

BY-LAWS
OF THE
COOPERATIVE EXTENSION ACADEMIC ASSEMBLY
OF THE
UNIVERSITY OF CALIFORNIA

Ratified April 2008 by Vote of Academic Assembly Members,
Modified November 2008 by Vote of Academic Assembly Council
Draft – Modified January 2010

BY-LAWS OF THE COOPERATIVE EXTENSION ACADEMIC ASSEMBLY OF THE UNIVERSITY OF CALIFORNIA

I. NAME

The name of this organization shall be the Cooperative Extension Academic Assembly of the University of California hereafter referred to as the Assembly.

II. MISSION

The mission of the Academic Assembly is to provide a forum to enhance the impacts of CE programs and address the professional needs of CE academic employees. This mission shall be carried out by a representative body of the Assembly consisting of elected and appointed members who will constitute the Academic Assembly Council, hereafter referred to as the Council.

III. PURPOSE

The purpose of the Assembly is to act as a statewide body to:

- A. Advise and assist the Administration, including the Vice President, Associate and Assistant Vice Presidents and Program Council, in maximizing Cooperative Extension's usefulness to the University and the people of California.
- B. Study, develop, and recommend policies and procedures for the benefit and welfare of academic employees of Cooperative Extension of the University of California.
- C. Promote communication between and within the Cooperative Extension and UC System.

IV. MEMBERSHIP

The Assembly is composed of all academic employees of the University of California who hold appointments in Cooperative Extension.

V. OFFICERS

A. The officers of the Assembly are:

1. President
 - a. Election. Is Elected by the Assembly as provided by section X.C. Assumes office at the completion of one term as President-elect.
 - b. Term of Office. Serves for one year beginning July 1.
 - c. Duties and Privileges.
 1. Presides at all meetings of the Assembly and the Council, leads the Council in carrying out the Mission, Purpose and Duties as specified in the By-Laws (II., III., and VII. B.), chairs the Executive Committee and performs other duties as specified in the By-Laws.
 2. Prepares brief quarterly reports (Q1: September 30, Q2: December 31, Q3: March 31, Q4: June 30) detailing target issues, activities and/or accomplishments of the Council and Committees of the Assembly. Forwards reports to AAC Secretary to be posted on the Council's website
 3. Issues calls for all Assembly, Council and Executive Committee meetings.

4. Has the privilege of attending all Representative, Standing and Special Committee meetings.
2. President-elect
 - a. Election. Is elected by the Assembly as prescribed in Section X. C. Candidates for President-elect must have served at least two terms, in good standing, on the Council or Committees of the Assembly or one term as a Committee Chair.
 - b. Term of Office. Serves for one year beginning July 1. Succeeds the President.
 - c. Duties.
 1. Presides when the President is unable to attend or conduct the business of the Council.
 2. Prepares the annual Council Budget. May appoint an *ad hoc* budget committee.
 3. Performs other duties as requested or prescribed in the By-Laws.
 3. Secretary
 - a. Election. Is elected by the Council at the last meeting of the legislative year. The secretary may be selected from the Assembly membership or Council.
 - b. Term of Office. Serves from the time selected until the next Secretary is appointed and may succeed self in office.
 - c. Duties.
 1. Serves as recording secretary to Council.
 2. Maintains and distributes the minutes of all Assembly and Council meetings and proceedings.
 3. Maintains file of calls, meeting notices and appended material on Council website for five years. Provides committee chairs with information pertinent to the work of their committees as requested.
 4. Prepares and reports proposed changes and additions to the By-Laws. Edits and publishes, at appropriate intervals, the By-Laws. Is authorized to make editorial and conforming non-substantive changes in the By-Laws regarding numbered headings, organizational titles, details of style, and similar items. Reports changes to the Council.
 5. Serves as AAC webmaster.
- B. Vacancy of elected officers.
- a. President and/or President elect. If the President's office becomes vacant, the President-elect assumes the office of President for the remainder of the unexpired term and the following regular term. The Rules and Elections Committee will conduct a mid-term election for President-elect. If both the President and the President-elect offices become vacant, the most immediate Past President, who is available, will become President until the Rules and Elections Committee completes a mid-term election for both offices (X.C-D).
 - b. Secretary. If the Secretary position is vacant, the President of the Assembly shall appoint a Secretary *pro tem* from the membership of Council to serve until the next Council meeting, at which time a Secretary

is to be elected to fill the unexpired term.

- C. Recall of elected officers. A recall election of any elected or appointed officer may be held if an officer is inactive or not fulfilling the responsibilities as stated in the By-Laws (V.A). A recall is initiated when a petition, signed by at least 10 percent of Assembly members (requesting recall), is presented to the Rules and Elections Committee. The Rules and Elections Committee shall determine the validity of each signature, certify the petition and conduct a confidential election by the Council within thirty (30) days. Elected or appointed officers will be removed from office for non-performance of their position by a two-thirds (2/3) vote of the Council membership (VII. A). Following removal of an officer, the Rules and Elections Committee will solicit nominations for and conduct a general mid-term election to fill the office (X.C).

VI. MEETINGS OF ASSEMBLY

- A. A meeting of the Assembly may be scheduled at any time by the ANR Vice President or the President of the Assembly. Meetings of the Assembly will not be charged to the regular Assembly Council budget.
- B. The Assembly shall meet each time a Cooperative Extension statewide conference is held.
- C. The call for an Assembly meeting will be issued by the President at least three weeks before the meeting.
- D. One hundred twenty-five Assembly members are required for a quorum.

VII. ACADEMIC ASSEMBLY COUNCIL

- A. Membership. The Council consists of:
 - 1. The President of the Assembly.
 - 2. The President-elect of the Assembly.
 - 3. The Past President of the Assembly.
 - 4. The Chairs of the Assembly Standing Committees or Vice Chairs.
 - 5. The Chairs of the Assembly CE Advisor Committees or Vice Chairs.
 - 6. The Chairs of the Assembly CE Specialist Committees or Vice Chairs.
 - 7. The Chair of the Assembly Academic Coordinator Committee or Vice Chair.
 - 8. The Secretary of the Assembly.
- B. DUTIES
Council, unless otherwise specified in the By-Laws, is authorized to consider and act on any and all matters of concern to the Assembly as a whole within the mission and purpose of the assembly. The Assembly retains ultimate authority over all matters delegated to the Council. The Council is delegated but not limited to:
 - 1. Maintain Assembly liaison with the administrative structure of Cooperative Extension, ANR, System-wide University, and other groups within or outside of the University for the purpose of communicating, coordinating and integrating the policies, practices and recommendations of the Assembly.

2. Prepare a Council budget and administer budgeted funds.
 3. Consider such administrative matters as may be referred to it by the ANR Vice President or other administrative channels.
 4. Receive requests from the Assembly or ANR administration and direct them to the appropriate committee or committees for action.
 5. Receive the reports of all standing or special committees and accept or reject the committees' recommendations and take action as appropriate.
 6. Establish special committees of the Council as authorized in Section IX.D.
 7. Establish and appoint ad hoc subcommittees from within Council or Assembly to expedite the work of the Council.
 8. Receive resignations of members of standing committees and special committees of the Council and charge the Rules and Elections committee to appoint replacements as necessary.
 9. Select a Secretary to the Assembly as prescribed in Section V.A.3.
 10. Other duties specified within these By-Laws.
- C. Officers. Officers of the Assembly shall serve as equivalent officers of the Council.
- D. Meetings.
1. The Council shall hold two or more regular meetings each year. The President shall arrange and announce the schedule of regular meetings for the following legislative year by July 1. The call for Council meetings is issued by the President at least two weeks before any regular meeting. With consent of a majority of Council members, the President may postpone or cancel a scheduled meeting.
 2. Special meetings of Council may be called by the Council President or ANR Vice President. Upon written request of five members of the Council, a special meeting will be scheduled within four weeks time by the President. A call to a special meeting must be sent to all members of the Council at least seven calendar days before the meeting.
 3. A simple majority of the membership of the Council constitutes a quorum.

VIII. COMPOSITION OF THE ASSEMBLY

1. Organization of Assembly Constituencies. The constituencies of the Assembly are CE Advisors, CE Specialists and Academic Coordinators. CE Advisor Assembly members who are headquartered within a former Cooperative Extension region are included in that Region. CE Specialist Assembly members who are assigned to a campus are included in that Campus. All Academic Coordinator Assembly members are organized as a single Group. CE Advisor, CE Specialist and Academic Coordinator constituencies shall be referred to as Former Region/Campus/Group. Assembly members shall belong to only one of the following for purposes of representation:
 1. North Coast and Mountain (Region)
 2. Central Valley (Region)
 3. Central Coast and Southern (Region)
 4. Davis Campus
 5. Berkeley Campus

6. Riverside Campus
7. Academic Coordinators Group

IX. COMMITTEES OF THE ASSEMBLY

A. General Functions and Responsibilities

1. Committees may make such studies and recommendations, as they deem appropriate, consistent with their responsibilities.
2. Members of the Assembly have the right to be heard by Committees.
3. Each committee of the Assembly and Council, whether standing, advisory or special, is responsible to the Assembly and Council and shall make a timely, written report of its action/s to the membership through the Council.
4. Duties other than those listed in these By-Laws, or in the authorization of a special committee, imposed upon a committee by the order of Administration will first be approved by the Council or the Executive Committee. The committee in exercising such approved duties will answer to the Executive Committee first, then to those imposing the additional duties, and will report their activities in their annual report to the Council.
5. Each standing or special committee shall select a chair and chair-elect from their membership to represent the respective committee at council.
6. Each standing or special committee shall consist of elected or appointed members of the Assembly as noted in the By-Laws plus the immediate past chair of that committee to maintain committee continuity.

B. Representative Committees

1. Purpose. Each Former Region/Campus/Group shall have one committee to represent its Assembly members.
2. Membership. Consists of representatives elected by Assembly members who belong to the respective Former Region/Campus/Group plus the past chair. Committee members must belong to their respective Former Region/Campus/Group.
 - a. Former Region/Campus/Group Representatives.
 1. Number of Representatives. Each CE Advisor Committee shall consist of at least four representatives who may be selected from the Regional membership, one each representing Human Resources, Agricultural Resources, Natural Resources and County Directors. CE Specialist Committees shall have at least the following specialist representatives: Davis campus, (six), Berkeley campus, (three), Riverside campus, (three). Academic Coordinator Committee shall have three members.
 2. Election. Former Region/Campus/Group representatives are elected by the respective Former Region/Campus/Group Assembly members. Elections shall be held annually by May 15. Chair to initiate and hold election.
 - a. The Chair and Vice Chair are elected by the committee membership and serve for one year. The Vice Chair succeeds the Chair.

3. Term of Office. Serves for three years beginning July 1 terms shall be staggered to assure continuity.
4. Vacancies. If a Former Region/Campus/Group representative is unable to serve or resigns, the Rules and Election Committee shall fill the vacancy for the remainder of the legislative year, based on the recommendations of the affected Former Region/Campus/Group committee. If any of these positions are vacant or have been filled by appointment, the position(s) will be placed on the ballot at the next general election. Those elected shall serve the remainder of the unexpired term.

3. Duties.

- a. Former Region/Campus/Group Committee members shall poll their constituents by e-mail, conference call or in person to collect input. Each Chair shall convene committee members prior to each Council meeting to discuss issues to be presented at the meeting.
- b. Provide a written report to the Council reflecting and addressing the concerns of the members of the Assembly who are affiliated with the respective Former Region/Campus/Group. Convene at least one conference call or meeting per year to collect input from constituents.
- c. Meet, discuss and recommend action to be taken by the Council.
- d. Provide input to Regional Directors/Deans/Assistant Vice President – Programs on issues of regional, campus, and statewide concern.
- e. Provide continuity to Council membership.
- f. Monitor Council actions and the standing committees to ensure that they are addressing the main concerns of their Former Region/Campus/Group members.
- g. Encourage membership to actively participate in Council activities including awards and recognition programs.
- h. Serve as an ombudsman facilitating communications between the Council and the members of their Former Region/Campus/Group.
- i. Provide a pool for membership in special and *ad hoc* committees of the Council.
- j. Keep Former Region/Campus/Group Assembly members informed of all the activities of the Council.

C. Standing Committees

1. General Provisions

- a. Membership. Members of the Academic Assembly including the immediate past committee chairs.
- b. Chairs-Elect shall be elected by the committees from their membership. The Chair-Elect shall succeed to the position of Chair and the Chair shall become Past-Chair. The chair, Chair-Elect or Past-Chair shall represent their respective committee at the council.
- c. Terms. All standing committee members serve three-year, staggered terms with one-third of the membership of each committee selected annually. Unless otherwise specified, terms

- begin July 1.
- d. Vacancies. The Rules and Elections Committee shall make all appointments to standing committee vacancies, excluding their own. Replacements serve for the remainder of unexpired terms.
 - e. Annual reports of the standing committees will be submitted in writing to the Council by the last official Council meeting each legislative year.
 - f. Standing committees may appoint *ad hoc* subcommittees, within budgetary limitations, to expedite committee work.
 - g. A majority of the membership of a standing committee constitutes a quorum for the transaction of business
 - h. Meetings may be scheduled at the call of the committee chairs upon approval of the President.

2. Standing Committees

a. Rules and Elections

1. Membership.

Consists of four members, including one Advisor from each Former CE Region and one CE Specialist or one Academic Coordinator representative elected by the Assembly. Chair-elect of Rules and Elections is elected each year by the current Rules and Elections membership.

2. Elections

Elected annually by members of the respective Former Region or the Campus and Group to fill open seats. Election is held in conjunction with the statewide election for Assembly President-Elect.

3. Vacancies.

Vacancies are to be filled by appointment by the Council to serve for the remainder of the unexpired term.

4. Duties.

- a. Appoint members as required considering equitable representation from all former program and former regional areas to all standing and special committees of the Assembly, and fill any committee vacancies as directed by Council.
- b. Solicit members for potential committee appointments.
- c. Initiate, conduct, receive and certify Council elections, and forward the results to the Secretary and Council for notification and approval.

b. Personnel Committee

1. Membership. Consists of ten members of the Assembly (including the past Chair) and the Associate Vice President, ex-officio, non-voting. Members are appointed by the Rules and Elections Committee to represent program areas as equally as possible and include a minimum of two Advisors from each Former CE Region, a CE Specialist and an Academic Coordinator. Members

must have held an academic appointment in University of California Cooperative Extension for at least six years in their current title, prior to serving on this committee. Members must have served on another AAC Committee prior to serving on this committee. A CE Advisor or Academic Coordinator must chair this committee.

2. Duties.

- a. Reviews criteria and policies concerning:
1) Appointments, 2) personnel evaluations, 3) promotions and merit advancements, and 4) other personnel matters affecting Assembly members.
- b. Makes recommendations on appointments to personnel review committees concerned with performance reviews.
- c. Provides for the training and supervision of the review committees.
- d. Monitors the promotion and review process to assure the equitable treatment of Assembly membership.
- e. Is authorized to confer with appropriate University administration in matters concerning academic appointments in Cooperative Extension.

c. Program Committee

- 1. Membership. Consists of five members of the Assembly, including one Advisor from each Former CE Region, one CE Specialist or Academic Coordinator, and the past chair, appointed by the Rules and Elections Committee.
 - a. Reviews Cooperative Extension programs as requested by ANR administration or Council.
 - b. May identify and study programmatic areas of special concern as defined by the Council.
 - c. Is authorized to study FTE and budget allocations to the various CE program areas.
 - d. Administers and approves travel funds for approved professional society meetings.
 - e. Manages, solicits and selects recipients of awards and honors as directed by Council.

d. Welfare and Benefits Committee

- 1. Membership – consists of five members of the Assembly, including one Advisor from each Former CE Region, one CE Specialist or Academic Coordinator, and the past chair, selected and appointed by the Rules and Elections Committee. A CE Advisor or Academic Coordinator must chair this committee.
- 2. Duties
 - a. Monitor and review the benefits, rights and privileges accorded to the assembly membership.
 - b. Solicit and receive suggestions, concerns and comments from the assembly membership.
 - c. Pursue with administration means to improve,

clarify, add or modify the benefits and privileges of the assembly.

- d. The committee shall make written recommendations to the Council for its consideration.

- e. Academic Policy Review

1. Membership - consists of four members of the Assembly, including one Advisor from each Former CE Region and one CE Specialist or Academic Coordinator representative selected and appointed by the Rules and Elections Committee. Members must have held an academic appointment in University of California Cooperative Extension for at least six years prior to serving on this committee.

2. Duties

- a. Reviews academic standards and policies affecting members of the Assembly as directed by Council.
- b. May appoint ad-hoc committees to assist as needed.
- c. Reports findings and recommendations to Council.

D. Special Committees

1. May be established by Council as required to conduct its business and shall be appointed by the Rules and Elections Committee.
2. Has the authority to perform such duties as designated at the time of its appointment. Shall not be appointed to perform any duties assigned to a Standing Committee.
3. Shall continue only until the following June 30 unless: (a) a definite term is specified, or (b) it is continued or dismissed by action of the Council.
4. The final reports of special committees will be presented to the Assembly Council by a date specified by the President.
5. Shall be constituted of members of the Assembly. May also include, as no more than one-third of its membership, persons who are not members of the Assembly.
6. A majority of the membership constitutes a quorum for the transaction of business.
7. Meetings may be scheduled at the call of the respective chairs and the approval of the Assembly President.

E. Executive Committee

1. Membership.

Consists of the President, the President-Elect, Past President, one CE Advisor Committee Chair, one CE Specialist Committee Chair, the Academic Coordinator Committee Chair, and Council Secretary. CE Advisor and CE Specialist chair representatives to the Executive Committee shall be selected at the last Council meeting of the previous year.

2. Duties

- a. Authorized to act on behalf of the Assembly on issues, matters and concerns affecting the Council or Assembly when immediate actions, decisions, or recommendations are required.
- b. Informs the members of the Assembly within thirty (30) days following a specific action. Must be in writing or orally at an

- Assembly or Council meeting, whichever is first.
- c. Reviews the Council's budget request prepared by the president/elect and makes recommendations to the Council concerning budget requests and allocations.
- d. Meets periodically with the ANR Vice President and Associate Vice President to discuss issues affecting the Council or Assembly.

F. Removal and Replacement of a Representative/Standing/Special Committee member or chair.

1. Members. Upon request of a committee chair, Rules and Elections Committee shall contact an inactive committee member. If he/she is not fulfilling committee responsibilities, Rules and Elections Committee will remove him/her from that committee and appoint a replacement to serve the remaining term.
2. Chairs. If a Representative/Standing/Special committee chair is not fulfilling committee responsibilities and does not respond in a satisfactory manner to the requests of the Rules and Elections Committee, the President shall direct the Rules and Elections Committee to remove the inactive chair, identify a suitable replacement committee member, and appoint that person to complete the member's term. In the event that the Rules and Elections Committee Chair is not fulfilling committee responsibilities and is unresponsive, the President shall consult with the members of the Executive Committee and members of the Rules and Elections Committee. Upon their approval, the President will remove the inactive chair, identify a suitable replacement committee member, and appoint that person to complete the member's term. The Rules and Elections Committee shall then elect a new committee chair.

X. PROCEDURES

- A. General Provisions. In the conduct of their affairs, committees will adhere to the procedures specified whenever these procedures are applicable.
- B. Legislative Year. Begins July 1 and ends June 30.
- C. Elections and Balloting
 1. Elections will be conducted by the Rules and Elections Committee for the positions of Assembly Council President-elect and Rules and Elections Committee representatives. Elections will be certified by the Rules and Elections Committee Chair to the Council. All ballots and other voting materials, except election results, shall not be disclosed to any member of the Council or Assembly.
 2. Notice of elections. The notice of election shall include instructions on nomination procedures, including the requirement that each nominee must send notice that they accept the nomination to the Rules and Elections Chair prior to being placed on the ballot. Notice that self-nominations are encouraged and will be accepted. The Rules and Elections Committee will validate that only qualified candidates appear on the ballot (V. A). If an open office does not receive any nominations, the Rules and Elections Committee shall nominate additional candidates, with

their agreement. A valid number of candidates for an election is one with no maximum number of candidates.

3. Schedule for elections.
 - a. Normal elections - By January 10, the Rules and Elections Committee shall initiate the call for nominations and make known to the Assembly the opportunity for elections by e-mail. The annual election will be completed by the first day of April.
 - b. Midterm and special elections driven by recall or office vacancies will be completed within sixty (60) days of the official vacancy date.
4. Balloting will be conducted as follows:
 - a. After the time for receiving nominations has expired, the Rules and Elections Chair will send to the eligible members of the Assembly an electronic ballot containing, the names of those persons properly nominated. The working titles and locations of each nominee will be listed after the name. Instructions for marking and returning the ballot to the Rules and Elections Committee by a specified date will accompany the ballots, as well as notification that individual ballots will be kept confidential, with names separated from ballot upon receipt by the rules and elections committee. Ballots will include a provision for validation. A ballot on which more names are marked than the number of vacancies will be void.
 - b. The nominee who receives the plurality of votes wins the election. In the event of a tie, a majority vote of the Council between the two candidates decides who is elected to office. In an election with different length of terms, nominees receiving the plurality of votes will be declared elected to the longer term of office, in order of their total votes.
 - c. Each properly nominated candidate shall be requested to submit an optional statement including biographical information and intentions for contributions to Academic Assembly Council. Each statement shall maintain a professional tone and shall not exceed one-half page with one-inch margins and 10-point font. Statements shall be attached to the electronic ballot.
 - d. Write-in votes may be cast on official ballots during the official voting period. In the event that a write-in candidate receives the most votes, he/she must be given the option to decline the office. If he/she declines, the person with the next greatest number of votes, who is willing to serve, wins the election.
5. When questions other than the election of members of the Assembly are submitted to a ballot, such balloting shall be conducted in accordance with the procedures prescribed above so far as they are applicable, except the Council Secretary shall prepare the materials for inclusion on the ballot. The Rules and Elections Committee shall certify the balloting. When ballots are sent to the voters, all relevant texts and a brief summary of the arguments pro and con shall accompany them. In certifying the results of the balloting, the number of affirmative votes, the number of negative votes, and/or invalid votes, if any, shall be reported to the Assembly membership.

D. Rules of Order

1. Order of Business. Unless suspended by a two-thirds (2/3) vote of the voting members present or unless specifically provided for in the By-Laws, meetings of the Assembly and Council follow Robert's Rules of Order

E. Agenda and Minutes

1. Call to Meetings. The President shall send the call for all meetings of the Assembly and Council, with the agenda and other pertinent information, to all appropriate members. The call to meetings must be sent in advance as prescribed in VI. C. and VII.D 1 and 2. The call for a special meeting will include the reasons for the meeting.
2. Minutes. An electronic link to Minutes of Council meetings will be sent within forty- five (45) days of each meeting of the Assembly and Council to all members of the Assembly.

F. Modification of By-Laws Changes

1. Modifications of the By-Laws may be proposed by:
 - a. A petition signed by at least twenty-five (25) members of the Assembly or;
 - b. A motion duly seconded and passed at any meeting of the Assembly Council.
2. The Assembly or Council cannot take final action on any modification of the By-Laws unless the proposed change has been given to all Assembly members at least two weeks before action is taken, as described in section 3 below.
3. By-Laws of the Assembly will be modified:
 - a. By a two-thirds (2/3) vote of the Council except that on a petition signed by twenty-five (25) Assembly members the proposed modification will be submitted to the Assembly membership by mail ballot or,
 - b. by a majority vote of the members at any Assembly meeting or;
 - c. by a majority affirmative vote of those members returning a mail ballot.
4. The Council Secretary shall supervise all modifications to the By-Laws.
5. All modifications of existing By-Laws or all newly enacted By-Laws become effective immediately upon adoption.