Transitions***

The Board's official tenure begins in Term D, Year One and ends following Term C, Year Two.

1. The outgoing Board maintains control of official meetings until the end of Term C, after which the incoming Board assumes control of official meetings and Board agendas.
2. Outgoing Board members may continue to oversee select events or duties (if any) as specifically defined prior to the end of Term C.
3. Incoming and outgoing Board members will, following elections, engage in a process of training, knowledge transfer, and organized document sharing as required by their position.

## **Article VI- Finances**

The MBAA will finance its activities and the sponsorship of MBAA-recognized clubs through the following means:

1. Membership dues payable by members of the full-time Smith program (appropriate amount set by the Master's Program Office in conjunction with the VP of Finance),

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2. Business School Departmental funds (including MPO, Academic Departments, Centers, etc.),
3. Part-time MBA Association,
4. Graduate Student Government, and
5. Fundraising activities and sponsorships in accordance with all University of Maryland policies.

## **Article VII- MBAA-Recognized Club Responsibilities**

MBAA-recognized clubs will receive funding from the MBAA and access to other resources within the business school including website space, calendaring, and other support. The list of MBAA-recognized clubs will be maintained by the Executive Vice President who will be responsible for disseminating this list to MBAA Board members and R.H. Smith departments as necessary to maintain the benefits of MBAA recognition.

All MBAA-recognized clubs must have a charter, readily viewable by its members, which at a minimum must address the following issues:

1. State purpose of the club
2. Membership criteria and rights
3. Club officer roles and responsibilities
4. Officer election process
5. How to amend the charter

Additionally, the MBAA-recognized clubs must ensure a fair and equitable election for their officer positions, and as such may not amend their charter from the first day of spring semester until completion of their election process. This provision should be noted in each club's charter.

In order to ensure full participation and representation in the MBAA, all MBAA-recognized clubs shall require that at least one Club President position be held by a full-time R.H. Smith student.

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Each club will have an established board of no more than two individuals (including a co-president). From the time a club roster is finalized, board positions should not be changed. Clubs may also choose to have an auxiliary board of no more than three first-year students. Selection of these leadership positions are subject to the discretion of the outgoing leadership and the official club charter. Clubs that feel they need additional board members may seek an exemption from the MBAA Board.

In order to avoid conflicts of interest, the MBAA President, Executive Vice President and Vice President of Finance may not hold any board position within any Robert H. Smith MBA clubs. Furthermore, the remaining MBAA Board officers may neither hold club President or Co-President board positions, nor hold more than one club board position within the Robert H. Smith MBA clubs.

Clubs may elect to collect dues from their members to help fund programming, events, and other items. Clubs that collect dues are encouraged to open up a bank account to manage these funds. Club bank accounts will remain under the MBAA umbrella bank account. The VP of Finance will review account statements quarterly.

Clubs are responsible for paying for events out of pocket and subsequently going through a reimbursement process as outlined by the MBAA. The VP of Finance will make every effort to reimburse students in a timely manner and no later than one semester after receipt submission. Students seeking reimbursements from the MBAA must submit receipts during the academic year of the purchase date. Requests for reimbursement submitted beyond this length of time will be paid at the discretion of the VP of Finance and may be completely denied.

## **Article VIII- Amendments**

This constitution is binding to all members of the MBAA. However, the constitution is not binding unto itself. Changes to the constitution require the following steps and may not be made from the beginning of spring semester through the end of the Officer Election process:

1. Amendment(s) to the constitution may be proposed in writing by any voting member of the MBAA at any Board meeting at which over two-thirds (2/3) of the Officers are present.
2. The proposed amendment(s) must then carry a simple majority vote by the Board in order to proceed for further consideration.
3. An in-person quorum shall consist of two thirds or more of the MBAA-recognized clubs represented by either a Club President, Club Executive Vice President, or Club VP of

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Finance. This quorum shall take place during the MBAA's Executive Vice President's quarterly meetings with MBAA-recognized clubs.

4. If changes are proposed after the completion of these quarterly club Presidents meetings, an electronic ballot will be sent by the MBAA Executive Vice President to expedite the process which requires a 100 percent response rate.
5. In the in-person process, the amendment will become effective following approval by a simple majority. In an electronic vote process, there must at least an 80 percent approval by all MBAA-recognized clubs.

## **Article IX- Registration Renewal**

The MBAA will apply to the Office of Campus Programs for registration on an annual basis one month after The MBAA's new officer elections. Responsibility for submitting the said Registration Renewal lies with the Executive Vice President as stated in Article IV, Section 2.

## **Article X- Club Creation Process**

To become a MBAA-recognized club the all of the following steps must be completed:

1. Collect the signature of, and nominal dues (\$5 minimum) from 15% of all full-time Smith MBA students, indicating their interest in becoming members of the prospective club. Signature collection may begin no earlier than (1) day following the MBAA club bazaar. Of these signatures, at least one-third (1/3) must be collected from both the 1<sup>st</sup>-year and 2<sup>nd</sup>-year MBA classes.
2. Develop an official club charter that details (1) the stated purpose of the club, (2) membership criteria and rights, (3) club officer roles and responsibilities, (4) the club election process, and (5) how to amend the charter. Develop a roster of the club board and board-elect for club administration during the current and following academic year. Upon completion, the charter and board rosters, including 1<sup>st</sup> year board members, must be submitted to the Executive Vice President of the MBA Association for review.
3. Write a "letter of intent", detailing roles and responsibilities that the prospective club expects of their potential faculty advisor and submit a copy of this letter to the EVP of the MBAA. Then, seek out a professor at Smith who would be willing take this position

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and have the professor sign the “letter of intent”, acknowledging their willingness to take on this role.

4. Develop a proposal for the number of events and attendees to be executed between the date the prospective club receives provisional status and the end of Term C.
5. Deliver a presentation before the end of Term C to the existing club presidents stating:
  - a. The scope of the prospective club’s area of interest
  - b. The added value the club would bring to the Smith community
  - c. Why the creation of a new club is necessary to achieve these goals
  - d. A list and description of proposed club events
  - e. Names of other clubs they would look to work with
  - f. The names of their club officers

Once the prospective club members have exited the meeting, the existing club presidents will discuss their thoughts and opinions regarding the addition of the new club. The issue will conclude with a vote to determine whether the prospective club will be elevated to provisional status.

- a. A quorum shall consist of two-thirds (2/3) or more of the MBAA-recognized clubs represented by a club president or other club officer.
- b. Approval is reached by a two-thirds (2/3) majority of votes in favor of granting provisional status.
- c. Clubs whose leaders vote to approve provisional status must agree to forfeit at least 5% of their MBAA funding for the year, in order to provide seed funding to the provisional club.
- d. If the prospective club is rejected, the EVP of the MBA Association will notify the club members and provide feedback on the decision within 2 business days in writing (see section 5 for appeal process).

Under provisional status, the prospective club must execute a specified number of events and attract a specified number of attendees to those events. The exact number of events and attendees will be decided upon by the current club presidents following the vote deciding provisional status due to the nature of the club constituency. These terms must

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be agreed upon by a simple majority of the club presidents present at the meeting, articulated in writing by the EVP of the MBAA, and signed by the founding members of the prospective club when the decision is made. All the events must be executed between the date the prospective club is granted provisional status and the end of Term C and each must have documented attendance through the use of a sign-in sheet at the event. Upon the end of Term D, the EVP of the MBAA will review the results of the events and decide whether the terms have been satisfied. If approved, the provisional status will be lifted, allowing the new club to take part in the budget process for the following year. If not approved, the provisional status will be revoked, and the prospective club will have to repeat the process the following year.

6. If provisional status is not granted, the prospective club may appeal the decision by repeating step 4 of the process no earlier than the following academic year.
7. Upon the completion of the previous requirements, the prospective club will then be seen as a new club in the eyes of the Organization. The new club will be allowed to formalize officer positions, at least one being President and one being the VP of Finance. The new club will be granted the privilege to take part in the next budget cycle, send a representative to club presidents' meetings, and participate in all other privileges granted to clubs within the Smith School.

If a club has become dormant (or merges with another club) and remains as such for two calendar years; meaning it does not conduct independent club-related activities, consisting of but not limited to holding events, meetings or elections, budgeting, recruiting, etc.; the club's charter will be declared null and void and any attempts to bring the club in full standing with the Organization must proceed as instructed through the club creation process set forth in this article (Article X).

A club may submit a waiver to the MBAA to request that their dormancy timeline be pushed back one calendar year. This can be done via email to the current MBAA president and EVP. This club may elect to not hold events by themselves but can work with the VP of Community Development and Social Value's Special events committee to hold these events.

## **Article XI- Club Evaluation and Prioritization Process**

1. During Term C, the MBAA will survey the Organization's membership to assess participation rates in MBAA-recognized clubs.
2. Based on the survey results, clubs with participation of less than ten per cent (10%) of the organization will be placed on probationary status, denoting reduced priority for MBAA funds and event scheduling.

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3. The MBAA will cease to recognize clubs which fail to meet participation minimums for two (2) consecutive years. Clubs seeking reinstatement shall follow the club creation process.
4. The Board will have discretion to continue to recognize and/or grant priority to clubs which fail to meet participation minimums. Board discretion may only extend favorable status to clubs, and may not be used to deny status, privileges or priority to clubs which do meet required participation criteria.