

TESLA WORKS

CONSTITUTION

Article I

Outline of Organization

Section 1

Official Name The official name of this organization is Tesla Works.

Section 2

Non-Profit
Organization Tesla Works will operate as a non-profit entity in accordance with the laws set forth by the Internal Revenue Service, as well as within relevant local, state, and federal laws and regulations.

Section 3

Intellectual
Property Tesla Works will own neither intellectual property, nor licenses to scientific discoveries or other intellectual property.

Section 4

External Policies Clause 1 - Tesla Works will comply with all University of Minnesota, hereinafter referred to as “University,” policies and procedures, in conjunction with all local, state, and federal laws and regulations.

Clause 2 - Tesla Works will adhere to the Tesla Works Articles of Incorporation, hereinafter referred to as “Articles”, in their entirety.

Clause 3 - In cases of discrepancy, the Articles will take precedence over this Constitution.

Section 5

Organizational
Purposes Tesla Works will exist for the following purposes:

Clause 1 - To provide students with a positive, encouraging, and creative atmosphere, as well as the necessary resources and expertise to carry out innovative projects;

Clause 2 - To give students an opportunity to gain hands-on experience beyond the traditional classroom curriculum;

Clause 3 – To help students develop team-building, communication, and leadership skills through group collaboration and resource management of technical projects;

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Clause 4 – To provide a means for members to contribute to their community in a real and profound way by showcasing engaging projects and new inventions;

Clause 5 – To build a diverse and creativity-oriented community encompassing design, business, and technology through social activities and outreach events; and

Clause 6 – To make new ideas and innovations available to the public.

Article II **Definitions**

Section 1

Regular Member

A Regular Member is a University student, staff or faculty member who has attended at least two (2) General Meetings or events affiliated with Tesla Works.

Section 2

Officer

Clause 1 - An Officer of Tesla Works, as defined by Student Unions and Activities of the University, is any Regular Member elected by the Voting Members as pursuant to Article V Section 2 of the Tesla Works Constitution.

Clause 2 – The Board of Officers is the collective group of Officers. Each Officer will have one vote on the Board of Officers.

Section 3

Cabinet

The Cabinet will consist of the Board of Officers, excluding the President and Vice President.

Section 4

Honorary Member

Alumni, Speakers, and University or Non-University advisors may be inducted as Honorary Members upon a majority vote of the Board of Officers.

Section 5

Voting Member

Clause 1 – All Regular and Honorary Members of Tesla Works are Voting Members.

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Clause 2 – Currently-registered students at the University must comprise no less than two-thirds of the total Voting Membership.

Section 6

Project

Clause 1 – A Project is a creative, collaborative venture approved by the Board of Officers and given access to Tesla Works resources, working with a clearly defined purpose that utilizes team members' abilities and knowledge.

Clause 2 – New Projects may be proposed at any time, and the proposal must be addressed in a timely manner pursuant to Chapter VI of the Tesla Works Bylaws. To be considered a Project, a proposed Project must be approved by a two-thirds majority vote of the Board of Officers.

Section 7

Project Manager

The Project Manager of a Project is a Regular Member who acts as a leader of that Project and as a liaison to the Board of Officers for that Project.

Section 8

Quorum

Clause 1 – A Quorum of the Board of Officers will be, at minimum, two-thirds of the total number of Officers on the current Board of Officers.

Clause 2 – A Quorum is the minimum number of Officers that must be present for a Board of Officers vote to be valid.

Section 9

Assistant

An Assistant is a Voting Member who is appointed by an Officer to assist with a portion of that Officer's duties.

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Article III **Requirements**

Section 1

All Members

Clause 1 – Regular Membership, Project Manager positions, and Officer and Assistant positions are open to all eligible students, faculty, and staff at the University. No individual will be discriminated for or against based on factors including, but not limited to, race, religion, sex, gender, national origin, disability, age, veteran status, creed, marital status, public assistance status, sexual orientation, or course of study.

Clause 2 – No compensation will be provided to any individual for holding a position in Tesla Works.

Section 2

Board of Officers

Clause 1 – Every Officer must currently be enrolled at the University and registered for at least 6 credits. All members of the Board of Officers must be in good standing with the University and free of any sanctions defined within the Board of Regents Policy-Student Conduct Code administered by the Office for Student Conduct and Academic Integrity. Exceptions to the requirement are permitted upon receipt of a letter from the head of the student's department certifying that the student is actively pursuing a degree.

Clause 2 – Every Officer will have signed a contract affirming that they agree to comply with the values and policies enumerated in the Tesla Works Articles, Constitution, Bylaws, and Conflict of Interest Policy, and that they understand the requirements of Tesla Works' tax exempt status.

Clause 3 – A Regular Member may simultaneously hold positions as both an Officer and a Project Manager, but not more than one Officer position.

Section 3

President

To be eligible for the Presidency, an individual must be a Regular Member who has served as a Project Manager, Assistant, or Officer for a period of time equivalent to at least one semester.

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Section 4

Vice President

To be eligible for the Vice Presidency, an individual must be a Regular Member who has done at least one of the following: (i) served as a Project Manager, Assistant, or Officer for a period of time equivalent to at least one semester, or (ii) held Regular Membership for at least one year preceding elections.

Article IV

Meetings

Section 1

General Meetings

A General Meeting will be held once each week during the University academic calendar and are open to the public. Exceptions to the former may be made by a two-thirds majority vote of the Board of Officers.

Section 2

Board of Officers Meetings

Clause 1 – Board of Officers Meetings will be held at least once each week during the University academic calendar. Exceptions may be made by a two-thirds majority vote of the Board of Officers.

Clause 2 – The date, time, and location of any Board of Officers Meeting must be approved by a two-thirds majority vote of the Board of Officers and made public within three (3) days of the proposed meeting time.

Article V

Leadership Selection

Section 1

Project Manager

Clause 1 – If a Project is approved by a two-thirds majority vote of the Board of Officers, as pursuant to the Tesla Works Bylaws Chapter VI, the proposed Project Manager will become the official Project Manager.

Clause 2 – A Project Manager position can be transferred following the procedures outlined in the Tesla Works Bylaws Chapter VI.

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Clause 3 – When a Project Manager’s Project is Archived, as pursuant to Chapter VI of the Tesla Works Bylaws, the title of Project Manager is void.

Section 2

Board of Officers

Clause 1 – An election for each Officer position will take place every University academic year pursuant to Chapter 2 of the Tesla Works Bylaws.

Clause 2 – The Chair of the Election will be the current President, or a designee of the President, such that the Chair of the Election is not a candidate for any office. The Chair of the Election will preside over the election process and will ensure that each Voting Member casts no more than one vote per Officer position.

Clause 3 – The date, time, and location of each election will be decided by the Board of Officers and will be announced at a General Meeting at least two (2) weeks in advance.

Clause 4 – The order of Officer elections will correspond to the order in which the Officer Positions are listed in Chapter 1 of the Tesla Works Bylaws.

Clause 5 – Each Voting Member may vote once per Officer position on a ballot. Absentee voting must be available and will be conducted pursuant to Chapter 2 of the Tesla Works Bylaws.

Clause 6 – In the Presidential and Vice Presidential elections, a one-half majority vote is required to win the election. If the candidate for President or Vice President with the most votes does not have a one-half majority, there will be a second ballot between the candidates with the most and second-most votes. In the case of a tie in this second ballot, the Board of Officers will cast votes to break the tie.

Clause 7 – The candidate with the most votes for each Cabinet position will win that election. In the case of a tie, the Board of Officers will cast votes to break the tie.

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Clause 8 – All individuals elected to the Board of Officers in this manner will be installed in their new positions immediately after voting for every position up for election has concluded. The installation of a new Officer voids the title of the previous occupant of that position, such that there is only one Officer in each position listed in Chapter I of the Tesla Works Bylaws.

Section 3

Special Elections

Clause 1 – Any member of the Cabinet may resign their position at any time during their term, but will retain their responsibilities until their position is filled, unless the Board of Officers agrees that exceptional circumstances exist. In this case, it is the responsibility of the Board of Officers to ensure that the resigning Officer's responsibilities are fulfilled. The vacancy will be announced at the next General Meeting, and nominations will be accepted from all Voting Members for the following seven (7) days, after which the nominee who wins a majority vote among the Board of Officers at the next Board of Officers Meeting will assume the responsibilities of the resigning Officer.

Clause 2 – If the President or Vice President chooses to resign their position, the Board of Officers will call for nominees at the first available General Meeting. The replacement Officer will be chosen by an election pursuant to the rules of Article V, Section 2, except that nominations will be accepted for seven (7) days and the election date, time, and location will be announced no less than seven (7) days before the election.

Article VI

Responsibilities

Section 1

Board of Officers

Clause 1 – Votes conducted by a Quorum of the Board of Officers will decide the official actions of Tesla Works.

Clause 2 – Any Officer may designate an Assistant. However, the Officer designating the Assistant retains the ultimate responsibility for the completion of any task they give to the Assistant.

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Clause 3 – The Board of Officers may, by a two-thirds majority vote, make and edit bylaws pertaining to any aspect of Tesla Works’ operation. No bylaw created may override this Constitution.

Section 2

President and Vice President

Clause 1 – The President and Vice President will ultimately be responsible for ensuring the completion of all Officer responsibilities.

Clause 2 – Whenever a deadlock vote occurs, the President will cast the deciding vote.

Clause 3 – The President is accountable for Tesla Works’ relationship with the University.

Clause 4 – The Vice President is responsible for fulfilling all the Presidential duties in any case in which the President cannot.

Article VII **Misconduct**

Section 1

Documentation

In all cases, a claim of misconduct made to the Board of Officers, and anything discussed thereafter, must be properly documented by the Board of Officers.

Section 2

Scope

Clause 1 – In the case of alleged misconduct by an individual that violates University policy, and/or local, state, or federal laws, the Board of Officers will bring the case to the appropriate authorities. With any case of this magnitude, the Board of Officers will not investigate the claim, but will involve and cooperate with the relevant authorities, and comply with any and all disciplinary recommendations.

Clause 2 – In the case of alleged misconduct by an individual that only violates the Tesla Works Conflict of Interest Policy, Constitution, and/or Bylaws, the Board of Officers must investigate the validity of the claim as pursuant to the Tesla Works Constitution Article VII Section 3.

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Clause 3 – In the case of an allegation that a Project is not operating in a manner consistent with Article VIII of the Tesla Works Constitution, the Board of Officers must investigate the validity of the claim pursuant to Article VII Section 4 of the Tesla Works Constitution.

Clause 4 – The Officer to whom the claim of misconduct is reported is charged with evaluating the scope of the claim. If there is any uncertainty in the mind of that Officer, they are responsible for forwarding the claim to Student Unions and Activities, hereinafter referred to as “SUA,” for further council. In the case that a claim of misconduct is reported to more than one Officer simultaneously, the highest listed Officer, as determined by the numerical order of Officers in Chapter 1 of the Tesla Works Bylaws, will be charged with evaluating the scope of the claim.

Section 3

Individual Misconduct Procedure

Clause 1 – The Board of Officers will schedule one or more meetings to investigate the validity of any claim within the scope of the Tesla Works Constitution and/or Bylaws. Both the accusing and accused parties will be provided with written seven (7) day notice of the occurrence of each meeting and will be invited, although not required, to attend.

Clause 2 – If either the accusing or accused party believes the Board of Officers is not a sufficient body to handle the investigation at any point during its course, they may involve SUA.

Clause 3 – Once all relevant evidence from both parties has been heard, the Board of Officers will privately deliberate on the merits of the evidence. Since the burden of proof rests with the accusing party, the Board of Officers reserves the right to dismiss the claim of misconduct based on a lack of sufficient evidence to render a decision. The Verdict is the decision of the Board of Officers stating whether the evidence supports or refutes the claim of misconduct. The Verdict will be reached by an anonymous two-thirds majority vote of the Board of Officers, and will conclude the private deliberations of the Board of Officers.

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Clause 4 - If the Board of Officers has reached a Verdict supporting the claim of misconduct, then the Board of Officers may privately deliberate on a penalty or penalties for the accused party. A two-thirds majority vote of the Board of Officers will be required to assess any penalty or penalties. Possible penalties include, but are not limited to, the revocation of: leadership positions, access to Tesla Works resources, and/or Voting Member status.

Clause 5 – Both the accusing and the accused parties will be notified of the Verdict of the Board of Officers and any penalties within three (3) days of the reaching of the Verdict.

Clause 6 - After the parties have been notified of the Verdict and, if necessary, the penalty or penalties, the investigation will be considered concluded. If either party is not satisfied with the outcome, they may appeal the decision to SUA, in which case the Board of Officers will fully comply with SUA, and accept the decision of SUA as final.

Clause 7 – If the Board of Officers finds that no misconduct occurred, the Board of Officers may not discriminate against the accusing party in any way, nor may the Board of Officers assess any penalties against the accusing party for making the claim of misconduct.

Section 4

Project Misconduct Procedure

Clause 1 – The Board of Officers will schedule one or more meetings to investigate the validity of any claim of unconstitutional operation of a Project. Both the accusing party and the Project Manager of the accused Project will be provided with written seven (7) day notice of the occurrence of each meeting and will be invited, although not required, to attend.

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Clause 2 – Once all relevant evidence from both parties has been received, the Board of Officers will privately deliberate on the merits of the evidence. Since the burden of proof rests with the accusing party, the Board of Officers reserves the right to dismiss the claim of misconduct based on a lack of sufficient evidence to render a decision. The Verdict is the decision of the Board of Officers stating whether the evidence supports or refutes the claim of misconduct. The Verdict will be reached by an anonymous two-thirds majority vote of the Board of Officers, and will conclude the private deliberations of the Board of Officers.

Clause 3 – If the Board of Officers reaches a Verdict that the Project is not operating consistently with Article VIII of the Tesla Works Constitution, the Project will be placed on Probation as pursuant to Chapter VI of the Tesla Works Bylaws.

Clause 4 – Both the accusing party and the accused Project's Project Manager will be notified of the Verdict of the Board of Officers and any penalties within three (3) days of the reaching of the Verdict.

Clause 5 – If the Board of Officers finds that no misconduct occurred, the Board of Officers may not discriminate against the accusing party in any way, nor may the Board of Officers assess any penalties against the accusing party for making the claim of misconduct.

Article VIII **Project Policy**

Section 1 Management

Every Project will have one Project Manager pursuant to Article II, Section 7.

Section 2 Purpose

Clause 1 – All Projects will exist to further the purposes enumerated in Article I of the Tesla Works Constitution.

Clause 2 – All Projects receiving Tesla Works resources must include any and all interested persons, and openly share information and ideas with the public.

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Section 3

Safety

Clause 1 – All Projects must adhere to appropriate safety procedures as established by the University. Each Project Manager is responsible for regulating the safety of their Project; the Board of Officers may impose further safety regulations as necessary.

Clause 2 – All Project participants are responsible for adhering to safety procedures, and exercising safe judgment toward themselves and others while working on Projects.

Article IX

Dissolution

Tesla Works may be dissolved by a vote of the Board of Officers with no more than one dissenting vote. All funds held by Tesla Works at that time will be directed to the University Exceed Lab. Distribution of other assets will be determined by the Board of Officers before the final dissolution.

Article X

Ratification and Amendments of Organizing Documents

Section 1

Ratification

Ratification of this Constitution will occur when at least five (5) Officers of Tesla Works have signed and dated this document.

Section 2

Amendments

Clause 1 – Any Officer may propose an amendment to this Constitution or to the Articles.

Clause 2 – In order to become effective, an amendment to either this Constitution or to the Articles must pass a two-thirds majority vote in two (2) separate Board of Officers Meetings, such that the second meeting falls at least seven (7) days after, and within 28 days of, the first meeting.

Clause 3 – Tesla Works will pay all fees associated with amending the Articles.

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Constitution ratified: (month, day, year) April 1, 2018

Officer *[Signature]* Date 4/1/2018

Officer *[Signature]* Date 4/1/2018

Officer *[Signature]* Date 4/1/2018

Officer *[Signature]* Date 4/1/2018

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