

North American Agricultural Advisory Network (NAAAN) Charter

Name and Headquarters

Article 1

The North American Agricultural Advisory Network (NAAAN) is an international non-profit association of Members organized as an advisory group for and under the Colorado State University System, and this advisory association is governed by this Charter. The NAAAN is the most recent network to join the Global Forum for Rural Advisory Services (GFRAS).

Article 2

NAAAN's Secretariat is hosted and headquartered in the Office of the Chancellor of the Colorado State University System (CSUS) in Denver, Colorado.

Goals

Article 3

NAAAN will pursue the following:

- Through membership in the Global Forum for Rural Advisory Services (GFRAS), expand the opportunities for agricultural extension practitioners around the world (and stakeholders) to have more exposure to the North American experience;
- Provide a forum for discussion of agricultural extension across North America, and within each of the North American countries;
- Build and expand relationships, shared learning, and shared programming between Canadian, Mexico and U.S. agricultural extension programs;
- Provide expanded access for the North American community of practice in agricultural extension to experiences and lessons learned from across the world; and
- Develop and advocate for policy positions regarding agricultural extension in member countries.

Resources

Article 4

NAAAN's resources are derived from a variety of sources including, but not limited to, public-sector entities, private-sector partners, government grants, contributions from participants in NAAAN events, revenues from the sale or use or modification of NAAAN products, and any other legitimate sources.

Members

Article 5

NAAAN has four categories of membership, modeled under the GFRAS articles. These can be modified by each of the NAAAN countries as deemed appropriate:

- Category A. Public sector agencies at the national level responsible for agricultural advisory services;
- Category B. Public sector agencies at the state and/or local levels engaged in agricultural advisory services and including higher education;
- Category C. Individuals engaged in agricultural advisory services and representatives from farmer groups; and
- Category D. Private sector firms and not-for-profit agencies engaged in agricultural advisory services.

Article 6

Only NAAAN's assets may be used for obligations/commitments made in its name. Members have no liability for such obligations/commitments.

Organization of NAAAN

Article 7

NAAAN shall include the following bodies:

- The Steering Committee;
- Senior Staff Members from each of the three countries; and
- The Secretariat.

The Steering Committee

Article 8

The Steering Committee serves as NAAAN's governing body.

The key functions of the Steering Committee are to:

- define NAAAN's strategic goals and objectives;
- approve Annual Work Plans and Budget;
- approve Annual Activity Reports and Annual Financial and Audit Reports;
- arrange and oversee the functioning of the Secretariat and ensure that appropriate measures are taken to achieve the goals NAAAN;
- establish programming priorities for NAAAN and its Secretariat and see that they are applied;
- represent NAAAN with partners, stakeholders and in public events;
- assist in fundraising for NAAAN; and
- decide on the dissolution of NAAAN.

The Steering Committee shall be comprised of the following full members:

- Two delegates from each country chosen from any of the four member categories; and
- From NAAAN's host agency: The Chancellor of the Colorado State University. The Chancellor shall serve as the Chairperson of the NAAAN Steering Committee.

The Steering Committee shall have three permanent *ex-officio* members:

- The Minister of Agriculture and Agri-Food from Canada;
- The Secretary of Agriculture and Rural Development from Mexico; and
- The Secretary of Agriculture from the United States of America.

Steering Committee members will serve an initial three-year period with the option of one term renewal. Member terms will be staggered to retain institutional knowledge and expertise and to maintain continuity of participation across the member countries. Selection of Steering Committee members will be the responsibility of each member country through the work of the Senior Staff serving with their *ex officio* member. Ideally a strong mix and representation of all levels of membership (public sector, private sector, farmer groups and higher-education institutions) will exist among the Steering Committee members to provide the depth, experience, and knowledge sought to help guide the NAAAN. In the event that a Steering Committee member cannot fulfill their term, a new Steering Committee member would be recommended by the country team, or at the request of the country through the Secretariat.

Article 9

The Steering Committee will meet at least twice each year. It may also hold additional meetings whenever necessary at the request of the Chair of the Steering Committee. Meetings may be held in person or through virtual connections (or through a combination of both).

Steering Committee meetings will be valid when they have a minimum quorum of fifty percent (50%) of the full members of the Steering Committee attending in person or through virtual participation medium. The Secretariat of the Steering Committee will strive to inform Steering Committee members in writing of the date of Steering Committee Meetings at least one to two months in advance. A second notification from the Secretariat will be sent in writing at least two weeks prior to the meeting and include an agenda for the meeting.

Article 10

The Steering Committee acts through a simple majority vote on matters before it, and voting may be carried out through a show of hands or verbally at a meeting, or when necessary, through written correspondence, such as an e-mail to all members calling for a vote on a matter.

Article 11

Members of the Steering Committee shall be responsible for informing their respective agencies about topics discussed and decisions taken by the Steering Committee.

Article 12

The Steering Committee may form sub-committees as needed to work on specific issues or topics. The Steering Committee will define clear objectives and terms of reference for any such sub-committee, and will, as it deems necessary, dissolve such sub-committees.

Article 13

Steering Committee members work on a volunteer basis. Attendance by Steering Committee members in Steering Committee meetings (and in any sub-committee meetings) and other NAAAN activities and events shall, in principle, be self-financed by the members. Assistance from NAAAN in financing the cost of attendance by members at such events may be considered and provided on a case-by-case basis by the Chairperson of the Steering Committee.

Article 14

The Director of the NAAAN Secretariat is appointed by the Chancellor to participate and facilitate meetings of the Steering Committee without voting rights. Other observers, technical advisors, or support people may also attend meetings without voting rights at the invitation of the Chairperson.

Secretariat

Article 15

The NAAAN Secretariat consists of three full time equivalent (FTE) positions, hired by CSUS, and Senior Consultants as needed to serve in a strategic advisory capacity to the NAAAN. At the time of drafting the Charter the current Secretariat positions include: The Special Advisor to the Chancellor and Director, International Agriculture at Spur Campus; an Assistant Director of International Agriculture; and an Executive Assistant. The Secretariat also has a consultant serving as a Senior Advisor (part-time) to the NAAAN. Currently salaries of the members of the NAAAN Secretariat and consultants are funded through CSUS as “in-kind” support provided by CSUS to support NAAAN activities in CSUS’s hosting institution capacity.

Each member country shall designate at least one high ranking person from within their own staff to work with the NAAAN Secretariat on NAAAN activities and events. For the purpose of their work with NAAAN, such designated individuals will be designated the title of NAAAN Senior Staff and will typically allocate an average of 5-10 percent annually of time within their own work program to support the NAAAN Secretariat. NAAAN Senior Staff will typically be familiar with their country’s work on extension and advisory services, providing guidance to the Steering Committee from their country perspective and calling upon or bringing into the work of the NAAAN technical expertise from their respective country as warranted.

The key functions of the NAAAN Secretariat (with country designated Senior Staff) are to:

- execute the work of the NAAAN to meet the strategic goals and objectives;
- design and implement Annual Work Plans and Budget;
- produce End of Year Activity Reports, Financial and Audit Reports;
- design and establish convenings and forums (country and regional) to conduct the work of the NAAAN and uphold and achieve the goals of the NAAAN;
- design and implement programming aspects for the NAAAN including pilots and programmatic activities based on country and regional dialogues;

- seek fundraising through appropriate partnerships and collaborations; and
- execute press releases, publications, and maintain the NAAAN's database and website to expand the NAAAN's online and physical presence through work in all three countries and with appropriate partners.

Host Agency

Article 15

The Colorado State University System hosts the NAAAN Secretariat. In this capacity, it will:

- provide or otherwise contract selected staff of the NAAAN Secretariat;
- provide physical facilities and other administrative facilities for the NAAAN Secretariat;
- assist the NAAAN Secretariat in developing annual financial statements;
- arrange for an independent auditor, if necessary, to perform an annual audit or review of NAAAN financial statements;
- CSUS, as the host of the NAAAN Secretariat, is not responsible or liable for any commitments or actions by the NAAAN members; and
- CSUS liability is limited and any liability of CSUS or its officers and employees is subject to all the defenses, immunities, and limitations of the Colorado Governmental Immunity Act, C.R.S. § 24-10-101, *et seq.*, as amended (the "CGIA"), and to any other defenses, immunities, and limitations to liability available under the law. It is expressly understood and agreed that nothing contained in this Charter shall be construed as an express or implied waiver by CSUS of its governmental and sovereign immunities, as an express or implied acceptance by CSUS of liabilities arising as a result of actions which lie in tort or could lie in tort in excess of the liabilities allowable under the CGIA, as a pledge of the full faith and credit the State of Colorado, or as the assumption by and of the Parties of a debt, contract, or liability of each other in violation of Article XI, Section 1 of the Constitution of Colorado.

Auditor

Article 15

The Steering Committee may request an audit or review of NAAAN financial statements by an independent and certified auditor, particularly if outside funding sources are contributed to the NAAAN's activities. If the Steering Committee requests an independent review, CSUS will retain an independent firm to review NAAAN financial statements and to prepare and present a written report of their findings to the Steering Committee.

Signature and Representation

Article 16

The CSU System Chancellor has signature authority for all items involving the Secretariat and for funding agreements related to supporting the work of the CSUS and its NAAAN activities. The obligations of CSUS to commit or expend funds in any subsequent fiscal year are subject to and conditioned upon the annual appropriation of funds sufficient and intended to carry out said obligations by the Board of Governors of the Colorado State University System, in CSUS's sole discretion.

Financial Year

Article 17

The financial year for NAAAN activities and the CSUS begins on July 1 and ends on June 30 in accordance with the CSUS calendar.

Approval and Revisions

Article 18

This Charter and any revisions or amendments to the Charter must be approved by vote of the Steering Committee.

APPROVED: This North American Agricultural Advisory Network Charter was approved by unanimous vote of the Steering Committee at its May 26, 2022, meeting.