

Revised Protocols document passed by the BOT at last meeting

Over-the-Rhine Community Council and Board of Trustees

Protocols

Adopted on October 23, 2017

Amended on March 26, 2018

These protocols are rules of procedure for the Board of Trustees (BOT) and the Over-the-Rhine Community Council (OTRCC) to follow in furtherance of the mission and by-laws of the OTRCC. Under no circumstance do these protocols supersede or supplant the by-laws.

I. Protocols for Board Meetings

- A. In order for any committee recommendation to be voted on by the board at any BOT meeting, the specific language of the recommendation shall be submitted in writing to the trustees by the committee chair or his/her assigned representative at least 36 hours in advance of the BOT meeting at which the vote is to take place. Recommendations that are not submitted in advance in this manner shall not be voted on at that meeting, unless the BOT, by a 2/3rds majority vote, determines that the matter is of sufficient urgency that it should be voted on without delay.

- B. For purposes of conducting business, the BOT shall read and observe the guidelines set forth in the following documents (full copies attached):
 - 1. Roberts Rules of Order, Simplified
 - 2. 10 Ground Rules for Meetings
 - 3. Ten Tips for Effective Meetings
 - 4. OTRCC Rules of Decorum
 - 5. Board Roles

C. The BOT agenda shall include ~~written~~ time limits for each agenda item and sub-item, ~~including time limits on presentations made by trustees, members, invited guests and members of the public.~~ The ~~BOT~~ president shall appoint a timekeeper ~~from among the trustees~~ to monitor the time spent on each agenda item and notify the presenter and the president upon the expiration of the allotted time.

D. If the BOT receives a request for urgent action between membership meetings, the president shall organize a meeting of the BOT to discuss the merits of the request and to make a decision. Electronic meetings are appropriate, and in such cases shall incorporate the use of an online voting tool. The president will also send the request to the OTRCC membership for its information.

II. Protocols for Membership Meetings

A. The membership meeting agenda shall include ~~written~~ time limits for each agenda item and sub-item, including time limits on presentations made by trustees, members, guests, and members of the public. The presiding officer shall appoint a timekeeper from among the trustees to monitor the time spent on each agenda item and notify the presenter and the president upon the expiration of the allotted time.

B. Voting items shall be placed on the agenda before nonvoting items, except for regularly scheduled updates from neighborhood institutions.

C. In the event of a vote by the membership whose numerical outcome is unclear, the membership manager shall count the votes and provide the results of the count to the president and the membership.

III. Protocols for Board Roles

At the beginning of each new board term the board shall appoint ~~trustees and/or nontrustees~~ members to fill each of the roles identified in the “OTRCC Board Roles” document (attached). Each trustee shall be assigned at least one role and trustees may fill more than one role.

IV. Protocols for Committees

- A. Committees are chartered by the BOT and are groups of Over-the-Rhine volunteers with interests in general or specific areas.
- B. The role of committees shall be to explore community issues, consider alternative solutions, and offer recommendations to the BOT and the council membership.
 - 1. Committees shall not communicate on behalf of the OTRCC any position taken by a committee on any issue without the prior approval of the OTRCC. On urgent matters, committees may obtain conditional approval to communicate a position on behalf of the OTRCC through a majority vote of the BOT.
 - a. If such conditional approval is sought, the committee shall notify the president and BOT at least 36 hours in **advance, providing the facts of the case, the committee’s recommendation, and the specific action for which the committee is seeking conditional approval.** Upon receipt of this request, the president shall organize a meeting of the BOT to discuss the merits of the request and to make a decision. Electronic meetings are appropriate, and in such cases shall incorporate the use of an online voting tool. The president will also send the request to the OTRCC membership for its information.
 - b. Whenever a conditional approval is granted by the BOT the matter shall be brought before the OTRCC for ratification at the next regularly scheduled OTRCC meeting. If the ratification fails, the president must immediately issue a formal written withdrawal of the

position to any person, firm, organization, or government to whom the original position was communicated.

- C. Committees shall attempt to reach consensus through constructive dialogue and open communication when decision-making. However, formal voting is acceptable when consensus cannot be reached.
- D. Committees shall meet at least once per month but are encouraged to meet more often as needed.
- E. Committee meeting dates and locations shall be published to the OTRCC website calendar at least 36 hours before the meeting.
- F. Committee meeting agendas shall be emailed to committee members and the BOT at least 36 hours in advance of meetings.
- G. Volunteers who wish to join committees should attend two consecutive committee meetings and thereafter shall be granted membership status for that committee. This membership status, and any accompanying voting privileges, shall be considered activated at the beginning of the second consecutive meeting attended by a volunteer. There are two categories of membership:
 - 1. Resident Members – Resident members reside in Over-the-Rhine and have voting privileges.
 - 2. Nonresident Members – Nonresident members reside outside of Over-the-Rhine and do not have voting privileges.
- H. Membership in a committee shall continue until a member misses two consecutive committee meetings, at which time his/her membership and voting privileges shall be relinquished until he/she has reestablished membership by attending two consecutive committee meetings.
- I. For purposes of conducting business, committees and committee members shall read and observe the same guidelines as the BOT set forth in section I.B. above and attached.
- J. At the beginning of each new board term, and whenever a vacancy occurs in a committee chair, a new committee chair shall be selected by the BOT and ratified by the membership according to the following process:
 - 1. The BOT shall publicize the vacancy through email and social media;

2. The BOT shall interview volunteers to fill each vacancy at the next regularly scheduled BOT meeting
 3. The BOT shall vote to select a committee chair from among the volunteers for each vacancy
 - a. In making its selections the BOT shall use criteria to ensure fairness and commitment to the mission, vision, and values of the OTRCC
 - b. The BOT may, at its discretion, choose not to approve any of the candidates
 4. At the next regularly scheduled membership meeting, the membership shall vote to ratify any BOT selections for committee chair
- K. The duties of committee chairs shall include the following:
1. Preside at committee meetings
 2. Ensure that committees are meeting at least once every month and more often if required.
 3. Ensure that committee meeting dates and locations are emailed to committee members and published to social media platforms at least 36 hours in advance of each meeting
 4. Develop meeting agendas and send to committee members at least 36 hours in advance of meetings
 5. Make revisions to meeting agendas based on the feedback of committee members
 6. Ensure that minutes are taken at committee meetings and posted to the OTRCC website within two weeks of the meeting
 7. Present committee recommendations to the BOT on behalf of the committee
- L. At the beginning of each new board term, and whenever a vacancy occurs in a committee vice-chair, that committee shall vote to select a new vice-chair at its next regularly scheduled committee meeting.
- M. The duties of committee vice chairs shall include the following:
1. Preside at committee meetings in the absence of the committee chair
 2. Assist the committee chair with his/her duties

3. In the event of a vacancy in the chair, fulfill all of the regular duties of the chair until a new chair is appointed and ratified by the membership.
-
- N. If the members of a committee deem that the chair is not fulfilling his/her responsibilities appropriately, a majority of members may bring a request to the BOT to have that chair removed. In such a case, the BOT shall consider the request and make a decision on removal at the next regularly scheduled BOT meeting. See the OTRCC grievance procedure (posted on the website) for further guidance.