

**ASHTABULA COUNTY AIRPORT AUTHORITY
AMENDED AND RESTATED BYLAWS**

ARTICLE I

Creation

The Ashtabula County Airport Authority was created by the Ashtabula County Board Commissioners on unanimous adoption of a Resolution dated July 29, 1965, and any amendments thereto, as empowered under Chapter 308 of the Revised Code of the State of Ohio.

ARTICLE II

Power and Authority

The Ashtabula County Airport Authority shall exercise in its own name all the rights, powers, and duties vested in and conferred upon it by Sections 308.01 through 308.17, inclusive, and any amendments thereto, of the Revised Code of the State of Ohio, and subject to such reservations, limitations, and qualifications as are set forth therein; and by the adoption, amendment or repeal of bylaws it may make for the administration of its affairs and rules and regulations for the control of the administration and operation of airports and airport facilities under its jurisdiction, and for the exercise of all of its rights of ownership therein.

ARTICLE III

Board of Trustees

The powers, property, and affairs of the Ashtabula County Airport Authority, subject to the Revised Code of the State of Ohio, and the authority of its own bylaws and regulations, shall be exercised, conducted and controlled by a Board of eleven (11) Trustees, who will serve without compensation.

The Board of Trustees shall consist of the following: eleven (11) members to be appointed by the Board of County Commissioners with each member to serve for a term of four (4) years.

The beginning date of an appointment shall be concurrent with the annual meeting date prescribed in these bylaws, except for vacancies that are filled, which shall become effective as announced by the Ashtabula County Commissioners.

Each Trustee, before entering upon his official duties, shall take and subscribe to an oath as prescribed in Section 308.04 of the Revised Code of the State of Ohio.

ARTICLE IV

Principal Office

The principal office of the Ashtabula County Airport Authority is located on the Northeast Ohio Regional Airport, in Denmark Township, Ashtabula County, Ohio.

ARTICLE V

Meetings of Trustees

The annual meeting of the Trustees shall be held at the principal office of the Ashtabula County Airport Authority at the Northeast Ohio Regional Airport, unless an alternate location is otherwise designated by the President, on the second Thursday of April of each year. Notice of such annual meeting shall be publicized in a newspaper of general circulation within Ashtabula County.

Regular meetings shall be held at the principal office of the Ashtabula County Airport Authority at the Northeast Ohio Regional Airport, unless an alternate location is otherwise designated by the President, on the second Thursday of each month. In addition to the regular monthly meetings, special meetings and/or work sessions may be ordered by the Board of Trustees, or may be called by the President of the Board of Trustees. Notice to the public of such regular and special meetings and/or work sessions shall be publicized in a newspaper of general circulation within Ashtabula County to satisfy the requirements of Section 121.22(F) of the Revised Code of the State of Ohio. Furthermore, notice by the President or Secretary giving the purpose of such regular or special meetings and/or work sessions shall be given to each Trustee at least two (2) days prior to the date of such meetings and/or work sessions. Presence of a Trustee at any regular or special meetings and/or work sessions shall constitute a waiver of such notice.

ARTICLE VI

Quorum

At all meetings of the Board of Trustees a minimum of six (6) Trustees shall constitute a quorum for the transaction of business.

ARTICLE VII

Officers

As prescribed in Section 308.04 of the Revised Code of the State of Ohio, the officers of the Ashtabula County Airport Authority shall consist of a President, and a Vice-President, who shall hold their respective offices after organization of the Ashtabula County Airport Authority until the next annual meeting of the Board of Trustees as provided in these Bylaws. At each annual meeting thereafter the Board of Trustees shall elect from its membership a President and a Vice-President who shall hold their respective offices until the next annual meeting. There shall be no limitations upon the number of terms a member may serve as the President or Vice-President.

The Board of Trustees shall appoint and fix the compensation of a Secretary-Treasurer, who shall not be a member of the Board of Trustees and who shall serve at the pleasure of the Board of Trustees.

The President or the Vice-President shall preside at all meetings and/or work sessions of the Board of Trustees, are empowered to sign records and documents on behalf of the Ashtabula County Airport Authority and to perform generally all the duties usually incidental to such offices and all duties that may be assigned by the Board of Trustees.

The Secretary-Treasurer shall be the fiscal officer for the Ashtabula County Airport Authority and the custodian of its funds and records and shall assist the Board of Trustees in such matters as directed by the Board of Trustees. All funds coming into the hands of the Secretary-Treasurer shall be deposited into the account of the Ashtabula County Airport Authority in one or more such depositories as directed, and as are qualified to receive deposits of County funds. No disbursements shall be made from such funds except as authorized by the Board of Trustees. The signatures of any two (2) members of the Board of Trustees, having been so authorized by action of the Board of Trustees, and/or the Secretary-Treasurer and any one (1) member of the Board of Trustees having been so authorized, are required on checks issued by the Ashtabula County Airport Authority in payment of obligations approved for payment by the Board of Trustees, and for transfer of funds between accounts held in the name of the Ashtabula County Airport Authority.

As required under Section 308.12 of the Revised Code of the State of Ohio, the Secretary-Treasurer shall furnish bond in such amount as is determined by the Board of Trustees of the Ashtabula County Airport Authority.

In addition to the duties of the Secretary-Treasurer as set forth herein and as required by the Ohio Revised Code, the Secretary-Treasurer also shall serve as the Records Custodian of the Ashtabula County Airport Authority.

ARTICLE VIII

Contracts With Political Subdivisions

The Board of Trustees of the Ashtabula County Airport Authority may enter into such contracts or other arrangements with the United States government or any department thereof, with the state government of this state or other states, with counties, municipalities, townships, or other governmental agencies created by or under the authority of the laws of the State of Ohio or other states, with persons, with public corporations and private corporations as may be necessary or convenient for the making of surveys, investigations, or reports thereon, as well as for the administration, operation, and maintenance of the Northeast Ohio Regional Airport, its facilities, appurtenances and for the exercise of the powers granted by Sections 308.01 through 308.17, inclusive, of the Revised Code of the State of Ohio and amendments thereto.

ARTICLE IX

Administrative Orders and Regulations

As a supplement to these Bylaws, the Board of Trustees may enact rules, regulations, policies, procedures and/or protocols for the administration, operation, and maintenance of the Northeast Ohio Regional Airport, its facilities, appurtenances and for the exercise and implementation of its powers granted by Sections 308.01 through 308.17, inclusive, of the Revised Code of the State of Ohio and amendments thereto, as provided under Section 308.06.

ARTICLE X

Order of Business

All meetings of the Board of Trustees shall be conducted pursuant to the provisions of Robert's Rules of Orders, except as may be changed by the majority of the Trustees present at such meetings.

ARTICLE XI

Training of Board Members

Each Trustee must undergo specialized training as defined in the Ohio Revised Code and supplemental training as required by the Board of Trustees, including the following:

- Ohio Opening Meetings Act (Ohio Attorney General)
- Ohio Ethics Training (Ohio Ethics Commission)
- ACAA Anti-Harassment Training (ACAA Special Consul)

- ACAA Teleconference Training (ACAA Secretary-Treasurer)

Completion of Course Certificates for the Ohio Open Meetings Training and Ohio Ethics Training must be obtained by each Board member and provided to the Secretary-Treasurer.

ARTICLE XII

Statements and Acknowledgements of Board Members

Each Trustee is required to provide a signed and dated “No Conflict of Interest” statement annually to the Secretary-Treasurer.

As defined by the Ohio Revised Code, each Trustee is required to provide a signed and dated Acknowledgement of Receipt of the Ohio Ethics Law to the Secretary-Treasurer.

ARTICLE XIII

Amendments

These Bylaws may be repealed, amended, or changed by the assent thereto of (7) members of the Board of Trustees, upon roll call vote at a meeting held for that purpose, except that no amendments can be made to the enabling legislation creating the Ashtabula County Airport Authority, as set forth in Chapter 307 of the Revised Code of the State of Ohio, and any amendments thereto.

DEP/Civil-Ashtabula County Airport/By-Laws