



## **Pima County Cooperative Extension External Advisory Board Bylaws**

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### Article I: Name

The name of the organization is the Pima County Cooperative Extension (PCCE) Advisory Board

### Article II: Purpose

The PCCE Advisory Board is both a designated board of Pima County and a designated board within the University of Arizona structure. The PCCE Advisory Board helps PCCE ensure its programming addresses the needs of the community, provides input to help the PCCE Director guide the organization, and to be a representative of PCCE in the community. As a designated board of Pima County, it must be run in accordance with Pima County boards, commissions, and committees and must therefore abide by Open Meeting Law 101 as promulgated by the Clerk of the Board for Pima County. As a University of Arizona advisory board, members must follow board guidance promulgated by the University. This includes the following:

- The Advisory Board is not a governing body because they have no financial or managerial oversight. As such they cannot make business, human resources, or budget decisions.
- The Advisory Board provides guidance and direction, may help build networks and partnerships (especially outside the university), and may help raise funds via philanthropy and corporate investment.
- The Board will conduct its business in open meetings and abide by open meeting rules.

## Article III: Composition of the Board

### Section 1: Membership

The PCCE Advisory Board consists of seven members appointed by the Pima County Board of Supervisors. All members must reside in Pima County. Four members shall be engaged in productions of agricultural commodities or be engaged in agribusiness and the other three shall be representative of organizations or persons who utilize the county agricultural extension services. Efforts will be made to include representatives that are engaged and familiar with all program areas including agriculture, master gardener, 4-H, and health and nutrition programs. Members shall serve without compensation.

### Section 2: Terms

Each member shall be appointed for a term of two years. Terms turn over at the end of the fiscal year, June 30. Members are encouraged to serve for a maximum of five terms but may serve longer at the discretion of the Director.

### Section 4: Appointment, Reappointment, and Resignations

The PCCE Director, acting as the Board administrator, is responsible for filling vacancies and submitting notification of appointments, reappointment, and resignations to the Pima County Clerk of the Board to be approved by the Pima County Board of Supervisors at their next meeting. Members are required to confirm reappointment at the end of each term of service. Member resignation must be submitted in writing to the PCCE Director and can occur at any time during the member's term. If a resignation is received mid-year, a new member will be appointed to complete the term or start a new term of service. Any member who does not attend three consecutive meetings may be asked to resign or may be dismissed. Members with excused absences are not penalized for these absences. A Board Member may only be removed for cause by the affirmative vote of a two-thirds majority of the votes cast by voting Board Members. Upon the resignation, retirement, or dismissal of a Board Member, the Chair, working with the PCCE Director, shall solicit names of prospective Board Member nominees from the Advisory Board, PCCE faculty, and program leads.

## Article IV: Operation of the Board

### Section 1. Meetings

The PCCE Advisory Board will meet twice per year at a minimum, but usually meets quarterly in March, June, September, and December. A meeting is defined as the gathering of a quorum of the Board whether it be in person or through technological devices. All meetings take place at the PCCE main office at 4210 N. Campbell Tucson and shall be hybrid on Zoom to include those that cannot attend in person. On occasion, a Board meeting may be held at a different site. Exact dates and times are determined by the committee based on availability. Roberts Rules of Order employed to help meetings run smoothly.

### Section 2. Quorum

A majority of members shall constitute a quorum.

### Section 3 Meeting Notices, Agendas, and Minutes

Meeting Notices and Agendas may be combined into a single document. The agenda/notices and any supporting documents must be submitted to the Pima County Board of Supervisors a minimum of 48 hours prior to the meeting. Meeting agenda/notices must be posted at the PCCE offices and distributed to the Advisory Board no more than three days prior to the meeting. Minutes and Minute Records (agenda, back-up materials and supporting documentation for approved items from meeting packets) are part of the permanent record as defined by the Arizona State Library, Archives and Public Records.

### Section 3: Voting

Each member of the Advisory Board has one vote. Although Cooperative Extension faculty and staff may be consulted for advice on matters of business, only members of the Advisory Board may vote on items of business. Voting by proxy is not allowed.

## Article V: Officer and Board Administration

### Section 1. Officer and Board Administration

The Chair position is the only officer of the Advisory board because the PCCE Director serves as administrator for the board and is responsible for secretarial and financial duties. In the absence or unavailability of the Chair, a presiding officer may be appointed by the PCCE Director to chair the meeting of the Board and assume provisional authority commensurate to the Chair. The Chair shall have the following duties:

- Preside at Board meetings, encouraging and contributing to participation and discussion
- Provides input on board meeting topics and scheduling
- Serves as signatory on the Pima County /UArizona Appropriations Agreement
- Appoints ad hoc committees

The PCCE Director shall have responsibility for the following administrative duties:

- Solicit input from members and the chair on agenda item, meeting scheduling and other Advisory Board activities
- Prepare agenda/notices, minutes and other board documents and submit to the Pima County Clerk of the Board as directed by Pima County guidance
- Ensures that the Advisory Board is informed about key PCCE efforts including funding, staffing, and program highlights.
- Prepare written materials so that the annual County Appropriations Agreement may be approval by the Pima County Board of Supervisors.

### Section 2. Election and Term for the Chair

Members shall serve as chair for no more than two two-year consecutive terms. Election of the chair is by a vote of the Advisory Board and will be at the last meeting before the Chair's term is renewed or expires.

## Article VI: Changes in Bylaws

These Bylaws may be amended by a majority of the votes cast by voting Board Members represented in person at any regular meeting or any special meeting of the Board at which a quorum is present. The notice of such meeting shall state the specific proposal to amend these Bylaws.

\* Approved by Pima County Cooperative Extension Advisory Board on June 27, 2023