

GEAUGA PARK DISTRICT

BOARD OF PARK

BYLAWS

ARTICLE I

STATEMENT OF PURPOSE

The Geauga Park District was established in accordance with Section 1545 of the Ohio Revised Code. Geauga Park District was created to conserve, preserve and protect the natural resources of the State, including forests, fields, streams, lakes and wetlands, and the plants and animals which live in these habitats. The Mission of the Geauga Park District is to preserve, conserve, and protect the natural features of Geauga County and to provide outdoor recreational experiences to our residents of every age, every ability and at all times of the year. Portions of the Park areas may be physically developed for recreational use as needed to meet the recreational needs of Geauga County residents and portions may be preserved in their natural state for future generations.

ARTICLE II

OFFICERS

The members of the Board of Park Commissioners of the Geauga Park District (Park Board) shall elect annually at the first meeting in January the officers of the Park Board, which shall consist of a President and Vice President, each to serve until his or her successor is elected.

The Park Board shall also appoint the Executive Director, the Deputy Director, if any, legal counsel, and the Secretary to the Park Board.

The Park Board shall also appoint a Director of Finance, who shall serve both as Treasurer and ex officio officer of the Park Board, and as Fiscal Officer of the Geauga Park District.

ARTICLE III

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 the place of the President.

The Executive Director shall be the Chief Executive Officer of the Gauga Park District. In the absence or disability of the Executive Director, the Deputy Director shall serve in the place of the Executive Director. In the absence of both the Executive Director and the Deputy Director the Park Board shall appoint a temporary replacement for the Executive Director. The Executive Director shall be the proper person to certify all action of the Park Board.

The Director of Finance shall keep the accounts of the Park Board, shall act as custodian of the Park Board's funds and as fiscal officer of the Geauga Park District, shall, in accordance with Section 1545.22(A) of the Ohio Revised Code, and certify availability of funds for any contract of the Park Board and the payment of obligations. The Director of Finance shall certify that all obligations paid each month have met the appropriate budgetary, contractual, or legal constructs

for payment and such certification shall be submitted in a monthly report to the Park Board, which report shall be deemed authorization for formal disbursement and payment of obligations, requiring no further action by the Park Board, endorse all checks payable by the Park Board and deposit to the credit of the Park Board and Geauga Park District all monies received, and shall generally be responsible for organizing, maintaining and supervising the financial activities of the Park Board, all consistent with generally accepted accounting principles of the Geauga Park District, including preparation of the annual budget.

The Executive Director, or his/her designee, and the Director of Finance shall be authorized to execute all legal documents for and on behalf of the Park Board. The 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.

ARTICLE IV REGULAR MEETINGS

The regular meetings of the Park Board shall be held once a month on a regular day and at a regular time, unless otherwise ordered by the Park Board. When said regular meeting day falls upon a legal holiday, the regular meeting shall be rescheduled by the Park Board. The day and time of regular meetings shall be determined by action of the Park Board. The time and place of all regular meetings of the Park Board may be determined by consulting the Geauga Park District's website at www.geaugaparkdistrict.org, or by calling the Geauga Park District at 440 286 9516 during regular business hours, or by requesting in writing reasonable advance notification of such regular meetings from the Park Board by either regular mail or by e-mail.

ARTICLE V SPECIAL MEETINGS

Special meetings of the Park Board shall be held upon call of the President. The Executive Director may request a special meeting of the Park Board upon approval by the President. A quorum of Board members must be present to conduct a special meeting and to conduct any business. Notices of special meetings shall be given by telephone to, mailed to or personally served on, each Board member at least forty-eight hours before the time of such meeting. If any member of the Park Board is out of the County, or otherwise unreachable, for a period of at least forty-eight hours before such special meeting, failure of such member to receive notice of a special meeting shall not invalidate such meeting or any of its proceedings. The time and place and purpose of all special meetings of the Park Board may be determined by consulting the Geauga Park District's website at www.geaugaparkdistrict.org, or by calling the Geauga Park District at 440 286 9516 during regular business hours, or by requesting in writing reasonable advance notification of such special meetings from the Park Board by either regular mail or by e-mail.

ARTICLE VI EMERGENCY MEETINGS

Emergency meetings of the Park Board may be held upon call of the President, or upon request to the Executive Director by two members of the Park Board. Notices of emergency meetings shall be given by telephone or personally served on each member at least one hour before the time of such meeting. The time and place and purpose of all emergency meetings of the Park Board may be determined by consulting the Geauga Park District's website at www.geaugaparkdistrict.org, or by calling the Geauga Park District at 440.286.9516 during regular business hours, or by

requesting in writing reasonable advance notification of such emergency meetings from the Park Board by either regular mail or by e-mail. Due however to the emergency nature of such meetings, advance determination of the time and place and purpose of such emergency meetings may necessarily be difficult or impossible to provide in every instance.

ARTICLE VII EXECUTIVE SESSIONS

The Park Board may hold an executive session only after a majority of the Board determines, by a roll call vote, to hold such a session and only during a regular, special or emergency meeting and only for the purposes as set out in the Ohio Revised Code Section 121.22.

ARTICLE VIII QUORUM

A majority of serving Park Board members 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 members shall be necessary to adopt any motion or resolution. All votes shall be taken by call of the roll and answered by yes or no or abstain. Votes to abstain shall not be counted. Roll shall be called in descending order of the respective members' terms.

ARTICLE IX 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 for herein.

ARTICLE X PUBLIC RECORDS

An accurate and permanent record of the proceedings and minutes of all meetings, regular, special or emergency 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 at such meetings when signed at the end of the record of such meeting by the presiding officer and Executive Director. The Executive Director shall be the official custodian of all records of the Park Board.

ARTICLE XI OBLIGATIONS AND ACCESS TO INFORMATION REGARDING OBLIGATIONS

All obligations shall be certified by the Director of Finance as appropriated by the Park Board. The Park Board shall have full access to any information regarding obligations, contracts, the purchase of any equipment and supplies, as well as all aggregate personal and benefits costs to ensure consistency with prior budgetary approvals.

ARTICLE XII CONTRACTUAL RELATIONSHIP, BOARD APPROVAL

No contract, agreement, deed, option or other document or action creating any right or obligation, 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, unless same has been approved in the annual appropriations, and/or unless it is not covered by the competitive bidding requirements of ORC 307.86. The Director of Finance have authority to execute purchase orders on existing goods or services of approved annual appropriations and other contracts not covered by the requirement of ORC 307.86 to the extent they do not exceed the budgeted amount approved by the Park Board.

ARTICLE XIII 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, with or without the recommendation of the Executive Director, may approve the hiring of any such person, firm, or corporation and authorize a contract therewith; provided however, that the Director of Finance has certified that funds are sufficient for such hiring or such contract. Such contract may be in the form of a proposal submitted to the Park Board by such person, firm, or corporation.

ARTICLE XIV REMOVAL OF RECORDS

No paper or document belonging to the permanent files of the Park Board shall be taken from the park office without the written approval of a majority of the members of the Park Board, or upon legal process.

ARTICLE XV 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 Board, must be in writing and presented to the President of the Board. The Park Board may grant exceptions to such requirements on a case by case basis.

ARTICLE XVI MEETING AGENDA

The meeting Agenda of the Park Board shall be prepared, following a discussion prior to the regular meetings, between the ranking official of the Geauga Park District staff and the President of the Board. Adjustments to the published agenda are allowed at the discretion of the President of the Board or a majority of the Commissioners of the Board present.

ARTICLE XVII STAFFING AND COMPENSATION SCHEDULE

The Executive Director shall be responsible for all hiring, promotions, demotions, or terminations and shall establish the rate of pay for any individual employee who is hired, promoted, or demoted according to the Park District compensation schedules or other established policy. The Board will be responsible for the hiring/interview process for the positions of Deputy Director and Executive Director. Any adjustments to compensation for employees must be first approved by the Board. No compensation for any position, new or existing, shall be set until the Director of Finance certifies the availability of funds sufficient for such position. The establishment of a new position, or restructuring affecting managerial or supervisory employees, shall first be approved by the 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 XVIII COMMITTEES

The Board may create committees. Appointment to committees shall be by an affirmative vote of a majority of the Board.

ARTICLE XIX AMENDMENT OF BYLAWS

These Bylaws may be amended by an affirmative vote of a majority of the members of the Park Board at a special or regular meeting of the Park Board.

ARTICLE XX CONFLICT OF INTEREST

All members of the Board of Park Commissioners (Commissioners) shall endeavor to conduct themselves in Geauga Park District matters according to the highest ethical standards and shall strive to avoid even the slightest appearance of impropriety. In that regard, Commissioners shall not – either directly or indirectly—derive a personal profit or advantage from their positions as Commissioners, in that the prime obligation of a Commissioner is to the Geauga Park District and not to himself or herself. No contract or business relationship shall be entered into between the Geauga Park District and a Commissioner or any entity in which that Commissioner or his or her family have significant interest, unless the material facts of the relationship and transaction are disclosed or are made known to the Board and a majority of the disinterested commissioners specifically authorize the contract or business relationship. 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 Geauga Park District employee in order to gain business or personal favors for himself. 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 Board. Every Commissioner shall strive to put the interests of the Geauga Park District above any personal considerations to benefit himself, herself, family, or others.

ARTICLE XXI ACTIVITIES

Consistent with the purpose set forth in Article I, park activities, including preservation, conservation, and approved outdoor recreation, will include and may be conducted on park land pursuant to the provisions of O.R.C. §§1545.09 and 1545.11 and subject to the Rules and Regulations as amended from time to time by the Park Board.

PASSED: July 5, 1989, Amended March 9, 1994, Amended January 14, 1997, Amended September 9, 2003, Amended October 16, 2007, Amended October 8, 2013, Amended November 19, 2013, Amended March 4, 2014, Amended July 8, 2014, Amended November 5, 2014, Amended July 14, 2015, Amended February 9, 2016, Amended July 5, 2016, Amended June 28, 2021, Amended June 20, 2022