

Harvard Business School Student Association Constitution

(amended May, 2010)

Preamble

The students of the Harvard Business School hereby establish a Student Association to represent themselves and to act in their collective behalf in order to actively enrich and broaden the experience of the student community, both in and out of the classroom. In pursuit of these goals, this Association will represent and act on student views and concerns; promote, coordinate, and operate student activities and services; and enhance channels of communication between the student, faculty, administration, alumni and university community.

Article I. General

Section 1

The name of this Student Association shall be “Harvard Business School Student Association”, hereinafter referred to as the SA.

Article II. Membership

Section 1

All students enrolled in the MBA and DBA programs—as well as students who are pursuing joint degrees at HBS and another graduate school— and who have remitted their membership dues shall be members of the SA.

Section 2

Each member shall have the right to cast one vote in elections, which are open to the general membership of the SA. Each member shall have the right to participate – as space permits— in any activity sponsored by the SA or to join any clubs recognized by the SA. No member shall have any personal claim on the funds, assets or liabilities of SA, even upon dissolution of this Constitution.

Section 3

The membership of the SA shall elect class-wide officers and Section officers to comprise a Student Senate and to form Section Committees in order to achieve the

objectives of the SA. The positions, their duties, and election procedures are described in this Constitution.

Article III. The Senate

Section 1

The Senate shall have ultimate decision-making authority in matters regarding the SA. The Senate shall be responsible for the long-term planning and policy making of the SA as well as overseeing the daily execution of functional tasks of the Section Committees. The Senate shall have responsibility for elections and for the budget of the SA. Any significant student-initiated proposal to change HBS policy that is not specific to a particular section must be approved by the Senate prior to a recommendation being made to the administration and/or faculty. The interpretation of "significant" shall be left to the Senate in the case of a disagreement about its meaning. The duties and responsibilities of the SA Senate shall be:

- Set policy objectives for the SA, including the SA Agenda.
- Approve and amend the SA Budget.
- Establish dues for members of the SA to provide general funds to support SA activities.
- Conduct meetings open to any and all members of the SA and record and make public the proceedings of all meetings, including attendance and absences of all Senate members.
- Ensure SA financial records are open to public inspection.
- Call for student referenda on issues of student, student government or constitutional concern.
- Respond to and identify student and administration issues by guiding and advising the activities of the Section Committees.
- Approve Ad-Hoc Committees and at-large representatives to those committees.
- Approve the creation of ex officio, non-voting officer positions (e.g., Chief Technology Officer of the SA) to the Senate.
- Approve the appointments of Senators and/or at-large students to fill any ex officio, non-voting officer positions.

Section 2

The Senate shall require a majority vote of those present to pass all measures. The Senate can only vote on issues if a majority of voting members are present, except in the summer term as detailed in Article VIII, Section 4.

Section 3

The voting membership of the Senate shall consist of the following officers:

- Two SA Co-Presidents
- One SA Chief Financial Officer (CFO)
- One SA Chief Operating Officer (COO)
- The Section Senators (one from each section)
- The SA Co-President presiding at a particular Senate meeting shall vote only in cases where his/her vote will break a tie.

Non-voting representatives from each of the following committees, who shall be the Chair (or a Co-Chair) unless that person designates someone else to represent the committee, shall be encouraged to attend all Senate meetings and to participate in debate on SA matters: Career, Education, Leadership and Values, International, Orientation, Presidents, Social, and Technology.

Section 4

The Senate and/or SA Co-Presidents shall establish Ad-Hoc task forces or committees when necessary to address a specific problem or opportunity not handled by any of the Section Committees or upon request from the MBA Program Executive Director, MBA Program Faculty Chair, or the Office of the Dean. All Ad-Hoc committees must be approved by a majority vote of the Senate.

Section 5

Ad-Hoc Committees will be comprised of Senators and/or at-large representatives of the student body. At-large representatives may be selected by any officers of the Senate but must be approved by a majority vote of the Senate. All Ad-Hoc committees must have a designated chairperson. The chair of an Ad-Hoc committee may, but need not be, an at large member of the student body. All Ad-Hoc Committees shall be governed by this Constitution. Other responsibilities shall be assigned to the Ad-Hoc Committees by the Senate as necessary. The Senate shall have the power to make policy decisions, which affect the Ad-Hoc Committees and their operations, if the Senate finds it in the best interest of the SA membership.

The following Ad-Hoc Committees have been in existence for several years, and will continue to remain as Ad-Hoc Committees until they are dissolved by majority vote of the Senate. Each Senator shall serve on at least two Ad Hoc committees and an Elective Curriculum (EC) Senator shall be selected in the spring as the Chairperson of each Committee.

- **Academic (*Recommended Staff: 4 Senators*):** This Committee is responsible for communicating student views to the senior administration about the overall MBA academic program.
- **Clubs (*Recommended Staff: 6 Senators*):** This committee works with representatives from the MBA Program Office to address issues related to the Student Clubs of HBS. The Clubs Committee will meet as necessary in the Fall term for the purpose of addressing proposals, under the oversight of the MBA Program Office, for new clubs or for combinations of clubs. The Committee will continue to meet approximately once every four to six weeks to address Clubs-related issues that are raised by the Student Association or MBA Program Office.
- **Housing and New Construction (*Recommended Staff: 4 Senators*):** This committee works with representatives from HBS and HRES Operations to address issues related to HBS and HRES housing and new construction, including on-campus dorms and HRES apartments. The Housing & New Construction Committee will meet approximately once every four to five weeks to address housing and new construction related issues that are raised by the student body or representatives from HBS or HRES Operations.
- **Student Services & Healthcare (*Recommended Staff: 6 Senators*):** This committee works on issues of student or administrative concern that relate to HBS facilities and operations. Relevant members of HBS Operations (or contractors such as Restaurant Associates) shall be asked to participate in the Committee as deemed appropriate by the Committee chairperson.
- **Oversight Committee (*Recommended Staff: 4 Senators*):** This committee has responsibilities concerning the SA Budget and the Constitution. Regarding the Budget, the committee will review Budget to date and give current budget updates to the Senate with the CFO, as needed. The committee will also meet with the newly elected Executive Committee in late April to advise on the budgeting process and serve as a source of historical knowledge. Regarding the Constitution, the committee will review any and all suggestions provided by the external auditor during the annual audit and advise the Senate on next steps. The committee will also achieve expert status on Constitutional rules and deliver an overview of the Constitution to the new senators at the annual Senate retreat. Finally, the committee will deliver a mid-term Constitutional Review Update to the Senate every December to ensure Senate norms are in agreement with rules explicitly stated in the Constitution.
- **Class Day (*Recommended Staff: 6 Senators*):** Class Day is held the day before graduation each year. The main focus of the day is the Class Day Ceremony which includes remarks from the class Co-Presidents, teaching awards presentation, a speech given by a member of the graduating class, and a keynote address. The Class Day Committee is responsible for selecting the keynote speaker, and facilitating the selection process for the student speaker and faculty award recipients.

- **Elections (*Recommended Staff: 4 Senators*):** This committee is responsible for successfully coordinating the two sets of major SA elections that take place each year, namely the election of the SA Co-presidents, CFO and COO in March, and the election of section officers for each section in October.
- **Community Impact Fund (*Recommended Staff: 4 Senators*):** The Community Impact Fund seeks to promote HBS student service by providing financial assistance to those engaged in projects that have a direct and tangible impact on the external community. Annual funding for the program generally stands at \$20,000 per year, and distribution of funds happens in separate fall and spring funding cycles.
- **Harvard Graduate Council (*Recommended Staff: 2 Senators*):** SA Senators will serve as representatives of HBS on the HGC, which is the recognized student government for the eleven graduate and professional schools of Harvard University.

These committees provide a formalized structure of interaction between the SA Senate and the HBS Administration. The Executive Committee will also formally interact with the HBS Administration during weekly Executive Team meetings, as described in Article IV, Section 6.

Article IV. Class-wide Officers and Committees

Section 1

The class-wide officers of the SA shall be two SA Co-Presidents, one SA CFO, one SA COO, and the Social Committee. The Co-Presidents shall be elected according to the policies outlined in Article IX, Section 4 and shall serve as outlined in Article IX, Section 5. The CFO, COO, and Social Committee will be appointed as outlined in Article IX, Section 4 and shall serve as outlined in Article IX, Section 5.

Section 2

The Co-Presidents of the SA shall be the co-heads of the Student Senate. The Co-President who presides at any particular Senate meeting may only vote in the case of a tie.

The duties of the SA Co-Presidents shall be as follows:

- Preside as chief executive officers of the SA and run all meetings of the Senate.
- Serve as the official student representatives to university officials and alumni and act as liaison on all external affairs of the SA.
- Act as liaison to the administration on all internal affairs of the Senate.

- Ensure that the necessary administrative procedures and actions are undertaken to execute the will of the Senate.
- Call all regular and special meetings of the Senate and class-wide officers.
- Propose Ad-Hoc Committees as necessary to implement SA Agenda initiatives or other Senate directives.
- Nominate Senators and/or at-large representatives from the student body to serve on Ad-Hoc and Section Committees.
- Develop a draft of the SA Agenda for the upcoming year.
- Ensure regular communications to the student body on SA issues and action items.
- Upon leaving office, prepare a final report to the student body detailing progress made during their administration on each initiative of the SA Agenda.
- Appoint, with Senate approval, such ex officio, non-voting members/officers of the Senate (e.g., Director of Communications) as may be necessary to carry out SA objectives.

Section 3

The duties of the SA CFO shall be as follows:

- Be responsible for the receipt and disbursement of all SA funds and for all financial administrative matters of the SA.
- Safeguard the funds of the SA; maintain the accounts of the SA; and prepare yearly financial report of the SA to be published to its members in September.
- Ensure all tax and regulatory documents are filed.
- Work with the HBS Financial Office to make sure that the SA is in compliance with all guidelines and policies set forth by the HBS Financial Office.
- Prepare an annual budget (in cooperation with the COO) by no later than April 15th of each year. The budget shall incorporate the proposed SA Agenda.
- Prepare monthly actual vs. budget reports for disbursement to the Co-Presidents and COO.
- Prepare an annual investment policy based on the projected working capital needs of the SA, with investments limited solely to government-insured deposits with financial institutions unless approved by the supermajority of the Senate.
- Review all contracts not relating to the Office on behalf of the Executive Committee (pursuant to Article VII, Section 3) and engage outside legal counsel where necessary.
- Provide support to Section and Club Treasurers as needed or requested.

Section 4

The duties of the SA COO shall be as follows:

- Oversee day-to-day SA Office operations
- Provide strategic direction for the activities of the SA Office. Approve the addition or removal of any products or services.
- Evaluate current vendors and seek new ones on an annual basis.
- Hire all SA Office employees. Ensure proper training and oversee individual development of all SA Office employees.
- Ensure constant communication with the SA Senate and the student body.
- Maintain appropriate control and monitoring of the SA Office activities.
- Sign all contracts on behalf of the SA Office.
- Oversee the day-to-day operations of the SA Office.
- Work with the HBS Financial Office to make sure that the SA is in compliance with all guidelines and policies set forth by the HBS Financial Office.
- Will work with MBA Program Administration to be sure that all guidelines and policies set forth in the SA contracts are in compliance.
- Prepare an annual budget for the SA Office (in cooperation with the CFO) by no later than April 15th of each year. The budget shall incorporate the proposed SA Agenda of the Executive Committee.
- Consult with the CFO on material decisions, including but not limited to, accounting, financial and tax matters.
- Review and approve (in writing) the relevant portions of the audited financials and the tax returns pertaining to the Office's activities.

Section 5

The Social Committee shall be comprised of three to five Chairpersons, as well as ten elected first year Section Representatives. The second year Chairpersons will be appointed during their first year and shall serve until graduation. The Social Committee will strive to represent the diverse social preferences of the Student Association. The Social Committee Chairs shall be appointed each spring by the incoming SA Co-Presidents from among the first year members of the SA and shall serve until graduation the following spring. The Chairs may be selected from among the first year Social Committee Section Representatives.

The duties and responsibilities of the Social Committee shall be:

- Coordinate and communicate social activities of school-wide interest and develop a social program to benefit the SA membership.
- Ascertain student opinion and concerns on social matters.
- Act as liaison to the administration and faculty on social matters that affect the SA membership.

- Communicate to the Senate all activities of the Social Committee.
- Plan and administer the budget for social events in conjunction with the SA CFO.
- Maintain adequate records to ensure smooth transition over years.
- Provide a budget for all planned activities for upcoming year by no later than April 15th.
- Provide a report to the Executive Committee by the 2nd of each month detailing the expected services and funds needed for any planned activities.
- Deliver for review by the Executive Committee any contracts no later than 3 business days prior to signing.

Section 6

There shall be an Executive Committee, which shall consist of the Co-Presidents, CFO and COO. The Executive Committee shall plan activities associated with the budget and SA Agenda, and carry out directives of the Senate. The Executive Committee shall also be responsible for recruiting Senators and other students to implement programs and/or serve on Ad-Hoc Committees approved by the Senate. The Executive Committee shall not have any policy-making authority.

The Executive Committee shall participate in weekly Executive Team meetings with the Directors of the MBA Program. During these meetings, the Executive Team will discuss and organize around key items of importance for the HBS student body.

Article V. Section Officers and Committees

Section 1

Each Section shall elect one student (except for Social Rep) to each of the following 17 Section officers in October of their first year:

- Senator
- President
- Education Representative (Ed Rep)
- Career Representative (Career Rep)
- Admissions Representative
- International Representative
- Technology Representative
- Leadership and Values Representative
- Athletic Representative
- Treasurer
- Volunteer Coordinator
- Historian
- Harbus Representative
- Orientation Representative
- Alumni Representative

- WSA Representative
- Social Representatives: one student shall be elected to serve on the SA Social Committee and two students shall be elected to coordinate internal Section social activities

All Section officers shall fill their respective positions from the time of election until graduation. Unofficial 'helpers' may be enlisted to help the elected representatives, however only the elected representative shall serve on external committees to act on behalf of the Section.

Section 2

There shall be the following Section Committees, which will be comprised of all of their respective section officers: Presidents, Education, Career, Admissions, International, Technology, Leadership and Values, Orientation, Social and Athletic. Each Section Committee shall coordinate the activities of the representatives who comprise them, as well as make recommendations to the Senate on campus policy issues.

All Section Committees shall be governed by this Constitution. Other responsibilities shall be assigned to the Section Committees by the Senate as necessary. The Senate shall not have the power to add or dissolve Section Committees except through amendment of this Constitution.

Section 3

By the end of February each year, every Section Committee, except the Orientation Committee, shall elect a new Chair or Co-Chairs. The election of a Chair or Co-Chairs for the Orientation Committee shall occur by the end of October of each year. Each Chair or Co-Chairs shall designate a member of their respective committee to serve as a non-voting representative to the SA Senate. The Chair or Co-Chair of each Section Committee may elect to serve in this capacity or may select another committee member to do so.

Section 4 - Senators

The duties of the Section Senators shall be:

- Represent the views of their Section in all matters of the Senate where decisions are to be made.
- Own/lead at least one SA Agenda initiative that pertains to one of their Ad-Hoc Committees.
- Communicate frequently with his/her Section, soliciting student concerns/suggestions as well as reporting on SA activities.

- Encouraged to write at least one Harbus article each year covering an SA Agenda initiative.
- Serve on Ad-Hoc Committees when necessary.
- Solicit help from at-large representatives of the student body to Ad-Hoc Committees.
- Attend all Senate meetings with the exception of meetings missed due to unavoidable circumstances or conflicts.

Section 5 – Presidents

Duties and responsibilities of the Section Presidents include:

- Oversee day-to-day student life and internal proceedings of the Section.
- Organize and facilitate Section meetings and announcements.
- Lead discussion and structure dialog within Sections to help set Section norms and provide leadership in times of crisis, change, or upheaval.
- Serve on Presidents Committee until graduation.
- Maintain communication between Section members after graduation.
- Facilitate discussion regarding Section dues.

Section 6 – Education Reps

Duties and responsibilities of the Education Reps include:

- Enhance the Section’s educational process by facilitating communication between students and faculty and among the students themselves.
- Help students find appropriate educational resources and support.
- Work with the administration to address logistical issues relating to the education process.
- Create peer-tutoring systems and encourage the Section to harness the talents and backgrounds of its members for the benefit of all.
- Serve on Education Committee until graduation.

Section 7 – Career Reps

Career Reps are intended to undertake important strategic initiatives each year (e.g., review of online recruiting utilities, studies to determine needs of international students or student entrepreneurs), coordinate and support HBS Career Services efforts and enrich the student recruiting experience.

The duties and responsibilities of the Career Reps include:

- Actively work with the Career Services department to enhance the career development and job search processes.
- Provide strategic and operational recommendations to the administration regarding recruiting and career services.
- Increase student awareness on job related and career development services.
- Ascertain student opinions and concerns on career-related and recruiting matters.
- Study and take appropriate action on matters of career and alumni relations interest.
- Communicate to the Senate, through the chair, all activities of the committee.
- Serve on Career Committee until graduation.

Section 8 – Admissions Reps

The duties and responsibilities of the Admissions Reps shall be:

- Coordinate and communicate admissions activities of school-wide interest.
- Host class visits.
- Coordinate lunch hosts for guests.
- Coordinate Section phone-a-thons.
- Run and attend all Admit Day activities in conjunction with the Admissions Office and Admissions Counselors.
- Ascertain student opinion and concerns on admissions matters.
- Communicate to the Senate all activities of the committee through the Chair.
- Maintain adequate records to ensure smooth transition over years.
- Serve on HBS Ambassadors Committee until graduation.

Section 9 – International Reps

Duties and responsibilities of the International Reps include:

- Represent the Section in areas of concern to international students and serves as an important resource for all students.
- Serve on International Committee until graduation.
- Co-ordinate international events.
- Work with the Harvard International Office and the administration to communicate important information to international students.

Section 10 – Technology Reps

Duties and responsibilities of the Technology Reps include:

- Help shape the school's technology initiatives and policies by participating in the SA's Technology Committee until graduation.
- Keep the Section apprised of the school's technology resources and programs.
- Construct and maintain Section website or designate another Section member to do so.

Section 11 – Leadership and Values Reps

Within the context of a section, duties and responsibilities of the Leadership and Values Reps include:

- Achieve/maintain optimal learning environment in section.
- Help facilitate the development of section norms.
- Identify and help resolve section behavior that conflicts with community values.
- Participate on the Conduct Review Board when asked.
- Promote understanding and openness around issues of diversity.
- Develop programming within section and school-wide to promote Community Values.

Section 12 – Athletic Reps

The duties and responsibilities of the Athletic Committee shall be:

- Coordinate athletic activities of school-wide interest and develop an athletic program to benefit the SA membership.
- Ascertain student opinion and concerns on athletic matters.
- Provide liaison with administration and faculty on athletic matters which affect the SA membership and student Sections.
- Communicate to the Senate, through the chair, all activities of the Athletic Committee.
- Serve on the Athletic Committee until graduation.

Section 13 – Social Reps

Duties and responsibilities of the social reps include:

- Coordinate Section activities for social interaction.

Section 14 – Treasurers

Duties and responsibilities of the Treasurers include:

- Secure and maintain checking account.

- Collect Section dues and coordinate the financial needs of the Section.
- Create a first and second year budget and keep the Section informed of fiscal issues.

Section 15 – Volunteer Coordinators

Duties and responsibilities of the Volunteer Coordinators include:

- Promote volunteering activities in the Section in the first and second year.
- Communicate and advocate for HBS Volunteer activities to his/her Section.
- Coordinate Section participation in HBS Volunteer events.
- Coordinate at least one Section volunteer activity as desired by the Section.

Section 16 - Historians

Duties and responsibilities of the Historians include:

- Keep the historical record of the Section.
- Collect pictures of their Section to incorporate them in the Harbus and Annual Report yearbook.
- Coordinate section photos through SA Office.

Section 17 – Harbus Reps

Duties and responsibilities of the Harbus Reps include:

- Serve as the representative for the Section to The Harbus News Corporation.
- Liaison with Section to provide content to the paper – encourage writers, photographers and cartoonists from Section to contribute.
- Serve on the Harbus Board of Directors, which controls the activities of the Harbus, and related Harbus products Harbus Reps are not part of the SA. The SA shall conduct elections for Harbus Reps as a courtesy to the Harbus.

Section 18 – Orientation Reps

The duties and responsibilities of the Orientation Committee shall be:

- Develop an Orientation program to benefit the SA membership.
- Coordinate and communicate orientation activities of school-wide interest.
- Attend all Orientation activities.
- Ascertain student opinion and concerns on Orientation matters.
- Serve as a liaison to administration and faculty on Orientation.
- Communicate to the Senate all activities of the committee through the Chair.

- Plan and administer the Orientation budget in conjunction with the CFO.
- Maintain adequate records to ensure smooth transition over years.
- The Orientation Committee may select at-large students, in addition to its elected membership, to become part of the committee.

Section 19 – Alumni Liaison(s)

Duties of the Alumni Liaison include:

- Acting collectively with other Section Alumni Liaisons (and the Alumni Relations Office of HBS) to coordinate the selection of and subsequent fundraising for the Class Gift.
- Acting as an initial point of contact for the administration on alumni related issues.
- Developing and undertaking initiatives that better facilitate communication and interaction between current students and HBS alumni.
- Communicating to current students information regarding alumni events, news, etc.
- Serving as a sounding board for the Administration on various alumni initiatives that involve or are targeted toward current students.

Section 20 – WSA Reps

Duties and responsibilities of the WSA Rep include:

- Serve as a liaison between the school and the SA.
- Act as a conduit to keep Section informed of WSA events.
- Serve as a resource to deal with gender and acclimation issue.
- Organize events.
- Attend monthly meetings with the RC & EC WSA Reps.

Article VI. The SA Agenda

Background

The faculty/administration planning and budgeting process for each upcoming academic year begins early in the preceding spring. Accordingly, the ability of the SA to influence a particular policy or spending outcome is heightened if specific recommendations are made concurrent with the administration's own planning process in the spring.

Administration and student leaders agreed in the spring of 2000 that an annual, ranked list of student priorities, prepared each spring and based largely on a comprehensive, electronic poll of the student body, would help both the administration and the SA to

focus their attention on the issues that matter most to the student body. The SA Agenda is meant to enhance, not replace, other administration planning efforts to advance the MBA Program. In general it is meant to address those issues which might not be addressed without clear student support.

Section 1

The SA Agenda is the official, ranked list of student priorities, which the SA has committed to pursue in a given academic year. The SA Agenda consists of specific initiatives (e.g., “Extend evening operating hours at Shad” or “Eliminate cases on midterm exam days”) that require administration and/or faculty support to implement.

Section 2

Following the election of class-wide officers, but before May, of each year, the SA Co-Presidents shall present a new, draft SA Agenda for the approval of the Senate, which may amend it as desired.

Section 3

The term of the SA Agenda shall begin on May 1 or the date of adoption, if later. It shall conclude on May 1 of the following year or on the date of adoption of a new SA Agenda, whichever is later.

Section 4

The SA Agenda initiatives shall be generated through direct student input and shall generally be supported by evidence of majority support among the student body (e.g., by polling). The only exception is that the Senate shall give special care to ensure that minority concerns (i.e., important issues that may only affect a small fraction of the student body, such as childcare) are addressed.

Section 5

Following passage of the SA Agenda, the SA Co-Presidents and/or Executive Committee shall develop an action plan to address each initiative, subject to the approval of the Senate. This action plan shall include both administration contacts and SA responsibility (i.e., Senator or officer responsible for each initiative). The SA Co-Presidents may, with Senate approval, create ad hoc committees to address specific SA Agenda initiatives.

Section 6

Regular reports of progress on the SA Agenda shall be communicated to the student body. This shall be the responsibility of the SA Co-Presidents unless specifically designated by them to another officer or committee.

Section 7

On or about May 1 of each spring, the outgoing SA Co-Presidents shall prepare a final SA Agenda report detailing the status of each initiative.

Article VII. Finances and Contracts

Section 1

In order to assure continuity and orderly transfer of the assets of the SA, a yearly audit of the financial statements and procedures of SA shall be conducted by an outside auditor.

Section 2

The Chief Financial Officer of the SA shall have the responsibility for the disbursement of SA funds. They shall also develop an annual budget proposal, in conjunction with the Executive Committee, in April of each year to be submitted for approval to the SA Senate. In order to facilitate this process, the outgoing CFO shall develop a first draft of the annual budget for the following year based on input from the Senate and Section Committees.

Section 3

All legal and binding contracts signed by any member of the SA shall adhere to the guidelines outlined in this Section.

- All contract negotiations shall include at least one member of the SA Executive Committee. During this time at least one member of the HBS Administration shall be given the chance to voice concerns over contract details, prior to final approval of a contract.
- The SA Executive Committee shall give final approval to all legal and binding contracts unless the Senate, through a majority vote, decides that the final approval will rest with the Senate.
- The SA Executive Committee shall be responsible for giving on-going updates to the Senate on all current contract negotiations.
- No contract shall be binding for greater than one year.

- One-time contracts (e.g., catering for a social event) for budgeted events do not have to follow the provisions of this Section.

Article VIII. Meetings of the Senate and Section Committees

Section 1

General meetings of the SA Senate shall be called by one or both of the SA Co-Presidents. The Co-President(s) shall be responsible for taking reasonable measures to notify all members of the SA Senate of the time and place and purpose of such a meeting.

Section 2

General meetings of the SA shall be held not only to conduct SA business, such as establishing the SA Agenda and passing the budget, but also to provide a forum for discussion of important campus issues. As such the Co-Presidents shall, on a regular basis, invite administration and faculty leaders to attend meetings to introduce themselves, share ongoing or upcoming policy or program changes, and answer questions.

Section 3

One of the SA Co-Presidents shall preside at all general meetings of the SA Senate. The procedures under which the meeting will be conducted will be determined by the presiding Co-President unless overruled by a two-thirds vote of the Senate. Minutes of all meetings shall be kept and made available to SA members.

Section 4

No voting shall be conducted or considered binding on the Student Association except that business which is conducted by a duly constituted quorum. During the academic year, a quorum of the SA Senate shall consist of one more than half of the voting members of the Senate. During the summer, electronic votes via email or online poll may substitute for a normal quorum so long as at least half of the Senate votes. Failure to respond within five days shall be considered a no vote.

Section 5

SA Senate meetings shall be open for observation by all members of the SA. For issues deemed as sensitive or confidential to the HBS administration, the Co President(s) or a two-thirds majority vote of the Senate may request that the Senate meeting be closed to non-Senate members. Such sessions will have minutes recorded and posted as a regular meeting would, with the exception of confidential information.

Section 6

Meetings of the Section Committees shall be held regularly, but no less than once every six weeks, as established by the Chairperson of each of the committees. The Chairperson shall preside at each meeting of his/her committee and shall be responsible for notifying members of the committee of the place and time of each meeting. A quorum of each Section Committee shall consist of one more than half of the membership of the committee. No business shall be conducted or considered binding upon the committee except that business which is conducted by a duly constituted quorum. All meetings of the Section Committees shall be open for observation by any SA members unless, by a two-thirds vote of a committee on a particular occasion, material is deemed sensitive and thus requires a closed session.

Article IX. Elections and Terms of Office

Section 1

All elections of the SA shall be conducted under the supervision of the SA Elections Board and in accordance with the provisions of this Constitution and Bylaws (if applicable). Results shall be considered official only when certified by the SA Election Board.

Section 2

The members, as well as the chairperson, of the SA Elections Board shall be Senators appointed by the SA Co-Presidents with the approval of the Senate. All members of the Elections Board shall have one vote each on matters presented to the board for its consideration.

Section 3

The responsibilities of the SA Elections Board shall be as follows:

- Conduct and monitor SA elections in accordance with this Constitution and its Bylaws (if applicable).
- Work with MBA Program Administration to coordinate successful elections
- Prior to each election, the Election Board shall be responsible for publicizing all available positions and for coordinating Q&A sessions. Prior to Section officer elections, the Election Board shall coordinate SA overview presentations in each Section.
- Review and make recommendations to the Senate on the election process.
- Serve as the final review board regarding election disputes with ultimate decision-making ability resting in the chair of the SA Elections Board.

Section 4

Elections for Section officers shall be held in October of their first year. Class-wide officers will be chosen by election or appointment in the Winter term. The SA Co-Presidents shall be elected in the Winter term (by March 15 at the latest) of each year by a majority of the voting first-year SA membership. The SA CFO, COO, and Social Committee Chairs will be appointed by the incoming Co-Presidents after they have conducted an interview process for interested candidates.

Any student who is expected to graduate from HBS at the end of their year in office, and who pledges to take at least 50% of their coursework at HBS in that year (to accommodate joint degree students), is eligible to run for a class-wide officer position. If a non full-time (joint degree) student wishes to run for a Co-President position, their partner candidate must be a full time MBA student.

Section 5

Section officers, including Section Senators, will serve from the date they are elected until the graduation of their section. Terms of class-wide officers shall begin four weeks following their election and shall end four weeks following the election or appointment of their successors, in order to allow for training and transition efforts (except social committee). The Social Committee will serve from the date of their appointment until graduation the following spring.

If a member of the Senate is elected as a class-wide officer, that person shall resign their Senate position upon being elected as a class-wide officer and a replacement shall be elected according to Article IX, Section 1.

Article X. Transition

Section 1

Each class-wide officer and all committee chairs shall be responsible for maintaining adequate records and for preparing a binder including all pertinent materials (e.g., documentation of major projects) for their position/committee in order to aid successors.

This binder shall be passed on to each new officer shortly following each election.

Section 2

The Executive Committee shall be responsible for maintaining and updating the SA Handbook, which shall include an overview of the SA with the Senate as the primary audience, as well as electronic copies of all important SA documents and presentations. The SA Handbook shall include the constitution, SA Agenda, budget, and other important SA documents.

Section 3

Each committee chair is responsible for conducting a training session for new officers. For the Senate, this training session shall be conducted by a committee of Senators designated by the Co Presidents.

Section 4

During the two week period following the election of class-wide officers, the outgoing class-wide officers shall be responsible for helping the new officers get acquainted with SA procedures, as well as with meeting the key administration contacts. The Co-Presidents will set up meetings with the Dean, MBA Faculty Chair, Executive Director of MBA Program, and various other key contacts from the administration.

Article XI. Initiative, Referendum, and Recall

Section 1

Referendum: The members of the SA, by Referendum, may establish the official position of the SA on any matter of student interest and concern, and within the limits of the Constitution may so direct it to advance that position. A referendum may be initiated by

- (a) order of the Co President(s),
- (b) a majority vote of the SA Senate,
- (c) petitions bearing signatures of ten percent of the SA membership, as prescribed by Article V, Section 3.

A referendum election shall be called by the Co President(s) within two weeks of its initiation.

Section 2

Recall of SA Officers: The members of the SA may remove from office any elected or appointed officer of the SA or any SA appointed member of any committee, board, or task force, except duly elected representatives of an individual student Section. A recall election of SA Officers shall be called by the SA Senate within two weeks of its initiation.

Section 3

Any Section Committee Chair may be impeached by a two-thirds vote of the members of the respective committees. Such a vote must be preceded by three weeks advanced notification to the representative and the committee of the intent for such action, brought forward by any one of the members of the respective Section Committee.

Section 4

The CFO and COO serve at the will of the Co-Presidents and can be removed from their positions at any time without cause. A CFO or COO removed from office can appeal for reinstatement to the Senate, with a majority vote (Executive Committee members excluded) required for reinstatement.

Article XII. Amendment

Section 1

Amendments to this Constitution shall be submitted to the members of the SA Senate for ratification by petition of the members of the SA or by the SA Senate.

Section 2

Petitions for amendments shall be treated exactly as referendum petitions as described in Article XI, above.

Section 3

The SA Senate may submit amendments for the ratification of the SA membership upon approval of two-thirds of the SA Senate provided that notice of such amendment is given at the previous regular meeting of the SA Senate.

Section 4

Proposed amendments to this Constitution shall be adopted upon approval by two-thirds of the members of the SA Senate. Adopted amendments must be published to membership of the SA within one month of adoption.

Section 5

The Constitution shall be reviewed for accuracy and relevance by the SA Senate each Spring to determine if Amendments are required.

Article XIII. Limitations

Section 1

Official statement and actions by the SA officers or agencies on matters outside the direct control and jurisdiction of the SA or the University are expressly and strictly prohibited except when supported by an official referendum.

Section 2

All powers and rights not granted to the SA by this Constitution are reserved to the individual members of the SA.

Article XIV. Dissolution

Section 1

The SA may be dissolved at any time after a resolution for dissolution is ratified by the members of the SA.

Section 2

Resolutions for dissolution are to be treated exactly as petitions for amendments to this Constitution as described in Article XI, above.

Article XV. Bylaws

Section 1

The Constitution empowers the SA Senate to determine a set of Bylaws under which it desires to conduct its affairs. Bylaws shall in no case contradict the articles of this Constitution but should serve as extensions and refinements of the provisions existing herein.

Section 2

The Bylaws may be amended by a two-thirds vote of all members of the SA Senate. A Bylaw amendment may be voted upon no sooner than seven days after the motion for an amendment has been made and seconded. The Secretary shall post notices of the proposed amendment in a conspicuous place around HBS at least five days before the vote is taken. The Secretary shall post the results of a Bylaw amendment vote in the same such conspicuous place no later than two days after the vote.

Section 3

The SA membership shall have the power to initiate or repeal any Bylaw provision as provided in Article XI.

Article XVI. Enactment

Section 1

This Constitution shall be approved upon a two-thirds affirmative vote of the SA membership in an election in which at least fifty percent of the SA membership votes.

Section 2

This Constitution shall be in full force and effect with all powers granted and responsibilities vested at such time as the existing SA shall certify the result of the election as correct as defined in Section 1 of this Article.

Section 3

At such time as this constitution has been approved and the result of the elections duly certified, all prior conflicting documents and enactment shall be null and void. The existing SA shall be dissolved and replaced by provisions of this Constitution. All officers of the existing SA shall serve until elections are held and appointment made in compliance with this Constitution.

Article XVII. Whistle Blower (Non-Retaliation) Policy

Section 1

The HBS SA expressly forbids anyone to take any form of retaliatory action against any member of the Harvard community who in good faith voices concerns, seeks advice, files a complaint or grievance, seeks the aid of Human Resources, testifies or participates in investigations, compliance reviews, proceedings or hearings, or opposes actual or perceived violations of HBS SA's policy or unlawful acts.

Section 2

The HBS SA has an interest in encouraging the reporting of wrongdoing, and members of the community must be free from fear of retaliation to support that interest. In addition, the HBS SA has a responsibility to protect its members from unlawful retaliation, and this policy clearly establishes that retaliation will not be tolerated.

Section 3

All members of the HBS SA and the SA Community are affected by this policy, including students, HBS employees, contractors, and official visitors.

Section 4

Any individual who believes that they or another member of the University community have been or are the subject of retaliatory action should make an oral or written report to one of the following:

- Senator
- Executive Committee
- MBA Program

The responsible person as determined above will designate an investigator. Generally, the investigator will work with the alleged victim when determining the initial steps in the investigation. The investigation will be conducted in a fair and balanced manner with the purpose of objectively ascertaining what transpired. All information from the investigation will be shared on a strictly need-to-know basis in order to preserve confidentiality. The investigator will document the investigation and the conclusions reached, and also may offer recommendations for actions to the appropriate HBS SA decision maker.

Section 5

Anyone found to have retaliated against any member of the HBS SA Community will be subject to disciplinary action up to and including discharge. If the violator is not subject to the direct control of the HBS SA (e.g. contractors, visitors), he/she may be barred from the campus and from doing business with the HBS SA in the future. This section does not preclude civil or criminal legal action if warranted.

Article XIII. Conflict of Interest Policy

Senate Members of Harvard Business School's Student Association (SA) commonly have a range of professional and personal associations with other organizations. To assure HBS SA's many constituents of the integrity of its endeavors, it is important to avoid situations in which such associations could compromise or reasonably appear to compromise important academic values or the SA's business decisions. The HBS SA Conflict of Interest Policy directs Senate members, Section Representatives, the Social Committee and the Executive Committee to act in a manner consistent with their responsibilities to the SA and to avoid circumstances where their financial or other ties to outside organizations could present a conflict of interest or impair Harvard or HBS' reputation. The Policy adopted by the HBS SA can be found in full in the SA Financial Policies and Procedures document.