

3357:13-11-09 Board Meetings and Procedures

(A) The Board of Trustees may convene for specific types of meetings:

- (1) Regular meetings will be convened by the Chairperson at a time and place established by the Board of Trustees during its annual organization meeting held during January of each year. During regular meetings, the Board of Trustees may consider action on items duly presented before the Board of Trustees. During the regular meeting in January, the Board of Trustees will elect its officers and consider action of an organizational nature.
- (2) Special meetings may be convened by the Chairperson or by a majority vote of the members of the Board of Trustees 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 of Trustees at least three working days in advance of the meeting.
- (3) Special emergency meetings may be convened by the Chairperson or by a majority of the members of the Board of Trustees 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 of Trustees as far in advance of the meeting as practicable.
- (4) Planning Session outside regular or special meetings of the Board may be called by the Chairperson of the Board or the President of the College. No formal business of the Board shall be transacted during planning sessions.

(B) The Board of Trustees may hold an executive session only at a regular or special meeting, in accordance with Section 121.22 of the Ohio Revised Code, for the sole purpose of any of the following matters:

- (1) To consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of an employee(s) or any official(s) or the investigation of charges or complaints against an employee(s), licensee(s), or regulated individual(s) except as otherwise provided by law unless said employee(s), official(s), licensee(s), or regulated individual(s) request a public hearing.
- (2) To consider the purchase of property for public purposes, or for the sale of property at a competitive bidding if premature disclosure of information would give an unfair competitive or bargaining advantage to a person whose personal, private interest is adverse to the general public. No member shall use this section as a subterfuge for providing covert information to prospective buyers or sellers. A purchase or sale of public property is void if the seller or buyer of the public property has received covert information from a Trustee that has not been disclosed to the general public in sufficient time for other prospective buyers and sellers to prepare and submit offers.

- (3) To have conferences with an attorney for the Board of Trustees concerning disputes involving the Board of Trustees that are subject to pending or imminent court action.
- (4) To prepare for, conduct, or review negotiations or bargaining sessions with employees concerning their compensation or other terms and conditions of their employment.
- (5) To discuss matters required to be kept confidential by federal law or rules or state statutes.
- (6) To review specialized details of security arrangements where disclosure of the matters discussed might reveal information that could be used for the purpose of committing or avoiding prosecution for violation of the law.
- (7) Any other matters that may be provided for in future amendments to the Ohio Revised Code.
- (8) Any regular or special meeting or executive session may be adjourned for the purpose of considering specific items or issues at a later date(s) established by the Board of Trustees. The reconvened, adjourned session shall be open to the public. unless the adjourned meeting was an adjourned executive session.
- (9) By a majority vote of Board of Trustees membership present at a regular or special meeting, the Board of Trustees may decide to hold a public hearing or a discussion session at which time the public may be invited to participate in the discussions of specific programs, proposals, issues, or problems. The purpose, time, and place of such hearings or sessions shall be given to the various agencies of public information.

(C) Conduct of Meetings

- (1) Meetings of the Board of Trustees shall be held in an appropriate location designated by the Board of Trustees.
- (2) The President of the College shall have prepared and delivered to each member of the Board of Trustees, 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, unapproved minutes of previous meetings.
- (3) Unless in conflict with these rules of procedures or the laws of the state of Ohio, Roberts Rules of Order as revised shall govern the procedure of all Board of Trustee meetings.
- (4) A resolution, rule, or formal action of any kind by the Board of Trustees is valid only when adopted in a regular or special meeting of the Board of Trustees. A resolution, rule, or formal action adopted in an open meeting of the Board of Trustees not open to the public is invalid.
- (5) All regular and special meetings of the Board of Trustees shall be open to the public.

- (6) A majority of the sitting board members at the time of a meeting constitute a quorum. Less than a quorum may adjourn any meeting to a future date.
 - (7) The order of business of regular meetings of the Board of Trustees shall be determined by the Chairman of the Board of Trustees.
 - (8) Any policy or procedure related to conducting regular or special meetings of the Board of Trustees not required by law may be suspended by a majority vote of the Board of Trustees, but such suspension shall be in effect only during the meeting at which such suspension was voted.
- (D) The minutes of regular or special meetings of the Board of Trustees of the North Central State College District shall be recorded for public inspection after adoption by the Board of Trustees. The minutes of executive sessions need only reflect the general subject matter of discussion. If the minutes of the Board of Trustees show that all meetings and deliberation of the Board of Trustees have been conducted in compliance with the above regulations, any instrument executed by the Board of Trustees purporting to convey, lease, or otherwise dispose of any right, title, or interest in any public property shall be conclusively presumed to have been executed in compliance with the Ohio Revised Code insofar as title or other interests of any bona fide purchases, lessees, or transferees of the property are concerned.

(E) Meetings Open to the Public

- (1) The order of business at any regular or special meeting of the Board of Trustees shall include a "Hearing of the Citizens" through public participation. This is an opportunity for Citizens of the College district, College employees or students to address the Board on any item on the Agenda, provided that the following regulations have been met:
 - (a) The guest must register with the Board Secretary giving name, address, and Agenda item they wish to discuss.
 - (b) The guest must be recognized by the presiding officer at the point on the Agenda entitled Public Participation.
 - (c) The guest must restrict remarks to the time allocated by the presiding officer, to a maximum of (5) five minutes.
 - (d) The guest must confine remarks to the agenda item.
 - (e) The guest must observe decorum which enhances the dignity and business nature of the meeting.
- (2) If a citizen of the College district or student desires to appear before the Board of Trustees on a subject matter not on the Agenda the following regulations must be met.

- (a) Any person desiring to bring a matter to the attention of the Board must submit a written request to the President not less than five (5) working days prior to the regular or special meeting of the Board. Such request must include the subject to be brought before the Board and the name, address, and telephone number of each person who will participate in the presentation.

Groups containing over two members are to be represented by one or two spokespersons.

- (b) The President, in consultation with the Board Chair and appropriate committee chair(s), will determine whether the request merits placement on the full Board agenda and will advise the requester whether the presentation will be placed on the agenda prior to the subject meeting.
- (c) If approved, any individual or group that has followed the procedure stated above will be afforded time to address the Board on the subject designated. Each participant must state their name and address upon addressing the Board.
- (d) No more than five (5) minutes per person and/or ten (10) minutes maximum shall be allotted for the entire presentation on a designated subject.
- (e) Any person granted an appearance before the Board on a matter involving a Board employee shall be heard in Executive Session only.
- (f) Disruptive conduct will not be permitted at any meeting of the Board nor will defamatory or abusive remarks be tolerated. Anyone who engages in such disruptive conduct shall be denied further speaking privileges and may be subject to removal by the Board Chairperson.

(F) Communication with the Board of Trustees

The ordinary method of communication between the employees of the College and the Board of Trustees shall be in writing and shall be presented through the President of the College. This rule shall not be interpreted, however, as in any way limiting the right of communication between the employees of the College and the Board, or as limiting the manner in which the trustees may gain information as to the work of the College. All business presented to the Trustees in pursuance of this section shall be in the hands of the President not later than two weeks prior to the day of the Board meeting at which business is to be considered.

Effective: December 6, 2023

Next Review: December 1, 2028

Review Dates: 8/26/01, 9/23/16, 9/22/21, 8/23/23, 12/06/23