

**3354:1-10-02 Election and duties of Board and College officers.**

(A) Elections of Board and College officers.

(1) Appointment of a nominating committee.

The Chair of the Board shall, at the regular meeting in April, or if the Board meets in May, at its regular meeting in May, appoint a nominating committee consisting of three trustees. This committee shall prepare a proposed slate of officers of the Board and the College and present it to the Board at the regular meeting in June.

(2) Nominating committee deliberations.

The nominating committee will conduct its deliberations considering all Board and College officer positions to be open. Any trustee can be selected for any Board officer position. The nominating committee will, in developing a proposed slate of Board officers, determine each individual's willingness to spend the time required by the offices.

(3) Officers of the Board.

The Board at its organization meeting shall elect a Chair and a Vice Chair, both of whom shall be trustees. There shall be no automatic succession from Vice Chair to Chair. The offices of Chair and Vice Chair of the Board shall be rotated among those trustees who evidence a willingness to spend the time required by these offices. In the case of temporary absence or incapacity of the Chair and the Vice Chair, the Board may elect a Chair Pro Tempore from among its membership.

(4) Officers of the College.

The Board shall also elect a Secretary and a Treasurer of the College. The President will normally be elected to fill the office of Secretary. The Board may elect such additional officers of the Board and the College as it deems necessary. No College officer or other employee may be a trustee while employed by the College.

(5) Terms of office.

A term of office for the officers of the Board and the College shall be for one year except in cases of death, resignation, incapacity, or removal. The officers shall serve until the close of the organization meeting of the Board next following their election and until their respective successors are elected and qualify. The Chair Pro Tempore, if any, shall serve at the pleasure of the Board but in no event longer than the period of absence or incapacity of the Chair and Vice Chair.

(6) Vacancies.

In the event a term of office is not completed, a vacancy in any Board or College office (except that of trustee) may be filled for the unexpired term by election of the Board without use of a nominating committee.

(B) Duties of Board and College officers.

(1) The Chair of the Board shall preside at meetings of the Board and may execute deeds, mortgages, bonds, contracts and other obligations authorized by the Board in the name of the College and shall perform such other duties as the Board may require.

(2) The Vice Chair of the Board shall, during the absence or incapacity of the Chair of the Board exercise the powers of the Chair of the Board and shall perform such other duties as the Board may require.

- (3) A Chair Pro Tempore of the Board shall, during the absence or incapacity of the Chair of the Board and the Vice Chair of the Board, exercise the powers of the Chair of the Board and shall perform such other duties as the Board may require.
- (4) The Secretary shall keep records of all of the proceedings of the meetings of the Board. The Secretary shall be responsible for giving notice of meetings, and shall perform such other duties as the Board may require.
- (5) The Treasurer shall be the College's fiscal officer, shall receive and, at the direction of the Board, disburse all funds of the College, and shall perform such other duties as the Board may require.
- (6) Other officers shall perform such duties as the Board may require.
- (7) Notwithstanding any other provisions of these bylaws, but subject to the provisions of section 3354 of the Revised Code, the Board at any time may limit the powers of all officers, delegate to any officer the power and duties of any other officer, rescind any action taken by any officer (subject to the rights, if any, of third persons) and control and remove any officer at any time.

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