

## RESOLUTION NO. 10-010

BE IT RESOLVED by the Board of Park Commissioners, Wood County Park District, that we do hereby and hereon deem it necessary to amend any previous bylaws to now read in their entirety as follows:

### AMENDED BY LAWS BOARD OF PARK COMMISSIONERS OF THE WOOD COUNTY PARK DISTRICT

#### I.

The officers of this Board shall consist of a Chairman and Vice Chairman, who shall be elected by the Board annually at the first meeting in January, each to serve until his successor is elected and qualified. The Board shall hire a Director who shall serve as Secretary to the Board and shall be known as the Director/Secretary. In the absence of the Director/Secretary, the Board may designate an interim Director and Secretary to serve in that capacity. The Director shall be the Chief Executive Officer of the Board. The Secretary shall make an accurate and permanent record of the proceedings of the Board, affix his signature thereto after the proceedings have been approved, shall certify all vouchers approved by the Board for payment, shall endorse for deposit only all checks payable to the Wood County Park District or payable to the Treasurer of the Board, depositing to the credit of the Board all monies received and shall sign all legal documents for and on behalf of the Board.

#### II.

The regular meetings of the Board shall be held once a month on regular days except as otherwise determined by the Board.

#### III.

Special meetings of the Board shall be held upon call of the Chairman or upon written request of any member of the Board or Director. Notices of special meetings shall be mailed, electronically mailed, or delivered, either personally or by telefacsimile, to each member at least twenty-four (24) hours before the time of such meeting; if such notification is not possible, notification shall be given by telephone or personally served on each member at least three (3) hours before the time of such meeting. Failure of any one member to receive notice of a special meeting shall not invalidate such meeting or any of its proceedings, provided quorum requirements are met.

#### IV.

The Board shall perform its business, including the adoption of resolutions, rules, regulations, and official action of any kind, at public meetings held and conducted in accordance with applicable provisions of law, including these bylaws.

#### V.

An accurate and permanent record of the proceedings and minutes of all meetings, regular and special, shall be kept and entered in a book to be known as Minutes of the Board and the record of each meeting in the Minutes of the Board, together with resolutions duly adopted shall be and constitute the only evidence of the acts of the Board at such meeting, when signed at the end of the record of such meeting by the presiding officer and Secretary thereof. The Minutes of the Board shall be properly indexed. The Secretary shall be the official custodian of all records of the Board shall be the proper person to certify any action of the Board.

#### VI.

All petitions, applications and communications intended for the consideration of the Board (other than those presented by the members of the Board) must be in writing and shall not be considered nor acted upon by the Board unless placed in the hands of the Director / Secretary at least seven (7) days prior to the scheduled meeting to the Board; provided, however, that the Board may, in its sole discretion, grant exceptions to such requirements.

#### VII.

Three (3) shall constitute a quorum of the Board for any meeting. Action of the Board shall be by motion or resolution. The affirmative votes of at least three (3) members shall be necessary to adopt any motion or resolution.

#### VIII.

The Chairman shall preside at all meetings. In the absence of or disability of the Chairman, the Vice Chairman shall perform this duty. Robert's Amended Rules of Parliamentary Procedure shall govern the proceedings of the Board when not expressly covered or provided for herein.

## IX.

The business of the Board shall be considered in the following order:

1. Roll call by the Secretary
2. Approve or amend the minutes of previous meeting
3. Presentation of Financial Statement by Secretary
4. Chairman's report
5. Director/Secretary's Report
6. Departmental Reports
7. Approval of bills of this Board
8. Consideration of unfinished business of the Board
9. Consideration of new business to come before the Board
10. Hearing of Visitors

## X.

All claims and statements for costs and expenditures of the Park District shall be examined and determined whether to be routine and customary or not by the Director. Claims and invoices shall then be subject to authentication and reviewed for accuracy by the Director. The Director shall certify the payment of each authenticated claim or invoice to the Wood County Auditor that is a routine and customary expense of the Park District in any amount individually not exceeding \$5,000. Any single claim, cost or expense that is not routine or customary or which exceeds \$5,000 shall not be certified for payment by the Director without prior Board approval.

A complete Schedule of Payables, listing all payments certified and ordered paid by the Director, shall be provided to the Board for its inspection at each regular monthly Board meeting in addition to any current claims, costs or expenses requiring approval by the Board prior to their payment.

The Director or his designee will process payments for payroll, utilities, and taxes, in a timely manner with ratification by the Board.

## XI.

The Board shall fix the compensation gradients for all employee classifications.

## XII.

Except as otherwise set forth in these bylaws, no contract, agreement, deed, option or other document or action creating any right or obligation, contractual relationship from, in or to the Board shall be executed, given, transferred, assigned, delivered, accepted, or received on behalf of the Board except with the prior approval or authorization of the Board.

### XIII.

Pursuant to Section 1545.09 of the Ohio Revised Code requiring the establishment of a procedure for contracting for special services, the following procedure shall be adopted:

The Director, on behalf of the Park District, may enter into contracts for special services costing less than \$25,000 without Board approval.

When the cost of a special service is \$25,000 or more and competitive bidding is not required, the Director shall submit to the Board the names of at least three (3) persons, firms or agencies qualified to provide the special service required, together with his recommendation. If the Director determines that there are not three (3) persons, firms, or agencies qualified to provide such special service, he shall submit names of as many as are qualified, together with his recommendation and his basis for such determination. Giving due consideration to such recommendation and other factors as the Board deems appropriate, the Board shall award the contract for such special services to the person, firm, or agency whom it deems best qualified.

### XIV.

The Director shall comply with the budgetary directives adopted by the Board and is therefore authorized to implement administrative procedures consistent therewith, and the Director is authorized to purchase materials, supplies and equipment used in the normal course of operation of the Park District without prior Board approval, providing the cost of each item does not exceed \$5,000. All such purchases shall be reported by the Director/Secretary to the Board at the next regularly scheduled meeting thereafter.

### XV.

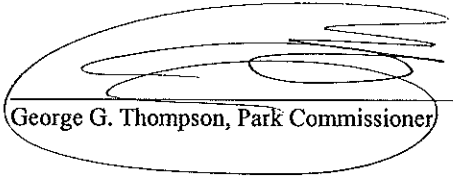
Any paper or document belonging to the permanent files of the Wood County Park District shall be kept in the office of the Wood County Park District under the direct responsibility of the Director/Secretary.

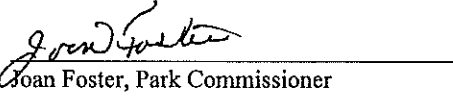
### XVI.


The Board will adopt budgets, policies, rules and regulations, as it deems necessary for the operation of the Park District; the Director/Secretary shall be responsible for implementing same.

Board member Thompson moved and Board member Long, seconded the foregoing resolution, and the roll being called on its adoption, the vote was as follows:


Wood County Park District  
18729 Mercer Road  
Bowling Green, Ohio 43402  
(419)353-1897

yes  
  
George G. Thompson, Park Commissioner

yes  
  
Joan Foster, Park Commissioner

yes  
  
Mary M. Krueger, Park Commissioner

yes  
  
Joe Long, Park Commissioner

yes  
  
Robert Callecod, Park Commissioner

As Director/Secretary of the Wood County Park District, I do hereby certify that this Resolution of the Board of Park Commissioners of the Wood County Park District is a true and accurate record of said Board as recorded.

  
Neil A. Munger, Director/Secretary

March 8, 2010  
Date