

RULES OF THE BOARD OF CONTROL OF CUYAHOGA COUNTY, OHIO

I. Authority

- A. Section [205.01\(A\)\(2\)](#) of the Cuyahoga County Code establishes the Board of Control (the “Board”) as the County’s contracting approval authority with jurisdiction over certain transactions, as outlined in Sections 501.04(B); 501.08; 501.12(B)(14), (15), and (16); 501.12(D), and 205.01(L)(3) of the County Code, incorporated herein.
- B. Section [205.01\(L\)](#) of the Code mandates the Board of Control to adopt its own rules of procedure.

II. Membership and Duties of Officers

A. Membership

Section 205.01(A)(1) of the Cuyahoga County Code is incorporated herein.

B. Officers

Section 205.01(F) of the Cuyahoga County Code is incorporated herein.

C. Quorum

Section 205.01(J) of the Cuyahoga County Code is incorporated herein.

D. Member Alternates and Vacancies

Sections 205.01(D) and (E) of the Cuyahoga County Code are incorporated herein.

If both the Executive and the Fiscal Officer are absent from any Board meeting, their respective alternates shall chair that meeting. In the unlikely event that the County Executive, the Fiscal Officer and their respective alternates are absent from a meeting, the remaining Board of Control members shall choose by vote one of the members to chair that meeting.

The President of County Council shall appoint three (3) Council members to serve on the Board of Control. In the event of a permanent vacancy among the Council members on the Board of Control, the President of Council shall appoint another member of

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County Council to fill the vacant position. Council members shall serve a term that extends until the next Organizational Meeting of County Council.

The President of Council shall appoint three (3) or more persons to serve as a pool of alternates available to serve if any of the Council members are unavailable for a meeting. Alternates shall be members or employees of County Council and shall serve on the pool of alternates until their successors are designated. When a Council member serving on the Board of Control is unavailable for a meeting, the President of Council or the County Council Chief of Staff shall designate which alternate shall serve for that meeting.

E. Clerk of the Board

Section 205.01(H) of the Cuyahoga County Code is incorporated herein.

III. Meetings and Agenda

A. Regular Meeting Time

The Board of Control shall meet each week at 11:00 AM on Mondays in Committee Room B on the 4th floor of the County Administration Headquarters Building, 2079 E. Ninth Street, Cleveland, Ohio.

The Chairperson may choose to cancel a Board of Control meeting when the need arises. The Chairperson will notify the Clerk of the Board to post the cancellation on the County website and in the County Administration Headquarters Building. Cancellation shall be made, whenever possible, at least 24 hours prior to the meeting.

B. Process for Special Meetings

Section 205.01(O) of the Cuyahoga County Code is incorporated herein.

C. Publication of Agenda

Section 205.01(N) of the Cuyahoga County Code is incorporated herein.

D. Revised Agenda

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Upon obtaining approval from the Chairperson, the Clerk of the Board may post a revised agenda no later than 11:00 AM on the business day prior to the meeting. Notice of the revised agenda shall be immediately posted on the County's website and sent by electronic mail to each member of the Board, to each member of the County Council, and to all news media organizations that request to be notified of such revisions.

E. *Consent Agenda*

1. Pursuant to Section 205.01(L)(4) of the County Code, the Board may use consent agendas to approve multiple items, that are considered routine in nature, with a single action. Board members may request that any item on the consent agenda be discussed or held from action.
2. Consent Agenda items may include, but are not limited to:
 - i. Disposal of County equipment
 - ii. 100% grant-funded contracts and purchases
 - iii. Change in funding source of an item following approval by the Board at a previous meeting

F. *Process for Consideration of Items Not on Agenda*

The Board of Control may, by 2/3 vote of members present, with a quorum being present, allow consideration of items not on the agenda.

IV. Submission Process

A. *Processing Requirements for Board of Control Items*

1. Items submitted for Board of Control approval shall be processed according to the procedures established by the County's Purchasing Policies. Processing requirements may be waived at the discretion of the County Executive.
2. Time-Sensitive, Mission-Critical Purchases
Per 205.01(L)(3) of the County Code, the Board of Control may approve or preapprove unforeseen time-sensitive, mission critical purchases and expenditures in an amount not-to-exceed \$25,000.00 per item, under the following conditions:
 - a. During County Business Hours:

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- i. The County agency obtains three quotes for the proposed purchase. The quotes must be documented in written or electronic communication from the vendor. Email is acceptable.
 - ii. The purchase is made using the lowest and best quote after compliance with the requisite procedures.
 - iii. The purchase is brought before the Board of Control for a confirmation vote at its next regularly scheduled meeting.
- b. Outside of County business hours:
- i. The County agency obtains three quotes for the proposed purchase. The quotes must be documented in written or electronic communication from the vendor. Email is acceptable.
 - ii. The Director or Administrator of the requesting County agency verifies in writing both the time-sensitive, mission-critical nature of the purchase and the validity of the three quotes, or inability to obtain the quotes. If the Director or Administrator is unavailable, verification may be provided by the appropriate member of the Executive's Cabinet. Email verification is acceptable.
 - iii. The purchase is made using the lowest and best quote.
 - iv. The purchase is brought before the Board of Control for consideration and approval at its next regularly-scheduled meeting.
- c. The Board of Control shall monitor the usage of time-sensitive/mission-critical purchases. The Board, in its sole discretion, may immediately and without prior notice, revoke or lower the dollar amount of any preapproved purchases of any County agency if it determines that such action is warranted for misuse.

B. *Deadline for Submissions*

The Clerk of the Board of Control may, in consultation with the Fiscal Officer, the Director of Public Works, and the Director of the Office of Procurement and Diversity, set a deadline for the submission of items for the agenda by County agencies for each meeting.

V. Order of Business

The order of business will include the following agenda items:

- I. Call to Order

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- II. Review Minutes
- III. Public Comment (related to the agenda)
- IV. Contracts and Awards
 - A. Tabled Items
 - B. New Items for review
 - C. Exemption Requests
 - D. Consent Agenda
- V. Other Business
- VI. Public Comment (unrelated to the agenda)
- VII. Adjourn

VI. Parliamentary Procedure

The guide for procedural issues not covered in these Board of Control Rules shall be *Robert's Rules of Order, Newly Revised*.

A. Introduction of Business

All items requiring action will be presented and voted on by the Board of Control. Items requiring execution by the County Executive will be presented during the "Contracts and Awards" portion of the meeting.

1. Presentation of Item Detail

The presenter for each agenda item will have the opportunity to present and make a brief statement on the merits of the requested action. Immediately following the presentation, Board members may directly ask questions of the presenter.

2. Board Discussions

The Board members will discuss the item following the presentation of the item by the representative of the County agency that is seeking approval. The presenter and at the discretion of the Chairperson - others in attendance at the Board meeting, may be included in the discussion. At the direction of the Chairperson, any item may be tabled for future consideration. An item may also be tabled by majority vote of Board of Control members present.

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B. Voting

1. Duty to Vote Except for Recusal

Every Board member present shall vote on each matter before the Board, unless the member has recused him/herself. A member shall recuse him/herself from voting whenever the member has a personal or monetary interest in any matter under consideration, or when voting on the matter could for any reason constitute a violation of state or County ethics law.

2. Voting Process

The Chairperson will call the vote. The Chairperson will submit a motion or ask if there is a motion to approve the item. In order for the motion to be voted on, another member of the Board of Control must second the motion. The Chairperson or Clerk will ask for all members in favor of the motion to say "aye". The Chairperson will then ask for those opposed to the motion to say "no". The Chairperson will announce the outcome of the vote. At the Chairperson's discretion, the voting procedures covered in this section may be performed by the Clerk of the Board.

Per Section 205.01(K) of the County Code, except as provided in Section 501.04(A)(1)(h)[§] of the County Code, a motion to approve or disapprove any item before the Board of Control shall require the affirmative vote of any four (4) or more members. Amendments to items before the Board of Control and parliamentary motions may be adopted by a majority of those present, provided that a quorum is present.

3. Reconsideration of items already acted upon

Any Board of Control member may request to the Chairperson that the Board reconsider an item that has been acted upon during that meeting. Reconsidered items can be opened for discussion and voting. A motion to reconsider must be made by a member who voted on the prevailing side when the item was first voted on and must be made during the same Board meeting.

[§] 501.04(A)(1)(h) –requires that any change order or amendment to a contract that is submitted to the Board of Control and does not receive the affirmative vote of one County Council member on the Board of Control, shall be moved for approval by County Council.

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4. Amendment/Change Order Voting Process

- a. An amendment to a contract may be presented in a manner consistent with Section 501.02(D) of the County Code.
- b. Per Section 501.04(A)(1)(h), any change order or amendment to a contract that is submitted to the Board of Control for which the change order or amendment does not receive an affirmative vote of one County Council member on the Board of Control will be referred to the County Council for action.

VII. Open Meetings and Executive Session

Per Section 205.01(M) of the County Code, all meetings of the Board of Control shall be open to the public and shall begin by providing time for public comment on matters that are on the agenda for that meeting. The Board of Control shall also provide time for public comment, later in the meeting, on matters that may come before the Board of Control in the future. Individuals interested in making public comments regarding agenda items or other topics should register with the Clerk of the Board of Control before the beginning of the meeting. The Board may set a time limit on presentations which may be extended at the discretion of the Chairperson.

The Board of Control may go into Executive Session, in accordance with the procedures established in Section 205.01(Q) of the County Code

VIII. Records, Minutes & Reports

A. Public Records Policy

The Board of Control shall be subject to all state laws and provisions of County Code concerning public records.

B. Keeping and Publication of Minutes

Per Section 205.01(P) of the County Code, the Clerk of the Board of Control shall promptly prepare and publish the minutes of each meeting of the Board of Control on the Board of Control website, which shall occur no later than one week after each meeting.

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C. Journal of the Board of Control

Section 205.01(R) of the Cuyahoga County Code is incorporated herein.

IX. Decorum

A. Decorum Required

Visual demonstrations are prohibited. Posters, placards, banners or signs shall not be carried into any Board of Control meeting.

B. Respectful Presence

Any applause, outburst, or demonstration during any Board of Control meeting shall be permitted only when respectful toward all persons present, and may not disrupt the proceedings at the meeting.

C. Audio- and Video-Recording of meetings

No one may audio- or video-record any meeting of the Board of Control in a way that disrupts or interferes with the conduct of the meeting. Anyone who intends to record any meeting of the Board of Control is requested to verbally inform the Clerk prior to the meeting.

X. Amendment of Rules

The Board of Control may revise or amend these Rules by adoption of a motion with at least four (4) affirmative votes. Proposed substantive amendments shall be read, either in full or by title, at two (2) Board of Control meetings before being adopted.

XI. Suspension of Rules

Any of these Rules may be suspended by vote of 2/3 of Board of Control Members present, provided that a quorum is present and no action is taken that is contrary to law or outside of the Board of Control's legal authority.