

3/30/2011  
4/04/2011

## **A REPORT OF OAKLEY COMMUNITY COUNCIL ELECTION PROCEDURE SUB-COMMITTEE**

At the January 5, 2011 Oakley Community Council meeting, questions and concerns were raised regarding the process of electing members to the Board of the Community Council and the use of absentee ballots. The Community Council acknowledged the complaints and sought volunteers from the Community to work with Dan Bennie to go over the By-Laws of the Oakley Community Council, best practices of other community councils and make recommendations to the Board. Subsequent to that date, Oakley residents Jeanne Savona, Bob Gallo and Diane Rupp, volunteered to join Dan to review the process and make suggestions to the Community Council. Since that time, the committee met on February 1 and March 1, 2011. During this time the committee members reviewed the Leadership Manual from Invest In Neighborhoods with their proposed By-Laws for Community Councils, as well as the By-Laws from Madisonville and Hyde Park Community Councils.

There was discussion between the members of the Sub-Committee about amending Section 3.12 of the By-Laws to eliminate all absentee ballots. This concept was rejected. There was further discussion between the members of the Sub-Committee about requiring members to attend a minimum of three (3) OCC meetings during the twelve (12) month period preceding the election in order to vote for the Board of Trustees and, a minimum of six (6) meetings in order to be eligible to run for office. The Sub-Committee noted the need for flexibility with regard to the number of meetings attended by a member in order to be a candidate for the Board. However, the Sub-Committee was firm in its opinion that a member should be required to have attended at least three (3) meetings in the twelve (12) month period preceding the election in order to be eligible to vote for the Board of the OCC. It was noted that Section 3.12(a) of the By-Laws contemplates that absentee ballots are only to be provided at the request of the member. The plain reading of the By-Law does not contemplate that interest groups should go out and solicit absentee ballot votes.

The following proposal was approved by the Sub-Committee and is submitted to the Board of Trustees of the Oakley Community Council for action:

- The procedures outlined in the current Amended and Restated Regulations and By-Laws of the Oakley Community Council effective February 1, 2005 should be reviewed and followed.

- A Nominating Committee should be appointed by the President in time for a proposed slate of eligible candidates being identified no later than the October meeting. Any qualified member not on that slate could notify the Board on or before November 1 that they want to be included as a candidate and such individual, if qualified, should be included on the official slate of candidates.
- The first sentence of Section 3.12 of the By-Laws be deleted in its entirety and the following submitted:

*Regular members of the OCC who have attended a minimum of three (3) OCC meetings during the twelve (12) month period prior to November 1 of each year shall be entitled to vote for the Board of Trustees. Except for voting for the Board of Trustees as set forth in the preceding sentence, regular members of the OCC, at the time a meeting is called to order, shall be entitled to vote at such meeting.*

[Please note Section 7.01 of the By-Laws requires that any proposed Amendment be submitted in writing to the President of the OCC at least four (4) weeks in advance of the next meeting of the Board of Trustees and the Amendment to the By-Laws be approved by a majority vote of the Board of Trustees].

# ATTACHMENT A

## SELECTED PROVISIONS FROM OAKLEY COMMUNITY COUNCIL BY-LAWS

### Section 3.12 Voting Rights.

(a) General. Regular Members of the OCC at the time a meeting is called to order shall be entitled to vote at such meeting. Such votes shall be cast in person or by absentee ballot; provided, however, that absentee ballots will be provided only upon the request of the Member. In the sole discretion of the Board of Trustees, voting on elections and other matters may be conducted by mail. No votes shall be cast by proxy. Each paid Regular Membership shall be entitled to one (1) vote on each matter submitted to the Members of the OCC, including the election of Trustees. Each business, institution or other organization with a paid Regular Membership shall be entitled to one (1) vote to be exercised by any duly authorized representative of such business, institution or organization. Notwithstanding the foregoing provisions of this Section 3.12(a), a Member or representative of a Member must be at least eighteen (18) years of age and not been convicted of a felony in order to vote on any matter submitted to the Members of the OCC.

(b) Special Vote by Residents. Any group of at least five (5) residents of Oakley, as defined by the City of Cincinnati ("Neighborhood Residents") may present to the Board of Trustees, or a designated officer, a written petition requiring a special vote at which only Neighborhood Residents may vote to determine whether persons other than Neighborhood Residents shall continue to have voting privileges or be eligible to hold office. Such vote shall be held at the next annual meeting after receipt of the petition. All requirements of City of Cincinnati Ordinance No. 220-1989 are hereby incorporated by reference into these Regulations and Bylaws.

(c) Neighborhood Support Program Matters. Notwithstanding Section 3.12(a), all proposals for funding by the Neighborhood Support Program of the City of Cincinnati shall be presented at a meeting open to all Neighborhood Residents at which all Neighborhood Residents, whether or not Members of the OCC, shall be entitled to one (1) vote per resident.

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**ARTICLE IV**  
**Board of Trustees**

Section 4.01 **Number of Trustees and Term of Office.** Until changed in accordance with the provisions of these Regulations and Bylaws, the number of Trustees shall be no more than twelve (12), divided into three classes as nearly equal in number as possible. Each Trustee shall serve a term of three years and until each Trustee's successor is duly elected or appointed or until the earlier of each such Trustee's cessation of Membership, resignation, removal from office or death. The number of Trustees may be fixed or changed at a meeting of the Members for which notice is given and at which a quorum exists, only by the affirmative vote a majority of the Members present. No reduction in the number of Trustees shall of itself have the effect of shortening the term of any incumbent Trustee.

Section 4.02 **Eligibility.** To serve as a Trustee, a person must have been a Regular Member for at least sixty (60) days prior to the election of Trustees and must have attended at least three (3) organizational meetings (as defined in Section 3.10) within the current calendar year. The position of Trustee shall be open to any otherwise eligible Regular Member regardless of race, age, gender, religion, national origin or sexual preference.

Section 4.03 **Election.** At each annual meeting of Members, the successors to the Trustees whose terms shall expire in the year of such annual meeting shall be elected; provided, however, that if the annual meeting is not held or if one (1) or more Trustees are not elected there at, Trustees may be elected at a special meeting of Members called for such purpose. The candidates for Trustee receiving the greatest number of votes shall be elected.

Section 4.04 **Vacancies.** In the event the position of Trustee becomes vacant for any reason, the remaining Trustees shall have the authority to fill such vacancy for the remainder of that Trustee's unexpired term.

**Section 4.05 Nominations.** A Nominating Committee may be appointed by the Board of Trustees to nominate candidates for the offices to be filled at the annual meeting. The Nominating Committee shall submit its recommendations to the Board of Trustees. Additional nominations, if any, shall be taken from the floor.

**Section 4.06 Removal of Trustees.** A Trustee may be removed from the Board only by a two-thirds (2/3) majority vote of the Board of Trustees at any Board of Trustees meeting at which a quorum is present. The following may be, but shall not be the only, grounds for removal of a Trustee:

- (a) Absence of the Trustee from three (3) Board of Trustees meetings between elections;
- (b) Conduct unbecoming a Trustee; or
- (c) Inability to function as a Trustee.

**Section 4.07 Powers.** By virtue of their election by the Members, the Board of Trustees, as the governing body of the OCC, shall have the power to:

- (a) Conduct the ordinary business of the OCC;
- (b) Guide, direct, oversee, and help the OCC to reach its objectives;
- (c) Designate a Nominating Committee to present a slate of candidates for Trustee positions that will be open at the annual meeting of the Members, and thereafter as needed when vacancies occur;
- (d) Set the agenda for the annual meeting of the Members;
- (e) Have sole discretion to create and dissolve all standing and temporary committees and task forces and have sole discretion to determine the structure and areas of responsibility of all such committees and task forces;
- (f) Have sole discretion to hold executive sessions of the Board of Trustees to discuss matters requiring prompt resolution, including, but not limited to personnel issues, financial matters, litigation, and the awarding of contracts;
- (g) Have sole discretion to select committee chairpersons, who shall serve at the pleasure and discretion of the Board of Trustees;
- (h) Remove Trustees pursuant to the provisions of these Regulations and Bylaws;

- (i) Elect, from the Board of Trustees, all OCC officers, each of whom shall serve at the pleasure and discretion of the Board of Trustees; and
- (j) Amend the Regulations and Bylaws of the OCC.

Section 4.08 Meetings. A meeting of the Board of Trustees shall be held at least once every three (3) months. Special meetings may be called from time to time by the President, the Vice President or at the request to the President by three (3) Trustees.

Section 4.09 Notice of Meetings. All meetings of the Trustees shall be announced through an appropriate means as to time, date and place so as to permit Board Members to attend. Appropriate means of Notice include, but are not limited to telephone, telegram, telecopy, facsimile, electronic mail, United States mail, express mail, courier service, publication in a newspaper of general circulation in Oakley or publication in a newsletter or other publication sent by the OCC to its members.

Section 4.10 Waiver of Notice. Notice of any meeting of the Trustees may be waived in writing, either before or after the meeting, by any Trustee. Such writing shall be filed with or entered upon the records of such meeting. The attendance of any Trustee at any meeting of the Trustees without protesting, before or upon commencement of the meeting, the lack of proper notice shall be deemed to be a waiver by such Trustee of notice of such meeting.

Section 4.11 Submission of Items for the Agenda. Items for the agenda for any meeting of the Trustees shall be promptly submitted to the President for inclusion in the agenda.

Section 4.12 Quorum. At any duly called meeting of the Trustees, a majority of the Trustees then in office shall constitute a quorum for such meeting. The act of a majority of the Trustees present at a meeting at which a quorum is present is the act of the Board of Trustees, except as otherwise required by law or these Regulations and Bylaws.

Section 4.13 Committees of Trustees. The Board of Trustees may create one (1) or more committees of the Trustees, each to consist of not less than one (1) Trustee, and may delegate to such committees any of the authority of the Trustees, other than that of filling vacancies on the Board of Trustees or on any committees of the Trustees. Without limiting the foregoing, the Trustees shall establish and maintain an Executive Committee that will consist of the officers of the OCC and shall have full power and authority to act in the absence of the Board of Trustees as may be necessary between regularly scheduled meetings of the Board of Trustees.

**ARTICLE VII**  
**Miscellaneous**

Section 7.01 Amendments. Any Member may propose an amendment to these Regulations and Bylaws by submitting the proposed amendment in writing to the President at least four (4) weeks in advance of the next meeting of the Board of Trustees. Amendments to the Regulations and Bylaws shall be passed by a majority vote of the Board of Trustees.