

3364-1-05 Officers of the board.

The officers of the board of trustees include a chairperson, vice chairperson, and secretary. The chairperson and vice chairperson must be members of the board. The qualifications of all other officers will be determined by the board.—~~The officers for the following year are to be elected no later than the last regular meeting of the board in each fiscal year (June).~~

(A) Duties of officers of the board.

- (1) The chairperson, when present, will preside at all meetings of the board. The chairperson will, for and on behalf of the university, sign all instruments, diplomas and other documents authorized by the board, will execute those contracts as may require the chairperson's signature, and perform all other duties as the bylaws of the board may from time to time prescribe, and as may be delegated to the chairperson by the board. The chairperson will be an ex-officio member of all standing committees of the board.
- (2) The vice chairperson will, in the absence of the chairperson, be vested with the powers, and discharge the duties, of the chairperson.
- (3) At each regular or special meeting of the board, in the absence of both the chairperson and vice chairperson, a chairperson of the meeting, chosen by a majority of the board present, will preside.
- (4) Unless waived by a majority of the trustees present and voting thereon at or before the meeting at which the election is conducted, the chairperson will be ineligible for election to that office for more than two consecutive one-year terms, and ineligible for election as vice chairperson for a period of one year after serving as chairperson. The vice chairperson will be ineligible for election to that office for more than two consecutive one-year terms, unless waived in the manner set forth in the preceding sentence, but this will not render the vice chairperson ineligible for election to the office of chairperson.
- (5) The secretary will be the custodian of the records, books, documents and papers of the board. The secretary will attest, by signing, all instruments, contracts and other documents executed by the chairperson, or, in the chairperson's absence or in the event of a potential or existing conflict of interest, by the vice chairperson, on behalf and in the name of

the university and the board. The secretary will be the keeper of the seal of the University and will authenticate all instruments, contracts and other documents, which have been duly executed and attested, by affixing thereto the said seal.

The secretary will attend all meetings of the board of trustees and its committees and will keep accurate and complete records and minutes of the meeting consistent with the requirements of Ohio law respecting the records of public meetings. The secretary will make information available concerning the date, time and place of each regular meeting and the date, time, place and purpose of each special meeting and emergency meeting of the board in the office of the board of trustees, and will give notice to all who have requested notices of all regular, ~~and special,~~ and emergency meetings of the board in accordance with section 121.22 of the Revised Code and rule 3364-1-02 of the Administrative Code.

The secretary will provide for a system of filing university bylaws in compliance with Chapter 111 of the Revised Code. The secretary will file only those bylaws properly promulgated by the board of trustees in accordance with the bylaws of the board of trustees.

The secretary will be responsible for creating central coordination and management of board records, correspondence and requests and will serve as the records custodian to ensure that the board's records are open to public inspection and available in accordance with Ohio law and retained in accordance with the records retention schedule.

At the discretion of the secretary, individual responsibilities may be delegated to an assistant for board affairs.

(B) Removal of officers of the board of trustees.

Officers of the board may be removed by resolution adopted by a majority of the then existing members of the board.

(C) Rules of order.

The board shall determine its rules of procedure. In the event the board is unable to resolve an issue, the latest revised edition of "Robert's Rules of Order" shall be accepted as authority on all questions of parliamentary procedure not determined

by this rule. Any motion shall be reduced to writing on the request of any member.

Effective: 10/06/2016

CERTIFIED ELECTRONICALLY

Certification

09/21/2016

Date

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