

C003 CSSA BOARD OF DIRECTORS

- A. Status: Governing Body of the Crop Science Society of America
- B. Composition and Tenure: Individuals serving on the Board of Directors must hold the active membership category or another category having the same privileges as active membership (emeritus, corporate, certification), or graduate student membership in the case of the Graduate Student Representative. The CSSA Board of Directors consists of the following members, serving for the terms indicated:

Three members of the Executive Committee consisting of the President, President-Elect, and immediate Past President of CSSA.

One elected member representing each of the divisions of CSSA, each serving for a term of three years. If a Divisional Board Representative is unable to attend a Board meeting, the Division Chair, Chair-Elect, or immediate Past Chair may serve as a substitute. An alternate substituting for the Divisional Board Representative shall serve as a voting member of the Board.

If a Divisional Board representative should resign or become unable to serve the term of office, the other nominee on the ballot for CSSA Divisional Representative shall automatically succeed to the office to complete the term. In the event that both the elected representative and the alternate are unable to serve, then the Divisional Chair shall serve as the CSSA Divisional Representative to the Board of Directors.

One elected member representing Graduate Student Members, serving for a term of two years solicited from the Graduate Student Committee. If the Graduate Student Representative should resign or become unavailable to serve, the other candidate on the ballot shall automatically succeed to the office to complete the term.

One elected Industry Representative from the Corporate Membership category, serving for a term of three years. Nominees for this position are solicited from the Membership and Society Identity Committee. If the Industry Representative is unable to complete the term of office, the other candidate on the ballot shall fill the position.

The Chair of the Budget and Finance Committee (if not already a member of the Board) serves as an ex officio member, without vote, for the duration of his/her term in that position. (Note: If a Board member is appointed to serve as the B&F Chair, then they remain a voting member of the Board.)

The Editor-in-Chief of CSSA serves as an ex officio member, without vote, for the duration of his/her term in that position.

The Chair of the Agronomic Science Foundation serves as an ex officio member, without vote, for the duration of his/her term in that position.

The Chief Executive Officer serves as an ex officio member, without vote, for the term of employment in that position.

The term of office for Directors begins and ends at the time designated by the Board - currently a calendar year, January 1-December 31.

The President of CSSA serves as the presiding officer of the Board. In his/her absence the Past President serves in this capacity. If the Past President is not able to serve, the President designates the President-Elect or some other Board member to serve as presiding officer pro tem.

An officer or director may be removed from office for cause by a two-thirds majority vote of the Board.

C. Functions:

1. Serves as the governing body of CSSA and shall have final authority with respect to the affairs and the property of the Society within the bounds of the Articles of Incorporation and the Bylaws of the Society. Except for those matters which the Bylaws specify are under the direct authority of the membership of the Society or are specifically designated as responsibilities of stated Society officers, the Board of Directors establishes the policies and revises them when it deems advisable. The Board of Directors shall engage the Chief Executive Officer and other employees as may be needed; however, instead of employing personnel, CSSA has an agreement with the Alliance of Crop, Soil, and Environmental Science Societies (ACSESS) to handle its operational activities on a cost input basis.
2. Holds meetings twice per year (traditionally in the Spring and at the Annual Meeting) to conduct Society business. The Board also holds conference calls on a regularly scheduled basis. Agendas and other pertinent documents are posted on the Board website - www.crops.org/about-society/committees/boards/c003/ prior to each meeting/conference call. Minutes from Executive Committee and Board of Directors meetings/conference calls are posted on the Board website as well as the Society website - www.crops.org/about-society/executive-committee-minutes Roberts Rules of Order will be used as a guide for conducting Board of Directors meetings.

Unless otherwise specified in the Bylaws, official action by the Board of Directors is based on a majority vote of all voting members of the Board. (A two-thirds majority vote is required for: removal of an officer or director for cause; calling a meeting of the Board, other than those regularly scheduled; holding a closed session of the Board; establishment or termination of a Division; termination of the Editor-in-Chief; selection of Honorary Members.)

With the exception of the Annual Meeting of the entire Society, CSSA will pay expenses for officers to attend Board of Director meetings and other meetings where the individual is performing official duties on behalf of the Society.

3. Reviews actions taken on its behalf by the Chief Executive Officer and the CSSA Executive Committee and, if necessary, takes supplementary action on behalf of the Society.
4. Updates the strategic plan annually and monitors the plan's progress.

5. Continually reassesses the current operations and future role of the Society and the crop science profession.

D. Divisional Representative to the CSSA Board of Directors:

1. Reports pending Board of Directors activity and actions at annual Division business meeting. Collects Division consensus on issues pending Board of Directors action.
2. As appropriate, reports Division discussions, actions, and resolutions to the CSSA Board of Directors.
3. At the Board of Directors meeting during the annual meeting, provides the names of nominees for the upcoming ballot for Division Chair-Elect and, when appropriate, Division Representative to the Board of Directors.
4. In conjunction with Division officers, develop procedure to ensure that Divisional web pages are kept up-to-date
5. Other activities as directed by the Division, Board of Directors, or Executive Committee.

E. Committees:

Board members may be asked to serve on one or more of the following committees: C201 Organization, Policy and Bylaws Committee; C211 Budget and Finance Committee; C537 Science Policy Committee.

F. President's Responsibilities:

The President:

1. Schedules all regular meetings of the Board and any special meetings that may be required for the transaction of Society business, in coordination with the Chief Executive Officer.
2. Prepares the agenda for all Board meetings, in cooperation with the Chief Executive Officer.
3. Serves as the presiding officer at the CSSA Board meetings.
4. Refers to the Board any pertinent recommendations received from members or committees of the Society that are intended for action by the Board.
5. Reports all actions taken by the President, the Executive Committee and by the Chief Executive Officer to the Board for its information and its further action, if needed.
6. Implements actions approved by the Board.
7. Authorizes the President-Elect to review, correct, and tentatively approve the minutes of the Board meetings as organized and submitted by the Chief Executive Officer. The full Board will formally approve the minutes at the next conference call/meeting.