



BY-LAWS
FOR THE
LICKING AREA COMPUTER ASSOCIATION
(A REGIONAL COUNCIL OF GOVERNMENTS)

I. AUTHORITY

Pursuant to Section 167.04 of the Ohio Revised Code, the Members of the Licking Area Computer Association (“LACA”), organized as a regional council of governments (“COG”) under Chapter 167 of the Ohio Revised Code, has adopted these By-laws by action of a majority of its respective Member boards of education/governing boards.

II. LACA GOVERNING BOARD

A. Membership

The Governing Board shall consist of the participating Member Superintendents or their designees.

B. Quorum

A quorum shall consist of a majority of the Governing Board.

C. Voting

Voting shall be conducted by Member representatives present in person at a duly constituted meeting in accordance with the provisions of the Ohio Sunshine Law, Section 121.22 of the Ohio Revised Code.

D. Liability

The Governing Board and its members shall not be liable for actions or omissions made in good faith in accordance with the provisions of Ohio’s Sovereign Immunity Law, Chapter 2744 of the Ohio Revised Code.

III. OFFICERS

A. Offices

The Governing Board shall elect from among its members a Chairperson, Vice-Chairperson, and Secretary. If a vacancy occurs in any office a replacement shall be chosen at the next meeting of the Board. Terms of office shall be for one year and reappointment may occur. The election of officers shall normally be scheduled for the May meeting of the Governing Board.



B. Duties

- a. *Chairperson:* The Chairperson shall: preside at all meetings; see that agendas for the meetings are prepared; provide liaison between the Governing Board and Advisory Committees concerning operations of the computer center in the interim between Board meetings; and appoint members to standing and Ad Hoc Committees.
- b. *Vice-Chairperson:* The Vice-Chairperson shall: preside in the absence of the Chairperson; succeed to the office of Chairperson, should it be vacated before the end of the term; assist the Chairperson in the discharge of his/her duties; in the event of death, resignation, or removal from the position as Superintendent or designee, or upon assuming the position as Chairperson, the Governing Board shall appoint another Superintendent or designee from its membership as Vice-Chairperson for the remainder of the term.
- c. *Secretary:* The LACA Executive Director will serve as the Secretary unless the Governing Board specifically votes to appoint another member. The Secretary shall: keep and distribute to all members of the Association a full and accurate record of proceedings and transactions of meetings of the Governing Board and Advisory Committees; perform other duties assigned by the Chairperson of the Governing Board and Advisory Committees.

IV. **ADMINISTRATION OF LACA; FISCAL OFFICER**

A. The Governing Board may adopt such rules and regulations for the administration of LACA as it may deem necessary or appropriate.

B. The Governing Board shall employ an Executive Director and such other supervisory or administrative personnel as it may deem necessary and appropriate.

C. In accordance with the LACA COG Agreement and the provisions of Ohio law, the Governing Board shall provide for the employment of a Fiscal Officer.

V. **MEETINGS**

A. Meeting of the Governing Board will normally be held in February, May, September, and December. Any meeting may be cancelled by action of the Chairperson in the event of hazardous weather conditions or other appropriate cause. Any Member may have representation at the Board meetings, if they so desire.

B. Special meetings of the Governing Board may be held at any time upon the call of the Chairperson or the majority of the Board at any location as designated by the Chairperson.



C. Written notice of the time and place of each regular meeting shall be sent to each Board member and any Affiliated Organizations seven (7) days prior to said meeting. Special meetings may be called by informing Board members and Affiliates of the time, place, and purpose of said meeting at least two (2) days prior to such meeting. The notice period for a special meeting may be shortened to twenty-four hours when, in the discretion of the Chairperson, there is an urgent need to do so. "Written notice" for purposes of these By-laws shall include writings delivered by electronic means.

D. The quorum for all meetings of the Governing Board shall consist of a simple majority of the members, provided that proper notice of said meeting has been given in accordance with the law and provisions contained in these By-laws, unless the presence of a larger number of Members is required by law, the Agreement, or these By-laws.

E. Meetings of The Governing Board shall be conducted in accordance with the Ohio Public Meeting Law (Ohio Revised Code Section 121.22). By contacting the Chairperson:

1. Any person may obtain information regarding the time and place of any regularly scheduled meeting, and the time, place and purpose of any special meeting;
2. Any news media representative may request advance notice of any special meeting;
3. Any person may, upon payment of a reasonable fee or upon providing a sufficient number of self-addressed, stamped envelopes, request reasonable advance notice of all meetings at which a specific type of business is to be discussed.

F. Minutes of any meeting shall be recorded, approved by the Governing Board, maintained, and open to public inspection as required by law.

VI. COMMITTEES

The Governing Board may create standing committees and prescribe their respective duties. The members of such committees shall be appointed by the Chairperson, with the approval of the Board. The Chairperson, with the approval of the Board, may appoint such special committees as he/she deems necessary and such committees shall serve at the pleasure of the Chairperson, unless authorized in advance by the Board. No committee has the authority to take any official action; committees make recommendations for official action to the Board. Committees may be drawn from Board, the Members, contracting organizations of LACA, or from other sources, at the pleasure of the Chairperson and the Board.



VII. AMENDMENTS

These By-laws may be amended by the action of a majority of the Governing Board.

[END OF LACA COG BY-LAWS]