



# ARTICLES OF INCORPORATION OF THE CREIGHTON STUDENTS UNION

## ARTICLE I. NAME

The name of this Corporation shall be the Creighton Students Union.

## ARTICLE II. MISSION

The Creighton Students Union of Creighton University is an organization dedicated to the service of the Creighton University student and the enhancement of the educational, social, and cultural environment on campus. The Mission of the Creighton Students Union is accomplished through:

- Representing the student body of Creighton University to the faculty, staff, and administration.
- Supporting all Creighton University student organizations to stimulate productivity and encourage members of the Creighton Community to contribute positively to the University and greater communities.
- Planning and implementing a variety of activities to meet the diverse needs of the student body and to encourage student interaction outside of the classroom.
- Supporting the Jesuit Mission of education, service, and the development of the whole person.

The Creighton Student Union exists to represent and serve the student community of Creighton University. Through the cooperative efforts of the seven colleges and schools of Creighton University, the Student Union is entrusted to serve as an advocate and as a voice for the student body of Creighton University.

### **ARTICLE III. ORGANIZATION**

This Corporation is a public benefit corporation. This Corporation is organized under the provisions of the Nebraska Non-Profit Corporation Act of the State of Nebraska, as stated in Neb. Rev. Stat. Article Section 21-190.10 to 21-19, 177, as amended.

The organization is organized exclusively for charitable, religious, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

### **ARTICLE IV. DURATION**

The duration of life of the Corporation shall be perpetual.

### **ARTICLE V. NON-STOCK CORPORATION**

This is a non-stock Corporation, and no dividends or pecuniary profiles shall be declared or paid by this Corporation.

The assets of the corporation are irrevocably dedicated to religious, educational, and charitable purposes and no part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

### **ARTICLE VI. REGISTERED ADDRESS AND AGENT**

A. The street address of the Corporation's registered office shall be:

Gross & Welch, P.C.  
2120 South 72<sup>nd</sup> Street  
800 Commercial Federal Tower  
Omaha, Nebraska 68124

B. The registered agent under these Articles is CorporAgent, Inc.

### **ARTICLE VII. MEMBERSHIP**

A. The Corporation shall have members.

- B. Voting membership defined: all full-time students in all undergraduate, graduate, and professional schools and colleges of Creighton University shall be voting members of the Corporation. For the purposes of this Article “full-time students” shall be defined by the regulation of each school and college.
- C. Non-voting membership defined: any part-time Creighton student who wishes to do so may become a non-voting member of this Corporation upon receipt of the regular activity fee. Such students shall be entitled to all the rights and privileges of a Corporation member except for holding a corporation office and voting privileges.
- D. The power to manage the affairs of the Corporation shall be vested in three bodies of the Creighton Students Union: Executive Committee, Board of Representatives, and Cabinet.
- E. All voting members of the Corporation are eligible to serve on the Creighton Students Union, with the expectation that they are capable of completing the duration of the term to which they were elected or selected.
- F. All voting members running for election as a Representative, both at the time of the election and during term in office, shall be a student in the college or school from which the Representative was elected.

## **ARTICLE VIII. THE BODIES OF THE CREIGHTON STUDENTS UNION**

- A. Executive Committee of the Creighton Students Union
  - 1. The Executive Committee of the Creighton Students Union shall be composed of the President, Vice President for Student Affairs, Vice President for Finance, and Vice President for Programming. The Advisor, as defined in the Bylaws, shall serve on the Executive Committee in a non-voting capacity.
  - 2. The President of the Creighton Students Union shall serve as the chair of the Executive Committee.
  - 3. The Executive Committee shall meet weekly and at the call of the President.
  - 4. Three(3) of the four(4) Executive Officers shall constitute a quorum.
- B. Board of Representatives of the Creighton Students Union
  - 1. The Board of Representatives of the Creighton Students Union shall be composed of elected Representatives from the student body.
    - a. Representation from each school and college shall be based upon the student-to-representative ratio of 150 students per representative. Re-distribution of the representative ratio shall be conducted during the fall semester of every third year (2003, 2006, 2009...) based upon the full-time student enrollment figures.

- b. Re-distribution of the representative ratio must take place prior to the election during the fall semester.
  2. The Vice President for Student Affairs shall serve as the chair of the Board of Representatives.
  3. The Board of Representatives shall meet weekly and at the call of the President.
  4. A simple majority vote of the voting members shall constitute a quorum.
  5. In the case of a tie-vote, the President of the Creighton Students Union shall cast the deciding vote.
- C. Cabinet of the Creighton Students Union
1. The Cabinet of the Creighton Students Union shall be composed of the seven (7) presidents of the student governments from the College of Arts & Sciences, College of Business Administration, Schools of Nursing, School of Dentistry, School of Law, School of Medicine, and School of Pharmacy & Allied Health who shall serve as the voting members of the cabinet. The President of the Creighton Students Union shall serve as a non-voting member.
  2. The President of the Creighton Students Union shall serve as the chair of the Cabinet.
  3. The Cabinet shall meet monthly during the academic year and at the call of the President.
  4. Four of the seven members of the Cabinet shall constitute a quorum.
  5. In the case of a tie-vote, the President of the Creighton Students Union shall cast the deciding vote.

## **ARTICLE IX. POWERS OF THE CREIGHTON STUDENTS UNION**

- A. Powers of the Executive Committee shall be:
1. To sponsor resolutions and acts governing the Corporation members.
  2. To represent and express the wishes and opinions of the Corporation.
  3. To execute policy and legislation.
  4. To administer and budget the funds of the Corporation.
  5. To oversee the daily activities and operations of the Creighton Students Union.
- B. Powers of the Board of Representatives shall be:
1. To sponsor resolutions and acts governing the Corporation members.
  2. To represent and express the wishes and opinions of the Corporation.
  3. To adopt, amend, and repeal acts and amendments governing the Bylaws of the Creighton Students Union.
- C. Powers of the Cabinet shall be:
1. To sponsor resolutions and acts governing the Corporation Members.
  2. To represent and express the wishes and opinions of the schools and colleges.

3. To adopt, amend, and repeal acts and amendments governing the Bylaws of the Creighton Students Union.
  4. To advise the Executive Committee and Board of Representatives.
- D. Powers of the Corporation voting Members shall be:
1. To cast votes for elected officials of the Creighton Students Union.
  2. To recall and expel officers and Representatives of the Creighton Students Union as governed by the Bylaws
  3. To adopt, amend, and repeal amendments to the Articles of Incorporation.
- E. Further duties of each office, rules, terms of elections, appointments, and recall shall be governed by the Bylaws.

## **ARTICLE X. REGULAR MEETINGS OF THE CREIGHTON STUDENTS UNION**

- A. Regular meetings of the Creighton Students Union shall be according to Article VII during the academic year.
- B. Special meetings shall be held anytime at the request of five members of the Board of Representatives or at the call of the President. Special meetings shall conduct business in the same matter as any regular Board of Representatives meeting during the academic year.
- C. Resolutions
1. Resolutions may be submitted, debated, and voted upon at any regular or special meeting.
  2. All resolutions must be referred to committee prior to review by the Board of Representatives. Such committees include standing, ad-hoc, and the Executive Committee.
  3. All resolutions are voted upon in meetings of the Board of Representatives and are approved by a simple majority vote of the Representatives.
  4. Resolutions denied or approved by the Representatives are subject to review by the Executive Committee within seven (7) days of the Representative vote.
    - a. Upon a unanimous vote of a quorum of the Executive Committee, the resolution shall be referred to the Cabinet.
    - b. Upon the passage of seven (7) days following the Board of Representatives vote and the failure of the Executive Committee to approve or deny the resolution, the resolution shall become the policy of the Creighton Students Union.
  5. Five sevenths (5/7) vote of the Cabinet shall pass the original resolution.
  6. Resolutions denied by Cabinet shall be subject to review by a two-thirds majority (2/3) vote of the Board of Representatives.

**D. Bylaw Changes**

1. Bylaw changes may be submitted, debated, and voted upon at any regular or special meeting.
2. Amendments to the Bylaws must be approved subsequently by a two-thirds (2/3) majority vote of the Board of Representatives, majority vote of the Cabinet, and majority vote of the Executive Committee before enactment
3. Any amendment to the Bylaws that is denied by the Cabinet may be overridden by a three fourths (3/4) vote of the Representatives and subsequently referred to the Executive Committee for approval by a simple majority vote.
4. Any amendment to the Bylaws that is denied by the Executive Committee may be overridden by a three fourths (3/4) vote of the Representatives and subsequently referred to the Cabinet for approval by a simple majority vote.
5. Any amendment to the Bylaws that is denied by the Representatives may be overridden by a five sevenths (5/7) vote of the Cabinet and subsequently referred to the Executive Committee for approval by a simple majority vote.
6. Proposed amendments to the Bylaws shall not be voted on by more than five times by the Executive Committee, Board of Representatives, and Cabinet combined.

**ARTICLE XI. OFFICER SUCCESSION**

- A. If the President shall be unable to discharge the duties of office or if the office is vacated, there shall be succession to the office by the Vice President for Student Affairs.
- B. In the event of a vacancy of the positions of Vice President for Student Affairs and/or Vice President for Finance, an election and/or appointment shall be conducted for that position at the discretion of the President.
- C. In the event of a vacancy of the position of Vice President for Programming, succession shall be governed by the Bylaws.

**ARTICLE XII. JUDICIAL POWER**

Judicial power shall be vested and defined and suitable courts, on the original and appellate level, shall be created from time to time by the Creighton Students Union. Judiciary matters shall be handled at the discretion of the Judicial Board of the Creighton Students Union, detailed in the Bylaws.

### **ARTICLE XIII. CORPORATION MEETINGS**

- A. The regular annual meeting of the members of the Corporation shall be held in Omaha, Nebraska, between the first week of September and a week before the Friday of finals week of the fall semester each year. At which time, the Articles of Incorporation may be amended by the Creighton Students Union at the Corporation meeting. Mailed notice of regular Corporation meetings is waived as provided by laws of the State of Nebraska.
- B. Special meetings of the Corporation members may be called by a unanimous vote of the Board of Representatives, or by petition of five hundred (500) members of the Corporation, at which time the Articles of Incorporation may be amended and Bylaws may be enacted or amended.
- C. At any regular or special meetings called by the Creighton Students Union of the Corporation, fifty (50) members shall constitute a quorum for the transaction of business. In the case of a special meeting called by petition, the quorum to do business shall be two hundred and fifty (250) members.
- D. Notice of all regular and special meetings of the Corporation members shall be given at least three (3) weeks in advance of such meetings in any student publication of general circulation in the University. All proposed amendments and enactments to the Articles of Incorporation or to the Bylaws to be submitted at each Corporation meeting shall be published one (1) week prior to such Corporation meeting in a student publication of general circulation in the University.
- E. All voting members of the Creighton Students Union Corporation present at all Corporation meeting shall be eligible to vote at this meeting on enactment or amendment of Bylaws and of Articles.
  - 1. A two-thirds majority vote is required to enact or amend an Article of Incorporation or a Bylaw.
  - 2. A proposed change to the Articles of Incorporation must be submitted to the Board of Representatives at least two (2) weeks prior to the scheduled corporation meeting.
- F. In order for a proposed amendment to the Articles of Incorporation to be submitted for a vote at the annual or special meeting of the Corporation, the Creighton Students Union must pass a resolution, by simple majority vote, in which it is recommended that the proposed enactment or amendment be submitted to vote at the annual or special corporation meeting.

### **ARTICLE XIV. THE CREST**

The official Crest of the Creighton Students Union shall display the following symbols and meanings. The scales of the crest represent justice and equality. The book represents wisdom and knowledge. The star symbolizes higher ideal and light penetrating darkness. The eye stands for spiritual and mental perception, God and the future. The arrows display power and ability to reach beyond set boundaries. The stairs along the lower left side of the crest represents incremental gains in wisdom and knowledge and emotional and spiritual development.

## **ARTICLE XV. DISSOLUTION OF THE CORPORATION**

To dissolve the Corporation an Act must be submitted at a Special Meeting and approved by a four-fifths majority vote of the voting members present at said meeting.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all assets of the corporation to Creighton University, a non-profit corporation organized under the laws of the State of Nebraska. If Creighton University no longer exists, then the distribution of assets shall be made to selected organizations which are described in Section 509(a)(1) or Section 509(a)(2) of the Internal Revenue Code of 1986, and which at the time of dissolution qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) and which have the same or a similar purpose as the corporation. If there are no such organizations determined by the Board to be so organized, operated and qualified at the time of the dissolution of this corporation, then the assets remaining after paying or making provisions for the payment of liabilities of the corporation shall be distributed as directed by the board, exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law).

## **ARTICLE XVI. AMENDMENTS TO THE ARTICLES OF INCORPORATION**

The Nebraska Non-Profit Corporation Act requires that all amendments to the Articles of Incorporation be submitted and filed with the Nebraska Secretary of State. In the event these Articles are amended, as provided herein, the Creighton Students Union shall immediately notify current legal counsel of such amendments so that such counsel can prepare and file the appropriate documents as required by the laws of the State of Nebraska.

Steve McHale  
CSU President

Stephen Thorn  
CSU Vice President for Student Affairs

John Sullivan  
CSU Vice President for Programming

Micah White  
CSU Vice President for Finance