

SUMMIT METRO PARKS

AMENDED BYLAWS

THE BOARD OF PARK COMMISSIONERS

OF

SUMMIT METRO PARKS

RESOLUTION 147.2015

July 21, 2015

AMENDED RESOLUTION 241.2015

December 8, 2015

AMENDED RESOLUTION 119.2016

September 13, 2016

AMENDED RESOLUTION 12.2017

January 10, 2017

ARTICLE I

BOARD OF PARK COMMISSIONERS

Section 1. Commissioners. The five commissioners appointed in accordance with Section 1545.05 of the Ohio Revised Code will constitute the Board of Park Commissioners of Summit Metro Parks (referred to as the "Board" herein). Commissioners will serve without compensation, but will be allowed their actual and necessary expenses incurred in the performance of their duties.

Section 2. Quorum. Three currently appointed commissioners constitutes a quorum of the Board for any meeting. Actions of the Board may be by motion or resolution with affirmative votes of three members necessary in order to adopt any motion or resolution.

Section 3. Officers of the Board. The officers of this Board consist of a Chairperson, First Vice-chair and Second Vice-chair, who will be elected for a period of one year at its first meeting in January or until their successors are elected. The commissioners are voting members of the Board. As provided in Section 1545.22 of the Ohio Revised Code, the County Fiscal Officer will be an ex-officio officer of the Board. The Board will hire an Executive Director who shall be the Chief Administrative Officer of the Park District. The Executive Director is an ex-officio member of the Board. The Executive Director shall discharge all the responsibilities of the Executive Director as set forth in the Ohio Revised Code.

Section 4. Purpose and Duties. As provided in Section 1545.09 of the Ohio Revised Code, the Board will adopt such bylaws and rules as the Board considers advisable for the preservation of good order within and adjacent to parks and reservations of land, and for the protection and preservation of the parks, parkways, and other reservations of land under its jurisdiction and control and of property and natural life therein. Summaries of the bylaws and rules and regulations will be published as provided as in the case of ordinances of municipal corporations under Section 731.21 of the Revised Code before taking effect. All fines collected for any violation of Park District bylaws or rules and regulations will be paid into the Treasury of the Board pursuant to Ohio Rev. Code §1545.09.

Section 5. Record of the Proceedings. The Executive Director will keep an accurate record of the proceedings of the Board. The Executive Director and the Chairperson will affix their signatures to the minutes of such proceedings, after such minutes have been approved by the Board. The Executive Director will certify all vouchers approved by the Board for payment, will sign all checks for the transfer of funds to the County Fiscal Officer, and deposit to the credit of the Board all moneys received and s/he and the Chairperson or a Vice-chair will sign all legal documents for and on behalf of the Board, unless the Board by official action authorizes otherwise.

Section 6. Approval and Authorization of the Board. No contract, agreement, deed, option or other document and no action creating any right, obligation, or contractual relationship involving the Board will be executed, given, transferred, assigned, delivered, accepted or received on behalf of the Board unless done in compliance with these bylaws and Park District rules and regulations.

The Board may alter this requirement only when the Board passes a resolution giving prior approval and authorization of the Board.

ARTICLE II

MEETINGS OF THE BOARD

Section 1. Meetings. As used herein, "meeting" will be defined as any prearranged discussion of the public business of the Board by a majority of its members. Ohio Rev. Code §121.22(B)(2).

Section 2. Business of the Board. The Board will conduct its business, including the adoption of resolutions, rules, regulations and other official action, at public meetings held and conducted in accordance with applicable provisions of relevant statutes, and these bylaws, provided, however, that the Board may hold executive sessions at regular or special meetings for the purpose of considering those matters specified Section 121.22(G) of the Ohio Revised Code and as the same may be hereafter amended.

To make more efficient use of meeting time, the Board authorizes the use of a consent agenda as part of its regular meeting agenda. The consent agenda will condense the routine business of the Board into either a single motion or several categorical motions. Items on the consent agenda will not be discussed prior to action. However, if any Board member believes that any item on the consent agenda requires discussion, that Board member may remove the item from the consent agenda merely by requesting same. The exempted item then moves to the regular agenda, and the Board may take action as it deems appropriate. All non-exempted items will be moved, seconded, and voted upon either in one motion or in several categorical motions without discussion.

Section 3. Posting Time and Place of Meeting. Regular or special meetings of the Board will be determined by the Board. The meetings will be held at such times and places as the Board will from time to time designate. Notice of the time and place of regularly scheduled meetings will be posted on the Park District's website and on the bulletin board in the Park District's administrative offices at least ten (10) days in advance of each meeting. Ohio Rev. Code §121.22(F).

Section 4. Notice of Regular and Special Meetings to the Public. Every Regular or Special Meeting of the Board will be open to the public unless an Executive Session is held pursuant to applicable state law. Any person may receive advance notification of meetings of the Board by providing: (1) a current e-mail address or (2) self-addressed, stamped envelopes or postcards. Notice of special meeting will be given to news media that have requested notification at least twenty-four hours in advance of the special meeting, except in the event of an emergency requiring immediate official action, in which case notice will be given only to the news media that have requested notification immediately pursuant to Section 121.22 of the Ohio Revised Code and as the same may be amended.

Section 5 . Notification of Regular and Special Meetings to the News Media . News media requesting notification of any meetings of the Board will provide the Executive Director of the Board with written designation of the person to whom notification will be given, including said person's name, phone number and e-mail address. The Board will, if possible, provide such notice only within normal working hours. It will be the obligation of the news media requesting notification to keep this written designation current at all times.

Section 6. Special Meetings. Special meetings of the Board will be held upon the request of any member of the Board or the Executive Director. Notices of the time, place and purpose of special meetings will be given by telegram, fax or electronic mail to each member at least twenty-four (24) hours before the time of such meetings or given by telephone or personally served on each member at least four (4) hours before the time of such meetings. If any member of the Board is unavailable for a period of at least twenty-four (24) hours before such meeting, failure of such members to receive notice of a special meeting will not invalidate such meetings or any of its proceedings. Notice of the time, place and purpose of all special meetings will also be posted on the bulletin board in the Park District's administrative offices at least twenty-four (24) hours in advance thereof except in the event of an emergency requiring immediate official action. Ohio Rev. Code §121.22(F).

Section 7. Minutes of the Board. An accurate and permanent record of the proceedings and minutes of all meetings, regular and special, will be kept and entered in a book known as the "Minutes of the Board," and the record of each meeting in the "Minutes of the Board" will be and constitute the only evidence of the acts of the Board at such meeting, when signed at the end of the record of such meeting by the presiding officer and the Secretary of the Board.

Section 8. Minutes for Public Inspection. The minutes of the Board will be recorded and open for public inspection after they have been read and approved by the Board. The minutes need only reflect the general subject matter of discussion in Executive Sessions which have been called and held pursuant to the applicable law.

Section 9. Documents . No paper, documents or other matters which are a part of the permanent records and files of the Board will be taken out of the office by anyone other than the Executive Director without the written request or authorization of a member of the Board, or upon legal process. The Board may approve archive repository agreements with suitable agencies.

Section 10. Business for Consideration of the Board. All petitions, applications and communications intended for the consideration of the Board (other than those presented by members of the Board) must be in writing and will not be considered or acted upon by the Board unless placed in the hands of the Executive Director at least five (5) working days before the meeting of the Board, provided, however, that the Board may grant exceptions to such requirements.

Section 11. Absence of Chairperson. The Chairperson will preside at all meetings. In the absence or disability of the Chairperson, the First Vice-Chair will perform this duty. In the absence or disability of the Chairperson and First Vice-Chair, the Second Vice-Chair will perform this duty. Meetings of the Board will be governed in accordance with the regulations adopted by the Board.

Section 12. Order of Business. The business of the Board will be considered in the following order: (*minor changes to the order may be made from time to time by the acting Chairman*).

1. Pledge of Allegiance
2. Roll call
3. Approval of previous board minutes
4. Executive Directors reports
5. Items removed from Consent Agenda
6. Consent agenda
 - a. Ratification of bills paid
 - b. Authorization of contracts, deeds, agreements, policy statements, etc.
7. Unfinished/Old business & New Business
8. Correspondence/Public portion
9. Executive session
10. Future Board meetings/Adjourn

ARTICLE III

EMPLOYEES

Section 1. Chief Administrative Officer. The Board shall hire an Executive Director who will serve as the Chief Administrative Officer of the Board and be responsible for the operations of the Park District and may also serve as the Secretary of the Board.

Section 2. Absence of Executive Director. In the absence of the Executive Director, he/she may use discretion in designating one of the current Senior Staff members, to serve and perform the duties of the position on a temporary basis. The Executive Director will determine when his/her absence requires one or more of the above officers to exercise his/her duties. Should the Executive Director be unable or unwilling to make this determination, the Chairperson, First-Vice Chair or Second Vice-Chair then presiding over the meeting of the Board will make this determination.

Section 3. Employment and Termination of Employees. The Executive Director will have the authority to employ and terminate the employment of employees of the Park District on such terms and conditions and for such periods of time as s/he deems advisable. Such authority will include employees who exercise the powers of police officers within and adjacent to the Park District lands pursuant to and subject to the limitations in Section 1545.13 of the Ohio Revised Code.

Section 4. Changes in Work Force and Compensation. The Board will authorize any increase in the work force of the Park District, and will approve any proposed new job positions, prior to the hiring of employees. The Board will fix the compensation for all job classifications and no person will be employed at a rate different from the classification unless approved by the Board.

Section 5. Employee Travel and Education. The Executive Director will have the authority to permit Park District employees to travel at Park District expense to schools, seminars, conferences and training sessions. The executive Director will have the authority to authorize reimbursement for education expenses incurred in accordance with the education policy established by the Board.

ARTICLE IV

APPROVAL OF VOUCHERS

Section 1. Voucher for Payment. All vouchers for payments of bills not in excess of \$25,000 may be certified by the Executive Director without prior Board approval. Sums in excess of that amount require prior Board approval unless exigent circumstances exist. All vouchers approved by the Executive Director shall be reported to the Board at its next regularly scheduled meeting.

Section 2. Approval of Payment. When required, the Executive Director will certify after approval for payment by a motion or resolution duly adopted by the Board authorizing payment of the same. Any bill or claim for payment will first be approved by an employee of the Board, as to its validity and legality and all such bills and claims will be listed on the schedule of payables.

Section 3. Schedule of Payables. The Executive Director will deliver to the County Fiscal Officer the schedule of payables, a certified copy of the resolution of the Board after approval when required, together with a voucher for each item for payment of the items listed on the approved schedule.

ARTICLE V

PURCHASING

The Park District's purchasing, bidding, and contracting shall be conducted in accordance with procedures contained in the Park District's Bidding and Contracting Procedure Manual, the Park District's Purchasing Manual, and the Park District's regulations regarding Professional, Technical and other "Special Services." These regulations and procedures may be supplemented and amended from time to time by the Board.

ARTICLE VI

AUDIT COMMITTEE

Section 1. The Board will, at its regular annual meeting, appoint an Audit Committee consisting of not less than three members who will serve for one year.

Section 2. The members will include a certified public accountant, legal counsel to the Park District, and at least one member of the Board.

Section 3. Between regular annual meetings, the Board will fill any vacancies.

Section 4. The Audit Committee will serve as a liaison between the Park District and its auditors. The primary functions of such of the Audit Committee are to monitor and review the

Park District's accounting and financial reporting practices and to follow up on citations and recommendations made by its auditors. The Audit Committee should be actively involved in:

- Meeting with the Park District's independent auditors before and after each audit;
- Monitoring the progress of the financial and compliance audit;
- Evaluating the results of the final and compliance audit; and
- Ensuring that the internal control and legal compliance issues identified in the audit are promptly and effectively remedied.

In addition, the Audit Committee should meet regularly (not less than two times per year) to monitor the Park District's legal compliance, financial condition, and controls over the safeguarding of assets.

ARTICLE VII
AMENDMENTS

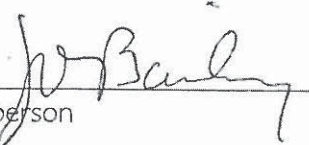
Section I. Amending, Repealing, or Altering. These Bylaws may be amended, repealed, or altered, in whole or in part, by a majority vote of the Board at a regular or a special meeting of the Park District. However, proposed change(s) or any repeal will be submitted in writing to the Executive Director at least 30 days before the date of the meeting at which the matter is to be considered. For the amendment, alteration or repeal to become effective, it shall also be adopted pursuant to the appropriate provisions of the Ohio Revised Code, including Section 1545.09.

All previous resolutions pertaining to the bylaws of the Board of Park Commissioners of Summit Metro Parks are hereby repealed.

Approved this 7 day of February 2017.

Board of Park Commissioners

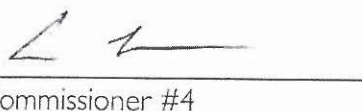
Attest:


Chairperson


Executive Director


First Vice-Chair


Second Vice-Chair


Commissioner #4


Commissioner #5