

**ASHTABULA COUNTY METROPARKS
BOARD OF PARK COMMISSIONERS**

BYLAWS

Article 1 STATEMENT OF PURPOSE

The Ashtabula County Metropolitan Park District (ACMPD) was established in accordance with Section 1545 of the Ohio Revised Code. The Board of Commissioners officially changed its name from Ashtabula County Metropolitan Park District to Ashtabula County Metroparks (ACMP). ACMP was created to conserve, preserve and to protect Ashtabula County's natural resources and to provide outdoor recreational experiences Ashtabula County residents, while enhancing Ashtabula County's tourism industry. ACMP aims to provide these services to every age, every ability and in every season of the year. Park areas maintained by ACMP will combine the District's goals of recreation, conservation, tourism and preservation for future generations.

Article 2 OFFICERS

The officers of this board shall consist of a President and Vice President who shall be elected by the Park Board annually at the first meeting in January, each to serve until his or her successor is elected. The Park Board is comprised of five Commissioners appointed by the Probate Judge to serve staggered 3 year terms.

The Park Board may if needed appoint or retain the services of legal counsel to the Park Board. It also may appoint or retain the services of an Executive Director, who in turn may if authorized hire or retain the services of staff, which may include, but not be limited to the following positions: Clerk/Secretary, Public Relations Director (or a merger of these two aforementioned positions), Operations Manager, Park Rangers, Naturalists, and Fiscal Officer as well as specialized legal counsel for purposes such as oil and gas contracts.

Article 3 DUTIES OF OFFICERS

The President shall preside at all meetings of the Park Board and, with the consent of the Park Board shall appoint all committees of the Park Board. In the absence or disability of the President, the Vice President shall serve in place of the President and shall have all the powers and authority of the President.

The Executive Director shall be the Chief Executive Officer of the ACMP. In the absence or disability of the Executive Director, the Park Board may appoint a temporary replacement for the Executive Director, or the responsibility lies with the Park Board President until replacement, absence or disability is resolved.

The Clerk/Secretary to the Park Board shall make an accurate and permanent record of the proceedings of the Park Board and affix his or her signature thereto after the proceedings have been approved by the Park Board after review and approval at the next regularly scheduled Park Board meeting.

Article 4 Regular Public Meetings

The regular meeting of the Park Board shall be held monthly unless no regular business needs to be transacted. The meeting time, date, and place shall be determined by the presiding officer at the prior monthly regular meeting.

Article 5 Special Meetings

Special meetings of the Park Board shall be held upon approval of the President. A quorum of Park Board Commissioners must be present to conduct a special meeting and to conduct business of the Park Board. At least forty-eight (48) hours' notice shall be given unless circumstances warrant otherwise.

Article 6 Executive Sessions

The Park Board may hold executive session after a majority of the Board determines, by a roll call vote, to hold such a session and only during a regular or special meeting and only for the purposes as set out in the Ohio Revised Code 121.22. Executive sessions shall be listed on the Board agenda.

Article 7 Quorum

A majority of serving Park Board Commissioners shall constitute a quorum of the Park Board for any meeting. Action of the Board may be by motion or resolution. The affirmative votes of a majority of present Commissioners shall be necessary to adopt any motion or resolution. All votes shall be taken by a call of the roll and answered by Yes No, or Abstain Votes to abstain shall not be counted.

Article 8 Public Meetings

The Park Board shall perform its business, including the adoption of resolutions and motions, at public meetings held and conducted in accordance with applicable provisions of the Ohio Revised Code and these Bylaws. The current edition of Roberts Rules of Parliamentary Procedure shall govern the proceedings of the Park Board when not expressly covered or provided herein.

Article 9 Public Records

An accurate and permanent record of the proceedings and minutes of all meetings, regular or special, shall be kept and entered in a book to be known as the Journal of Proceedings and the records of each meeting in the Journal of Proceedings shall be and

constitute the only evidence of the acts of the Park Board when approved by the board and signed at the end of the next regularly scheduled park board meeting by the presiding officer and Clerk. The Clerk shall be the official custodian of all records of the Park Board.

Article 10 Payment of Bills and Obligations

All vouchers and payment of bills shall be certified by the Clerk to the Ashtabula County Auditor before payment by the Ashtabula County Treasurer is made.

All purchases, vouchers and payment of bills shall be made in accordance with any approved Ashtabula County Metroparks Purchasing Policy and Procedures Manual.

Article 11 Contractual Relationship Board Approval

No contract, agreement, deed, option or other document or action creating any right or obligation, or contractual relationship from, in or to the Park Board shall be executed, given, transferred, assigned, delivered, accepted or received on behalf of the Park Board except with the approval or authorization of the Park Board. The Park Board may authorize the Executive Director to execute, sign, or otherwise implement items, agreements or actions on their behalf.

Article 12 Contracting Special Services

In hiring or contracting for professional, technical, consulting, or other special services, the Park Board, after considering the competence, ability, and availability of any person, firm, or corporation may approve the hiring of any such person, firm, or corporation and authorize a contract therewith. Such contract may be in the form of a proposal submitted to the Park Board by such person, firm, or corporation.

Article 13 Removal of Records

No permanent record belonging to the permanent files of the Park Board shall be taken from the park office without written approval of a majority of the members of the Park Board, or upon legal process. A copy of the permanent record taken shall be retained as well as information pertaining to the identity of the person taking the record, the purpose for which the record is taken, and the location for where the record will be held.

Article 14 Communications Presented To the Park Board

All petitions, applications, and communications intended for the consideration of the Park Board, other than those presented or requested by members of the Park Board, must be in writing and presented to the President of the Park Board at least 48 hours before the meeting at which the petition, application, or communication is to be considered. The

Park Board President or presiding Chair in its sole discretion, may grant exceptions to these requirements on a case by case basis.

Article 15 Meeting Agenda

The meeting agenda of the Park Board shall be prepared by the Clerk, following a discussion prior to the regular meetings, between the Executive Director and the President of the Park Board. The meeting agenda should provide for ample time for public input (3minutes) per speaker unless speaker specifically requested to be put on agenda. Anyone speaking during the public input portion of the meeting must sign in requesting to do so. A sign in sheet will be provided by the Park Board Clerk at all meetings. Adjustments to the published agenda are allowed at the discretion of the President of the Board or a majority of the present Commissioners of the Board present. The following topics should be considered for inclusion onto the agenda:

1. Roll Call
2. Pledge of Allegiance
3. Adoption of Agenda
4. Approval of minutes from previous meeting
5. Introduction of Guests
6. Executive Director's Report
7. Presentation of Financial Statement
8. Approval of bills by the Board
9. Communications to the Park Board
10. Open to the Public 3minutes per speaker
11. Unfinished or Old Business
12. New Business
13. Possible Executive Session
14. Adjournment

Article 16 Staffing and Compensation Schedule

The Park Board shall be responsible for hiring, promotions, demotions, or terminations and shall establish the rate of pay for the Executive Director according to park district compensation schedules, other established policy, or agreement between the Executive Director and the Park Board. The Executive Director shall be responsible for hiring, promotions, demotions, or terminations of any other individual employee who is hired, promoted, or demoted, according to park district compensation schedules or other established policy. The Park Board will be responsible for the hiring/interview process for the position of Executive Director. Any adjustments to compensation for employees must first be approved by the Park Board.

The establishment of a new position, or restructuring affecting managerial or supervisory employees, shall first be approved by the Park Board prior to implementation by the

Executive Director. The Board retains the right to review and approve any terminations or demotions determined by the Executive Director.

Article 17 Amendment Of Bylaws

The ACMP bylaws may be amended at any regular meeting of the Park Board by an affirmative vote of a majority of the present Commissioners of the Park Board, provided that the amendment was submitted in writing for consideration at the previous meeting.

Article 18 Conflict Of Interest

All members of the Board of Park Commissioners (“Commissioners”) and employee shall endeavor to conduct themselves in Ashtabula County Metroparks matters according to the highest ethical standards and shall strive to avoid even the slightest appearance of impropriety. In that regard, Commissioners or employee shall not either directly or indirectly derive a personal profit or advantage from their position as Commissioners, or employee, as the prime obligation of a Commissioner is to the Ashtabula County Metroparks, and the ACMP employee to their employer and not to himself or herself. No contract or business relationship shall be entered into between the Ashtabula County Metroparks and a Commissioner or ACMP employee or any entity in which that Commissioner (or employee) or his or her immediate family, being defined as siblings, parents, and children have significant interest, unless the material facts of the relationship and transaction are disclosed or made known to the Park Board and a majority of the disinterested Commissioners specifically authorize the contract or business relationship with specific knowledge of the relationship and transaction. Commissioners shall generally abstain from discussing at a meeting, or voting upon, any matter in which they, their immediate family members or any entity in which they have significant interest, have a personal financial interest in that outcome. No Commissioner shall solicit personal favors or exert-direct or implied- influence on any Ashtabula County Metroparks employee in order to gain business or personal favors for him or herself. If a Commissioner believes that he or she may have a conflict of interest in some other way, that Commissioner must disclose such to the Park Board. Every Commissioner shall put the interests of the Ashtabula County Metroparks above any personal considerations to benefit himself, herself, family, or others. Each Park Board Commissioner and employee must sign a conflict of interest policy statement when they are made available.

Article 19 Activities

Subject to limitations and revisions by the Park Board, persons may partake of any activity within the Parks, Greenway Trails, and property otherwise maintained or owned by the ACMP that is expressly allowed by the Park District in its Constitution and Bylaws and/or rules and regulations. Recreational activities may be permitted at or in the future by the Board in designated areas subject to any restrictions and limitations imposed by the Board for use as further defined within.