

Cornell Cooperative Extension of St. Lawrence County
Board of Directors
Operating Guidelines

Pursuant to Article XII of the Constitution of Cornell Cooperative Extension of St. Lawrence County, the following Operating Guidelines shall serve to guide the work of the Board of Directors in their role as the Governing Body of the Association. These guidelines are intended to summarize general operating procedures, and may be amended or adjusted at any time by consensus of the Board of Directors. These Guidelines are valid only to the extent that they do not conflict with the Constitution.

1. Mission

The mission of Cornell Cooperative Extension of St. Lawrence County is *to provide unbiased, educational outreach to the North Country through research, education and demonstration in Food and Agricultural Systems, Life Skills, Community Enhancement, Rural Stewardship, and Youth Development*. The mission of the Cornell Cooperative Extension System of New York State is *to enable people to improve their lives and communities through partnerships that put experience and knowledge to work*.

The program of Cornell Cooperative Extension of St. Lawrence County will be designed to achieve these mission objectives.

2. Meetings

- a. The Board of Directors of Cornell Cooperative Extension of St. Lawrence County is required to meet at least five times a year. However, as a matter of practice, the Board generally meets seven times a year, including the Reorganization Meeting and the Annual Meeting.
- b. Bi-monthly meetings are generally held at the Extension Learning Farm Classroom (2043B State Highway 68, Canton, NY) at dates and times set by the sitting Board.
- c. Board Meetings shall follow an agenda, which is prepared in advance by the Executive Director in consultation with the Board President.
- d. Agenda items will typically include review of minutes of the previous meeting, a financial report, old business, new business, and informational reports.

3. Reorganizational Meeting

- a. The first meeting of the calendar year will be deemed the “annual reorganization meeting.”
- b. New Board Officers will preside over the reorganization meeting.
- c. Agenda items for the reorganization meeting will include a set of annual resolutions, which may include the following:
 - Approval of MOU with Cornell.
 - Approval of MOU with St. Lawrence County.
 - Authorization to execute contracts designated to the Board President and the Executive Director.
 - Appointment of Recording Secretary.
 - Appointment of Assistant to the Treasurer.
 - Establishment of standing and special committees, and appointment of membership by the President.
 - Affirmation of the Affirmative Action, Diversity and Inclusion Plan.
 - Designation of primary banking institution.
 - Authorization of the business line of credit.
 - Other authorizations as required.

4. Annual Meeting

The Annual Meeting of the Association will be held in the last quarter of the calendar year and conducted pursuant to Article X of the Constitution.

5. Board Committee Structure

The standing committees of the Board of Directors shall be established each year. Typically, the standing committees and function are:

Executive Committee, which shall be comprised of the officers of the Association and which may act on behalf of the Board as required.

Nominating Committee comprised of approximately five members, including 3 Board members and two staff members, shall be appointed by the Board President. The Nominating Committee will develop a proposed slate of candidates and report to the Board at its September meeting.

Other *ad hoc* committees may be established as required.

6. Program Advisory Committees

The Board shall establish Program Advisory Committees as required. Typically, Program Advisory Committees exist for Agriculture and Food Systems, 4-H Youth and Family, 4-H Camp Overlook, and Local Foods.

The role of the Program Advisory Committees is to ensure that the Association's program of research and education is relevant and based on current community needs and issues; and that community stakeholders are engaged in determining, implementing, and evaluating the programs that are conducted by the Association.

Membership on the Program Advisory Committees will be approved by the Board of Directors upon the recommendation of the Executive Director and the Association Program Leaders. Board members may be assigned as liaisons to the various committees by the Board President.

7. Organization of the Association

The Board of Directors shall retain an Executive Director, who shall be responsible for the leadership and management of the Association. The Board of Directors delegates the authority for the day-to-day management of the affairs of the Association to the Executive Director. The Executive Director is responsible to the Board and is expected to carry out the policies and expend the resources of the Association as directed by the Board.

The Executive Director shall recommend an organizational structure for implementing the programs of the Association. Typically, the programming departments will be Agriculture and Food Systems, 4-H Youth and Family, Health and Nutrition, and others as required. Additionally, there will be an Administration and Operations Department, which will provide support for the program departments.

8. General Provisions

Other general provisions will be established as necessary