

BYLAWS
OF THE
MEDINA COUNTY PARK DISTRICT

Section I - Place of Business

The place of business of the Medina County Park District will be its headquarters located at 6364 Deerview Lane, Lafayette Township, Medina, Ohio 44256. Normal business hours will be from 8 a.m. to 4:30 p.m. Monday through Friday, except holidays. All notices required by law will be accepted at this address.

Section II - Board of Commissioners

A. Members - Members of the board of park commissioners are appointed to three-year terms by the Medina County Probate Judge. It is recommended by these bylaws that the judge consider a limitation of four full consecutive terms for any commissioner. It is further recommended by these bylaws that the judge require commissioners to reside within the park district's jurisdiction. The county auditor and treasurer are ex-officio members of the board as provided in Section 1545.22 of the Ohio Revised Code but have no vote in matters before the board.

B. Organizational Meeting - The first meeting held in January of each year will be the organizational meeting. At this meeting, the officers of the board will be elected and will remain in office until the next year or when changed by an election held by the board. The officers of the board will be the chairperson and vice-chairperson. The chairperson will conduct all meetings of the board and will sign all documents requiring a signature by a representative of the board. If the chairperson is unavailable for any reason, the vice-chairperson will assume the duties and responsibilities of the chairperson.

C. Meetings - The board will conduct its business, including the adoption of resolutions, rules, regulations, and any other official action at public meetings held and conducted in accordance with applicable provisions of state law and these bylaws. All meetings will be conducted in accordance with Section 131.22 of the Ohio Revised Code relative to public meetings.

Special meetings of the board may be held upon request of any member of the board or the director. Notice of special meetings will be mailed to each member not less than forty-eight hours (48) prior to the time set for such meeting or may be given by telephone, email, or personally served on each member not less than twenty-four (24) hours before the time set for such meetings. If any member of the board is not available for service for a period of twenty-four hours (24) prior to the time set for a special meeting, the failure of the member to receive notice of a special meeting will not invalidate the meeting or proceedings thereof.

An accurate and permanent record of the proceedings of all meetings, regular, special and emergency will be kept by the secretary and entered into a book to be known as the

“Commissioners’ Journal,” and the record of any meeting in the Commissioners’ Journal will be and constitute the only evidence of the acts of the board at such meeting when signed by the board and the secretary. The minutes only need reflect the general subject matter of discussion in executive sessions which have been held pursuant to the applicable law.

Two members will constitute a quorum of the board for any meetings unless there is only one duly appointed and acting board member, in which case one member shall constitute a quorum; any actions of the board will be by motion or resolution; affirmative votes of at least two members of the board will be required for the adoption of any motion or resolution unless there is only one duly appointed and acting board member, in which case one vote will be required for the adoption of any motion or resolution. “Roberts Rules of Parliamentary Procedure” will govern the proceedings of the board when not expressly covered or provided for herein.

The business of the board will usually be conducted in the following order:

1. Roll call
2. Approval of the minutes of the previous meeting
3. Public participation/recognition
4. Executive session
4. Approval of vouchers
5. Financial reports
6. Director/staff reports
7. Old business
8. New business
9. Commissioners’ comments
10. Adjournment

Items of business submitted by the staff for consideration by the board will be submitted in writing to the board in advance of the meeting. The director may bring additional items before the board for discussion at the meeting whenever such items arise after the compilation of the agenda.

1. As used here, “meeting” will be any prearranged discussion of the public business of the board by a majority of its members.
2. Every meeting of the board will be open to the public unless an executive session is held pursuant to applicable state law.
3. A notice of the time and place of regularly-scheduled meetings or of any change in time or place thereof will be provided to a newspaper of general circulation at least five days prior to the meeting. Notice of any change in time or place of a regular meeting or time, place, and purpose of a special meeting will be similarly provided at least twenty-four hours in advance of such meeting, except in case of an emergency meeting. An agenda of each regularly-scheduled meeting will be available at the offices of the board at least one day in advance of the meeting.
4. Any person who desires to receive advance personal notice of any change in time or place of a regular meeting or of any special meeting of the board at which any specific type of business is to be discussed may receive such advance notice by providing the

- director with a supply of stamped, self-addressed envelopes or by requesting that the director put his or her name on a mailing list and paying a fee of \$10 per year in order to cover the costs of providing such notice. A person may request email notification without cost.
5. The board will not hold a special meeting without providing at least 24 hours' notice either in writing or by telephone, FAX, or email of the time, place, and purpose of such special meetings to the news media that have requested notification, except in the event of an emergency. The director or any board member may call a meeting to deal with an emergency requiring immediate official action. Notification of such meeting will be by personal contact with each available board member by any means available. At the time an emergency meeting is scheduled, the park district will immediately notify the news media via telephone or email of the time, place, and purpose of such meeting.
 6. The board will set aside fifteen minutes for public participation at each board meeting. Persons speaking will be limited to five minutes on a given subject. If a person desires an allocation of additional time to address a specific subject, a request must be filed with the director in advance of the meeting. The director, in consultation with the chairperson, may allocate additional reasonable time based on the information provided by the requestor.

Section III - Employees

A. DIRECTOR/SECRETARY - The board of commissioners will appoint a director/secretary, and that person will be directly responsible to the board. The director will be the chief administrative officer of the board and the custodian of records. The secretary will keep an accurate record of the proceedings of the board, and he or she will affix his or her signature to the minutes of such proceedings after the minutes have been approved by the board. The offices of director and secretary will be held by the same person, and the terms as used in these bylaws are interchangeable.

The director will establish and monitor procedures for the receipt and timely deposit of funds received by the park district. The county auditor and county treasurer will be the fiscal agents for the park district. The director will certify all vouchers approved by the board for payment as established elsewhere in these bylaws.

The director and the chairperson or vice-chairperson of the board will sign all legal documents for and on behalf of the board, unless the board, by official action, authorizes otherwise.

The director is authorized to employ staff at levels as authorized by the board. The director will evaluate the job performance of staff members and will make recommendations to the board regarding salary levels. The director may discipline staff members as necessary, including dismissal from employment.

IV - Payment of Bills

A. In the course of operation of the park district, numerous purchases of a routine nature are made. In order to insure that these bills are processed in a timely fashion and to prevent the assessment of late payment charges, the director is authorized to process bills and approve them for payment in the following categories:

1. All bills that are routine in nature and are included in the operating budget
2. All utility bills received for park district operations
3. All bills for insurance coverage carried by the park district
4. Payment of contracted services (other than final payments for construction contracts)

The director will submit the bills in the above category to the county auditor for payment on a weekly basis in accordance with the procedure established by the auditor for payment of bills. All bills submitted for payment in this fashion will be presented in a detailed list to the board at its next regular meeting for its review and approval as required by law.

The following bills will be presented to the board prior to payment:

1. Final payment of construction contracts

For bills in the above category, the director will submit a list of bills to be paid to the board for its approval at a regular meeting. After the board's approval, the director will include that bill with the next regular list of bills to be paid by the county auditor. Any bill or claim to be paid by the board will be reviewed and approved by the director as to its validity and legality. The board members will affix their signatures to the voucher list submitted and approved as a part of the minutes of its meetings.

Section V - Board, Officers and Employees Held Harmless

A. The board, officers, employees and agents of the park district are constantly exposed to the threat of a lawsuit challenging their actions and judgements. In today's society, litigation is the norm rather than the exception. It is the intention of the board to prevent personal harm to board members, officers, employees or agents as a result of litigation relative to their actions while in conduct of park district business. To this end, the park district will defend lawsuits, pay defense costs, and pay judgements against board members, officers, employees, or agents of the park district named in a lawsuit stemming from their lawful actions on behalf of the park district. The board will not defend or pay judgements for any of the above if their actions were willful and unlawful, but this exception will not apply to actions of the above which were reasonably believed to be lawful at the time such actions were undertaken.

The board may obtain insurance coverage for such actions and will pay deductible costs from park district funds.

Adopted: March 22, 2012