

BYLAWS

UNIVERSITY OF MASSACHUSETTS EXTENSION BOARD OF PUBLIC OVERSEERS UNIVERSITY OF MASSACHUSETTS AMHERST

ARTICLE I NAME

Section I The name of the organization shall be the University of Massachusetts Extension Board of Public Overseers, pursuant to Massachusetts General Law Chapter 75, Section 14d, and shall be known hereafter as the UMass Extension Board of Public Overseers or Extension Board.

OFFICES AND RECORDS

Section II Records of Board proceedings and actions shall be kept at offices of the University of Massachusetts Amherst.

ARTICLE II PURPOSE

Section I The purpose of the Board shall be to advise and assist the chancellor of the University of Massachusetts Amherst in the mission, budget, operation and management of University of Massachusetts Extension programs pursuant to MGL Chapter 75, Section 14d.

Section II Further, the purpose of the Board shall be to provide advice and assistance and to develop public, community, and institutional support for UMass Extension, as well as to foster awareness of its programs, services, facilities and needs.

ARTICLE III MEMBERSHIP

Section I The Extension Board shall consist of a 15 members, including the chair, as follows:

- a) the director of UMass Extension, who shall serve in an ex-officio capacity;
- b) a designee of the president of the University of Massachusetts;
- c) a designee of the chancellor of the University of Massachusetts Amherst;
- d) the commissioner of the Massachusetts Department of Agricultural Resources or his or her designee;
- e) eleven (11) members appointed by the governor of the Commonwealth as follows:
 - i. four members of the Massachusetts Farm Bureau Federation, Inc. chosen from a list of 12 members submitted by said federation;

- ii. one member of the Massachusetts 4-H Foundation, Inc. chosen from a list of three members submitted by said organization;
- iii. one member of the State 4-H advisory committee chosen from a list of three members submitted by said committee;
- iv. one member of the Massachusetts Forestry Association chosen from a list of three members submitted by said association;
- v. one member of the Massachusetts Audubon Society chosen from a list of three members submitted by said society;
- vi. two members of the Massachusetts Arborists Association chosen from a list of five members submitted by said association;
- vii. one member of the Massachusetts Nutrition Board chosen from a list of three members submitted by said board.

Section II The members of the Board shall serve for terms of five years, or until their duly appointed successor is seated.

Section III In soliciting the nomination of MGL Chapter 75, Section 14d, the Board and its subcommittees will strive to achieve a balance in geographical areas, programmatic areas, and communities of interest represented.

Section IV Regular attendance at Board meetings is expected of Board members, as is participation on a standing or ad-hoc board committee.

ARTICLE IV ADVISORY BOARD

Section I The Extension Board may, in all matters regarding its advice and assistance to the Chancellor of the University of Massachusetts Amherst and its advice and assistance to and support fUMass Extension, as well as in all other deliberations, decisions and actions, be advised and assisted by the UMass Extension Advisory Board, hereafter known as the Advisory Board..

Section II The Advisory Board shall consist of at least five and no more than 15 members, as follows:

- a) the Vice Provost for University Outreach or his or her designee;
- b) a member of the Massachusetts House of Representatives, appointed by the House Speaker;
- c) a member of the Massachusetts Senate, appointed by the Senate President;
- d) such other members as a majority of a quorum of the Board shall see fit to elect, following nomination by the Membership and Bylaw Subcommittee, to a maximum of twelve (12) additional members.

Section III Advisory Board members shall serve for terms of five years. Nominations of Advisory Board members will be made by the Extension Board prior to

the Annual Meeting of the Extension Board. Elections shall be held at the Annual Meeting. However, vacancies and unfilled positions on the Advisory Board may be filled throughout the year, such terms being retroactive to the most recent Annual Meeting.

- Section IV Advisory Board members are expected to attend all regular board meetings, and shall be eligible for membership on all board committees.
- Section V In nominating and electing Advisory Board members, the Extension Board and its committees will strive to achieve a balance in geographical areas, programmatic areas, and communities of interest represented.
- Section VI Regular attendance at Board meetings is expected of Advisory Board members, as is participation on a standing or ad-hoc board committee.

ARTICLE V OFFICERS

- Section I Officers shall be chair, vice chair, and recording secretary.
- Section II Terms of Office for chair and vice-chair shall be two (2) years.
- Section III The chair of the Extension Board shall be appointed by the chancellor of the University of Massachusetts Amherst from the membership of the board, pursuant to Massachusetts General Law, MGL Chapter 75 Section 14d, from a list of at least one (1), and no more than three (3) nominees advanced by the board.
- Section IV The vice chair shall be elected by the Extension board from its membership.
- Section V In the event the Extension Board chair is unable to complete his or her term as an officer, the vice chair will serve as interim chair until the Chancellor appoints a new chair.
- Section VI The Director of Extension or his or her designee will serve as the recording secretary of the Board.
- Section VII New officers shall be elected at the Annual Meeting of the Board in January, unless an officer is unable to complete his or her term of office, thereby requiring a mid-term nomination and election.

ARTICLE VI STANDING AND AD HOC COMMITTEES

- Section I A Membership and Bylaw Committee will be convened as a standing Board Committee to maintain and monitor Board Bylaws and proposed amendments, to review and make proposals regarding Board composition,

and to make member nominations pursuant to the Bylaws. The Committee shall consist of at least three (3) members appointed by the chair. The committee may include members of the Advisory Board. The Board chair will appoint a committee chair from the Extension board membership. A committee chair may be appointed to chair only one standing committee.

Section II A Planning and Evaluation Committee will be convened as a standing Board Committee to provide input, information, and feedback to the Extension Director and assessment/evaluation staff to deepen and broaden the organization's planning and reporting processes and ensure that relevant stakeholder opinion from the constituency areas represented by the Board is included. Further, the subcommittee will provide input into a staff-led examination of potential for future advisory structures at the organizational and program levels; and a broad-based stakeholder input process. The Committee shall consist of at least three (3) members appointed by the chair. The committee may include members of the Advisory Board. The Board chair will appoint a committee chair from the Extension board membership. A committee chair may be appointed to chair only one standing committee.

Section III A Budget and Policy Advocacy Committee will be convened as a standing Board Committee to monitor legislative and state budget developments, propose Board response and fashion proactive strategies for the advancement of Extension and its programs and projects within the University system, across the Commonwealth, and within state government. The Committee shall consist of at least three (3) members appointed by the chair. The committee may include members of the Advisory Board. The Board chair will appoint a committee chair from the Extension board membership. A committee chair may be appointed to chair only one standing committee.

Section IV An Executive Committee, consisting of the Board chair, vice chair and standing committee chairs, shall conduct the business of the Board of Overseers between meetings subject to the direction of the Board. Three (3) members of the Executive committee will constitute a quorum.

Section V The Board may establish ad hoc committees as it sees fit.

ARTICLE VII VACANCIES

Section I Any Extension Board or Advisory Board member desiring to withdraw from the organization before his or her term expires may do so with a written notice to the chair of the Extension Board. In addition, Extension Board members appointed by the Governor of the Commonwealth must submit written notice of resignation to the Governor, and to the resigning member's nominating organization. A copy of such notice shall be

submitted to the Extension Board Chair. Extension board members not appointed by the Governor must submit notice of resignation to the appropriate appointing authority.

Section II Vacancies on the Extension board shall be filled by the method outlined in MGL Chapter 75, Section 14d.

Section III Vacancies on the Advisory Board shall be filled in a manner consistent with the bylaws.

ARTICLE VIII

MEETINGS

Section I The Extension Board will meet at least four times a year, including an annual meeting in January.

Section II Additional meetings may be held as deemed necessary or desirable by a vote of the board or by a call of the board chair.

Section III The time and locations of all board and committee meetings will be publicly announced and posted in accordance with the laws of the Commonwealth of Massachusetts.

Section IV Whenever possible, an electronic or written notification shall be given to all members at least one week prior to all meetings, with exception of emergency meetings.

Section V A Extension Board quorum shall be in accordance with MGL Chapter 75, Section 14d, which was eight at the time of the adoption of these by laws. To constitute a quorum, members must be physically present.

ARTICLE IX

AMENDMENTS

Section I These Bylaws may be amended at any regular meeting or at any special meeting called for that purpose. Amendment proposals must be made in writing to all board members at least 30 days prior to a ratification vote. . Amendment ratification requires the approval of the two-thirds (2/3) of current Extension Board members.

Adopted December 7, 2005