

**BYLAWS
OF THE
AGRICULTURAL DEVELOPMENT IN THE AMERICAN PACIFIC (ADAP) PROJECT**

**ARTICLE I
Name**

The name of the organization shall be the Agricultural Development in the American Pacific.

**ARTICLE II
Mission**

ADAP enables sustainable environments, diverse economies, and strong communities.

**ARTICLE III
Members**

Section 1. ADAP institutional membership shall consist of the six Land Grant institutions of the American Pacific including American Samoa Community College, College of Micronesia, Northern Marianas College, University of Alaska Fairbanks, University of Guam, and University of Hawai'i at Mānoa.

Section 2. Each institution shall be represented by the Land Grant dean, director, or appointee of the institution.

**ARTICLE IV
Officers and Board of Directors**

Section 1. The representatives of the member institutions shall serve as the ADAP Board of Directors.

Section 2. The Board shall have general supervision of the affairs of the organization between its business meetings, fix the hour and place of meetings, and shall perform such other duties as are specified in these bylaws.

Section 3. The officer of the ADAP Board of Directors shall be a chair. This officer shall perform the duties as prescribed by these bylaws and by the parliamentary authority adopted by the organization.

ARTICLE V Elections

Section 1. The chair shall be elected from among the members of the Board of Directors to serve for two years. The term of office shall begin at the beginning of the ADAP fiscal year following the meeting at which he/she is elected.

Section 2. Should the chair no longer be able to serve, the members of the Board of Directors shall elect a new chair at the subsequent directors meeting.

ARTICLE VI Meetings

Section 1. The regular meeting of the organization shall be held at least one time per year. The date(s) and location(s) of the meeting(s) shall be established by the Board of Directors at the previous meeting.

Section 2. If a director is unable to attend a Board of Directors meeting, a letter appointing a fully authorized proxy in his/her place shall be sent to the chair prior to the Board of Directors meeting.

Section 3. The ADAP coordinators may be invited by the Board of Directors to attend any regular or special meetings of the organization.

Section 4. A representative from the USDA sponsoring office shall have a standing invitation to attend Board of Directors meetings. A representative from the University of the South Pacific, the Secretariat of the Pacific Community, and other organizations with formal Memoranda of Agreement with ADAP may be invited by the Board of Directors to attend one meeting annually. Guests may be invited by the chair to attend Board of Directors meetings.

Section 5. The chair may call special meetings at the request of any director at a time mutually agreeable to the Board of Directors. The purpose of the meeting shall be stated in the call for the special meeting.

Section 6. Each ADAP director or proxy for a director shall have one vote for motions brought before the Board of Directors.

Section 7. Four members of the Board of Directors shall constitute a quorum.

ARTICLE VII Committees

Such committees, standing or special, shall be appointed by the Board of Directors from time to time as deemed necessary to carry on the work of the organization.

ARTICLE VIII Memoranda of Agreement

The Board of Directors may enter into Memoranda of Agreement with organizations as deemed desirable to further the mission of ADAP.

ARTICLE IX Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised 2000 Edition (10th Edition) shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt.

ARTICLE X Publications

All materials published by the ADAP project will be jointly copyrighted in the name of the ADAP Project.

ARTICLE XI Amendment of Bylaws

These bylaws may be amended at any regular meeting of the organization by a two-thirds vote of those present, provided that the amendment has been submitted in writing prior to the Board of Directors meeting.

Updated at the January 28-29, 2009 ADAP meeting in Honolulu.