

**OHIO BROADBAND COUNCIL  
BYLAWS**

Accepted December 4, 2007

**DEFINITIONS**

As used in these bylaws:

- I. "Council:" The Ohio Broadband Council as defined in Executive Order 2007-24S
- II. "Broadband:" High speed data transmission networks

**ARTICLE I. Meetings**

Section 1. Membership

Council membership is established in Executive Order 2007-24S and includes the following.

- A. Directors of the following state agencies or their designees': Agriculture, Commerce, Development, Education, Health, Job and Family Services, Public Safety, Public Utilities Commission and Board of Regents.
- B. The Chief Information Officer and Director of the Ohio Supercomputer Center who will serve as co-chairs of the Council
- C. Director of the Governor's Office of Appalachia or his designee
- D. Additional state agencies and offices as invited
- E. One member each appointed by the Speaker of the Ohio House of Representatives, President of the Ohio Senate, House Minority Leadership, Senate Minority Leadership
- F. Other appointments as made by Governor Strickland from Ohio's business and labor communities, local governments and the general public

Section 2. Regular Meetings

The Council shall hold regular meetings on such dates and at such times as the Council may determine. The Council shall perform all such duties and functions and take all such actions as authorized by Executive Order 2007-24S. The Council may hold meetings at any location within the State of Ohio.

### Section 3. Special Meetings

Special meetings may be called by either Co-Chair with notice of such meeting to each member of the Council at least forty-eight hours (48) before such meeting.

### Section 4. Special Meeting of an Emergency Nature

In case of an emergency requiring immediate official action, either Co-Chair shall call an emergency meeting.

### Section 5. Notice of Meetings to Member

The holding of a regular meeting of the Council shall require the giving of notice of such meeting to each member by personal delivery, telephone, mail or electronic mail, at least one week before such meeting. Such notices shall specify the time and place of such meeting and shall further specify the purpose or purposes for which such meeting is to be held. Such notice may state that the purpose for such meeting is the consideration of or the action upon any matter which the Council may properly consider and act upon. Any member of the Council not notified of a meeting in accordance with the requirement of this section may waive such notice in writing, and any such member shall be deemed to have waived such notice without such as written waiver if such member or his designee attends such meeting.

Whenever practicable, the agenda and read-ahead materials will be sent to members and designees by the Co-Chairs or his designee, at least one week prior to the meeting date.

### Section 6. Quorum and Voting

A majority of the members of the Council must be present at any regular, special, or emergency meeting of the Council to constitute a quorum for the purpose of conducting business. Action of the Council on any proposal, question or matter that comes before the Council at a meeting at which a quorum is present shall require the affirmative vote of not fewer than 17 members of the Council. Each member of the Council shall be entitled to one vote on matters submitted to the Council for decision.

Members shall not vote on any actions, recommendations, resolutions or materials before the Council that may constitute or creates the perception of a conflict of interest.

### Section 7. Designated Members

Executive Order 2007-24S allows for the directors of state agencies to appoint a designee to serve on the Council. The state agency director making such designation shall do so in writing and shall file such signed designation with the Co-Chairs of the Council, through the Executive Director. Each such designation shall remain effective unless and until the state agency director who filed such designation either revokes it by a signed revocation filed with the Executive Director or files a subsequent designation in accordance with this section. Any person properly designated to represent a voting member at a meeting of the Council shall be counted to determine the presence of a quorum at such meeting and may vote and participate in all proceedings and actions of the Council.

### Section 8. Public Meetings

All meetings of the Council shall be open to the public pursuant to Ohio Revised Code Section 121.22. The Council may meet in executive session in accordance with the applicable provisions of the laws of the State of Ohio. The Council hereby adopts the Open Meeting Rule contained in Appendix A of these Bylaws.

### Section 9. Organization of Meetings

#### A. Order of Business

The Co-Chairs shall determine the order of business at all meetings of the Council.

Unless otherwise modified by a majority vote of the voting members of the Council or by the Co-Chairs, the order of business of the Council shall be as follows:

1. Call to Order;
2. Roll Call
3. Action on Minutes;
4. Reports and Administrative;
5. Unfinished Business
6. New Business;
7. Adjournment.

#### B. Rules of Order; Resolutions

Meetings of the Council shall be conducted in accordance with the latest edition of Robert's Rules of Order except where amended by these bylaws. Whenever

practicable, on matters of major significance to the Council, the Council members shall act by formal written resolution, numbered sequentially and arranged by fiscal year.

#### C. Minutes

The Council shall keep the minutes of all meetings of the Council and its committees which shall be posted to the Council's website to be open to the public. The Co-Chairs, through the OBC staff, shall furnish to each member of the Council a copy of the minutes of the last meeting as soon thereafter as is practical. If practical, the Council members shall send proposed revisions to such designated staff person of the Council, so that the minutes of the prior meeting may be ready for approval at the meeting. Minutes of the Council shall reflect the date of approval by a majority of voting members at a meeting of the Council.

### **ARTICLE II. Subcommittees and Workgroups**

#### Section 1. General Provisions

The Council may establish subcommittees and/or workgroups as deemed appropriate and voted on by members of the Council. A member of the Council will serve as the chair or co-chair of any subcommittee so established to carry out the work of the Council. Other members of the subcommittee will be appointed by the subcommittee chair or co-chair. Subcommittee updates will be provided at Council meetings under agenda item (4) Reports and Administrative.

Subcommittees may form workgroups to address issues within the subcommittees' scopes. The formation of new subcommittees or cross subcommittees (subcommittees that would include members from more than one subcommittee) will be elevated to the Council for approval.

Subcommittee actions that may result in substantial resource allocation must be brought to the Council co-chairs.

Note: Subcommittees and workgroups are formed to address specific tasks and may have defined life. The Council may dissolve subcommittees once a subcommittee's tasks are complete.

#### Section 2. Subcommittee and Workgroup Staffing

Subcommittee Chair or Co-chair:

- Council members will chair or co-chair the standing subcommittees.
- Subcommittee chairs or co-chairs are responsible for managing the membership of their respective subcommittees. As work progresses the membership may require tailoring and/or additional key personnel. Technical resources may be required to achieve the necessary level of integration.
- All subcommittee chairs or co-chairs will maintain records for future reference as necessary.

Minutes:

- The subcommittees' chair or co-chair is responsible for preparing minutes and forwarding to the Executive Director within ten (10) working days after meetings.
- All subcommittee chairs or co-chairs will maintain records of minutes and relevant documents for future reference and record retention. Posting to the OBC web site should be considered.

Meeting minutes should include:

- Subcommittee name
- List of participants
- Meeting time and date
- Location and Purpose
- List of issues and status (if relevant)
- Recap of Action Items, person(s) assigned and due dates

Action items will be identified and distinguished as follows:

- items for resolution within the subcommittee(s),
- items that may warrant considerable resources and time (within the subcommittee), and
- items that require elevation to the Council in order to issue clear instructions for the affected subcommittees and to monitor the project's scope, use of resources, integration issues, etc.

Subcommittee Coordination:

- Each subcommittee is responsible for the development of specific responsibilities and actions that fall within the committee's scope.
- Subcommittee chair or co-chairs are responsible for reporting to the Council as requested.

**ARTICLE III. Amendment, Severability and Suspension**

Section 1. Amendment and Repeal

These bylaws may be amended, modified, or repealed by a vote of two-thirds of the members of the Council. Any proposed amendments or modifications must be submitted to the Co-Chairs of the Council at least twenty (20) days in advance of such meeting and must be set forth in the agenda and posted in advance of such meeting.

Section 2. Severability

In the event that any part of these bylaws is found to be in conflict with the Ohio Revised Code or any other law, only the portion in conflict shall be stricken from the bylaws.

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## **APPENDIX A**

### **OPEN MEETING RULE of the OHIO BROADBAND COUNCIL**

#### **NOTICE OF MEETINGS**

Any person may ascertain the time and place of all regularly scheduled meetings and the time, place, and purpose of all special meetings by contacting the Executive Director of the Ohio Broadband Council or a public business address and telephone number as designated by the Co-Chairs of the Council, during normal business hours.

#### **POSTING OF NOTICE**

Prior to each meeting, the Co-Chairs or his designees shall give notice of the meeting by sending a copy of the notice of the meeting to the statehouse press room and post the information to the Ohio Broadband Council website. The website shall maintain a schedule of upcoming meetings including the time and place of the meeting.

1. For a regular meeting, notice shall be given at one week prior to the regular meeting and shall specify in the notice the time and place of the meeting.
2. For a special meeting, not of an emergency nature, notice shall be given at least forty-eight (48) hours prior to the special meeting and shall specify in the notice the time, place and purpose of the meeting.
3. For a special meeting of an emergency nature, notice shall be given immediately upon the calling of the meeting and shall specify in the notice the time, place and purpose of the meeting.