

Board of trustees' bylaws.

These rules and regulations are intended to provide a general framework for the functioning of the board as a governing body and for the organization, administration, and operation of Marion technical college. The Marion technical college board (hereinafter referred to as the "board") do hereby adopt these bylaws and solemnly pledge to be governed by their provisions as all members work cooperatively toward a common goal.

(A) Preamble.

- (1) The name of the college shall be Marion technical college (hereinafter referred to as "the college").
- (2) The board shall have the authority to adopt a seal for the district and for the college and to alter the same or either of them.
- (3) The guiding principles upon which these bylaws are based are:
 - (a) A belief in the centrality and value of individuals, ever cognizant of their worth and dignity.
 - (b) A dedication to the preservation of truth in an atmosphere of freedom and mutual respect among student, faculty, staff, and administration in which the intellectual freedom of teaching, expression, research, and debate are guaranteed absolutely.
 - (c) A belief that the college belongs to those whom it serves and who support it.
 - (d) A belief that government in the college as in a state or nation is based on principles rather than upon individuals.
 - (e) A pride in its endeavor to provide a climate for the pursuit of excellence in teaching and learning.

(B) Legal authority.

- (1) By the charter granted by the Ohio board of regents, the legal service area of the college consists of the contiguous counties of Marion, Morrow, and Wyandot.

- (2) The college is authorized under section 3357 of the Revised Code and derives its authority therefrom.

(C) Membership.

- (1) Qualifications and appointment.

- (a) The board shall consist of nine members.

- (i) Three trustees shall be appointed by the governor with the advice and consent of the senate. Governor appointed trustees must reside within the college service area.

- (ii) Six trustees shall be recommended by the board to the trustee selection committee, in accordance with Ohio revised code section 3357.05. The trustee selection committee shall appoint trustees with the advice and consent of the senate. Locally appointed trustees of the board must reside in the service area of the college.

- (a) The term of office for all trustees shall be three years.

- (i) Governor appointed trustee terms begin on April 30th and end on April 29th of the appropriate year.

- (ii) Locally appointed trustee terms begin on May 1st and end on April 30th of the appropriate year.

- (b) Board vacancies shall be filled in accordance by the appropriate appointing authority, as described above.

The secretary of the board shall be charged with the responsibility of maintaining such records and the giving of such notices to the appointing authority as will properly ensure the timely appointment and the term thereof. In the case of the normal expiration of terms of office, ninety days written notice shall be given by the secretary of the board to the appointing authority. In all other cases notice shall be given as soon as the office of trustee becomes vacant.

- (c) Any trustee shall continue subsequent to the expiration date of their term until a successor takes office.
 - (d) Each member of the board, before entering upon his or her official duties, shall take and subscribe to an oath that he or she will honestly, faithfully, and impartially perform the duties of his or her office.
- (2) The board of Marion technical college with the approval of the Ohio department of higher education shall have the power to make plans for, to promote, construct, own, develop, maintain, and operate the college as provided by law under section 3357.09 of the Revised Code.
- (3) No member of the board shall have the power to act in the name of the board outside regular or special board meetings unless so directed by the board.
- (4) The trustees shall serve without compensation, but may be paid for their necessary expenses when engaged in the business of the board and authorized by the board.
- (5) When any purchase of goods and/or services by the college is made which normally requires board approval which is from a source which any member of the board is an officer, director, employee, owner, or has any significant connection therewith, then that purchase shall be separately noted by the treasurer and voted on separately so that the trustee has the opportunity to abstain from voting on the purchase. Members of the board shall make every effort to avoid situations where participation by the board member would create an appearance of conflict.
- (6) All members of the board shall comply with the provisions of the Ohio ethics law, which includes completion of an annual financial disclosure report.
- (7) In accordance with section 3.17 of the Revised Code, any member of the board who fails to attend at least three-fifths of the regular and special meetings held by the board forfeits his or her position on the board.

(D) Officers

(1) Qualifications and Election

- (a) The officers of the board shall be chair, vice chair, secretary, and treasurer and such other officers as the board shall deem necessary.
- (b) The trustees shall elect a chair, vice chair, secretary, and treasurer. In accordance with section 3357.10 of the Revised Code, the treasurer shall not be a member of the board.
- (c) The board may designate additional officers and delegate authority to perform designated duties.
- (d) The chair, vice chair, secretary, and treasurer shall be elected by a majority vote of the trustees. Each officer shall hold office for the period of two years or until his or her successor shall be duly elected or qualified.
- (e) The board shall have the power to fill board officer vacancies and to appoint such officers and agents as the board may deem necessary for the transaction of board business.

(2) Duties of the officers.

- (a) The chair shall have the general powers and duties of supervision and management of board meetings usually vested in the office of chair. It shall be the duty of the chair to preside at all meetings of the board; perform all duties prescribed by law and as directed by the board; and call all special meetings; unless otherwise ordered by majority vote of the board.
- (b) It shall be the duty of the vice chair to perform the duties of the chair in his or her absence. In the absence of the chair and the vice chair, the board shall elect a chair pro tempore from the attending members of the board.

- (c) It shall be the duty of the secretary to keep record of all meetings of the board; provide for the posting of all legal notices; sign all regular documents of the board; maintain all regular documents of the board; and notify trustees of all board meetings and provide a copy of the minutes of the preceding board meeting. In the absence of the secretary, any person appointed by the chair shall perform the duties of the secretary of the meeting and shall keep the minutes thereof.
 - (d) The treasurer serves as the chief fiscal officer under the direction of the college president. It shall be the duty of the treasurer to receive, safeguard, and make payment of funds as directed by the board; be responsible for financial records belonging to the board and to maintain full and accurate account of all receipts and disbursements; report to the board all transactions of funds as directed; certify that funds of the college otherwise unappropriated are sufficient prior to expenditure of monies or entering into contracts; and maintain all monies, books, papers, and other property of the college. In the cases of absence or disability of the treasurer or a vacancy in the office of treasurer, the deputy treasurer shall perform all of the duties of the treasurer until the treasurer resumes office or until such vacancy is filled. The deputy treasurer shall from time to time perform duties of the treasurer as may be directed by the treasurer.
- (3) In the event of a vacancy in the office of the chair, the vice chair shall become chair. In the event of a vacancy in the office of the vice chair or secretary, the vacancy shall be filled by election at the next regular meeting of the board.
 - (4) Any trustee may be removed from the board by a vote of two-thirds of the members of the board.
 - (5) The treasurer and such officers or employees as shall handle money on behalf of the college shall first secure a suitable bond by a responsible bonding company. Such bonds or bond shall be paid for by the college.

(E) Meetings.

- (1) The board shall comply with all provisions of the Ohio open meeting law as set forth in section 121.22 of the Revised Code. All regular and special meetings of the board shall be open to the public.
- (2) Types and conduct of meetings.
 - (a) Regular meetings of the board will be convened by the chair at a time and place established by the board. During regular meetings, the board may consider action on items duly presented before the board. The chair may change any date, time, and/or place of any regular meeting by giving a three-day written notice to each member of the board, or by announcement at the prior regular meeting, with three day written notice provided to any member of the board who was not present at such prior regular meeting.
 - (b) Special meetings may be convened by the chair or by a majority vote of the members of the board to consider action on specific items for which the meeting was called. A notice of the meeting, including a list of items to be considered, shall be conveyed to the members of the board at least three working days in advance of the meeting.
 - (c) Special emergency meetings may be convened by the chair or by a majority of the members of the board to consider action on specific items for which the meeting was called. Items to be considered must be of an emergency nature. A notice of the meeting, including a list of items to be considered, shall be conveyed to the members of the board as far in advance of the meeting as practicable.
 - (d) Planning or work sessions outside regular or special meetings of the board may be called by the chair of the board or the president of the college. No formal business of the board shall be transacted during planning or work sessions.

- (3) A majority of the board shall constitute a quorum. Should a quorum not be present at any meeting, a roll call can be taken and a notation shall be made of those present and those absent. The meeting may then be adjourned by those members present. Except as herein otherwise specified, no matter may be acted upon except by a majority vote of the whole membership of the board.
- (4) The board may hold an executive session only at a regular or special meeting, in accordance with section 121.22 of the Revised Code.
- (5) Meetings of the board shall be held in an appropriate location designated by the board.
- (6) The president of the college shall have prepared and delivered to each member of the board, at least three working days prior to each regular and special meeting, a written agenda of business to be considered during the meeting. The president of the college shall deliver, at least three working days prior to each regular meeting, the unapproved minutes of the previous meeting or meetings.
- (7) Unless in conflict with these rules or the laws of the state of Ohio, "Roberts Rules of Order" as revised shall govern the procedure of all board meetings.
- (8) A resolution, rule, or formal action of any kind by the board is valid only when adopted in a regular or special meeting of the board. A resolution, rule, or formal action adopted in an open meeting of the board not open to the public is invalid unless the deliberations were conducted at an executive session of the board held in compliance with the Revised Code.
- (9) The order of business of regular meetings of the board shall be determined by the chair of the board.
- (10) Any person, other than a member of the board or an officer of the college, who wishes to address the board, must request permission from the president at least fourteen calendar days prior to the board meeting. The request must be made in writing and state the requestor's purpose for addressing the board. Proper decorum is expected of individuals addressing the board. The chair reserves

the right to terminate an individual's speaking privileges if proper decorum is not maintained. The board will not consider requests including but not limited to pending legal matters, personnel decisions, or other confidential matters.

- (11) The minutes of each regular or special meeting shall be duly recorded. Typed minutes of each meeting will be considered, corrected, and approved at the next regular meeting of the board. The minutes shall be maintained in the official board files and open to public inspection after adoption by the board.
- (12) Public notice of all board meetings shall be posted on the college public website.
 - (a) Any person may contact or visit the college president's office during regular office hours to determine the time, place, and purposes of any known regular or special board meetings; and specific types of public business to be discussed at such meeting, if known at that time.
 - (b) Any individual may request advance notification of meetings by contacting the college president's office to be placed on a list for future notification of meetings.
 - (c) Any representative of the news media may request advance notice of special meetings by contacting the college president's office to request such notice be provided. The request shall provide the name of the individual media representative to be contacted, the mailing address and telephone numbers where the media representative may be contacted.

Except in the event of an emergency requiring immediate official action, a special meeting shall not be held unless at least twenty-four hours advance notice of the time, place, and purpose of the meeting is given to news media representatives who have requested such advance notice. In the event of an emergency meeting requiring immediate official action, the board secretary or his or her designee

shall immediately provide notice to news media representatives who have requested such advance notice.

- (d) The board secretary shall maintain a list of all individuals and media representatives who have requested advance notice of board meetings.

(F) College administration.

The president shall be the chief executive officer of the college and shall be responsible for the entire administration of the college, subject to control of the board and excepting therefrom those functions reserved exclusively to the board treasurer and trustees as noted within these bylaws. It shall be the duty of the president to enforce the bylaws, rules and regulations, and policies of the board to carry out the mission of the college. Any authority or responsibility of the president may be delegated by the president to another person in the office of the president or to any other member of the faculty or staff of the college.

(G) Adoption, amendment, and rescission of bylaws, board policy, and college rules.

- (1) The bylaws of the board may be adopted, amended, or rescinded at a regular or special meeting, by the vote of a majority of the board. No such action shall be taken unless the bylaws proposed for adoption, amendment, or rescission shall have been included in the notice of the meeting at which such action is proposed to be taken or the notice requirement is waived by unanimous consent of all the trustees eligible to vote thereon. Actions adopting, amending, and rescinding bylaws shall become effective as provided in section 111.15 of the Revised Code.
- (2) The board shall develop board policy concerning those functions essential to the operation of the college. The board shall keep records of all its proceedings, which records shall be open for public inspection.
- (3) Rules for the government and conduct of the college may be adopted, amended, or rescinded by a majority vote of a quorum of the board and shall become effective as provided in section 111.15 of the Revised Code.

- (4) The president of the college:
- (a) May amend any rule of the college, except a bylaw of the board that will clarify or correct the language of the rule but would not constitute a substantive revision that affects the scope or application of the rule; or conform the rule to applicable laws or regulations.
 - (b) May adopt, amend, or rescind rules of the college that implement action approved or taken previously by the board. These adoptions, amendments, and rescissions shall be effective as provided in section 111.15 of the Revised Code.
 - (c) May adopt, amend, or rescind rules of the college that constitute internal management rules, as defined in division (A)(3) of section 111.15 of the Revised Code, which action shall become effective as provided in section 111.15 of the Revised Code.
 - (d) Shall report to the board, for information at its next regular meeting, any rules adopted, amended, or rescinded.
 - (e) The president (or his or her designee) shall ensure appropriate and necessary administrative procedures are established to implement college rules adopted by the board.

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