

**RESOLUTION NO. 2014-034  
(CODE of REGULATIONS: CHANGES  
REQUIRING RATIFICATION)**

**RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE  
NORTHEAST OHIO AREAWIDE COORDINATING AGENCY**

**WHEREAS**, the Northeast Ohio Areawide Coordinating Agency (NOACA) is the Metropolitan Planning Organization (MPO) for the counties of Cuyahoga, Geauga, Lake, Lorain and Medina, and the areawide water quality management agency for the same region; and

**WHEREAS**, the NOACA Code of Regulations provides for the organization and operation of NOACA, its officers, its committees, and the Board of Directors itself; and

**WHEREAS**, the NOACA Code of Regulations is periodically reviewed in order to increase the agency's functionality and efficiency, to allow the agency to provide greater service to its members, and to allow for increased public participation and transparency; and

**WHEREAS**, the NOACA Governance Committee met to discuss improvements that might be made to the Code of Regulations and arrived at recommended revisions to articles IV and IX as summarized in the attached table;

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors of the Northeast Ohio Areawide Coordinating Agency, consisting of 45 principal officials serving general purpose local governments throughout and within the counties of Cuyahoga, Geauga, Lake, Lorain and Medina that:

**Section 1.** Articles IV and IX of the Code are amended with the changes summarized in the attachment. These changes require the approval of the five counties of Cuyahoga, Geauga, Lake, Lorain, and Medina, from whom ratification is sought prior to the next regularly scheduled Governance Committee meeting on September 12, 2014. If written concurrence is not received by that date, the changes contained in Article IV and Article IX will be void and of no effect.

Certified to be a true copy of a Resolution of the Board of Directors of the Northeast Ohio Areawide Coordinating Agency adopted this 10th day of January 2014.

Secretary: 

Date Signed: 11 JUL 14

ATTACHMENT A

# NOACA CODE OF REGULATIONS – July 2014

## Summary of Revisions – Resolution 2014-034

Issue	Recommendation	Proposed Changes
<p><b>Changes within Articles IV and IX and conforming amendments to Sections 5.4 and 6.2 – recommended by the Governance Committee – Require ratification.</b></p>		
<p><b>Board Member Appointments</b></p> <p>The process and timing for appointment of regular members of the NOACA Board is unclear.</p>	<p>Add language to Article IV to clarify the process and timing of appointments to the NOACA Board so staff has assurance that the appropriate individuals are in attendance and able to vote at each meeting.</p> <p>Add language requested by Cuyahoga County relative to its Board appointments.</p>	<p>Sections 4.2(b), 4.4 and 4.5 --</p> <ul style="list-style-type: none"> <li>• All members of the Board are to be appointed annually. NOACA must be notified of those appointments at least 10 calendar days before NOACA’s first meeting each year, or immediately upon the appointing authority’s first legal meeting of each calendar year, whichever is later.</li> <li>• Notice of appointments must be submitted in writing to the Board President with a copy to the Executive Director.</li> <li>• Notice of appointments must be delivered by the 5 Counties and the City of Cleveland, not by each individual appointing authority.</li> <li>• Notice of appointments of new members after mid-year elections or other causes for removal will be subject to the same procedure.</li> </ul> <p>Amendments requested by Cuyahoga County –</p> <ul style="list-style-type: none"> <li>• Section 4.2(b) – include Administration Representative in description of County Executive Board position; specify that certain of Cuyahoga County’s Board appointments will be made by the County Executive.</li> </ul>

Issue	Recommendation	Proposed Changes
<p><b>Role of Alternates</b></p> <p>Ability of alternates to serve as officers or preside over meetings is unclear.</p>	<p>Add language clarifying limitations on roles of alternates to the NOACA Board.</p>	<ul style="list-style-type: none"> <li>Sections 4.2(m), 4.3(a), 5.4, and 6.2(d) and (f) – clarify that alternates may not serve as officers or preside over Board or committee meetings.</li> </ul>
<p><b>Board Membership</b></p> <p>The process for requesting a change to the composition of an appointing authority’s representatives is unclear, both in its expression in the Code of Regulations and in the process used in the past, causing confusion for both NOACA staff and the appointing authorities.</p>	<p>Add language to Article IV establishing a formal process for requesting changes to the titles of individuals filling positions on the NOACA Board, including a uniform effective date. No such changes will affect the number of representatives to which any appointing authority is entitled.</p> <p>The Board should also consider a revision to the current language in Article IX that could create issues given NOACA’s new board meeting calendar. Currently Article IX requires any changes to Article IV to be proposed at a regular meeting <b>only if</b> notice of such proposed change is given at the immediately preceding regular meeting.</p>	<ul style="list-style-type: none"> <li>Section 4.2(c):</li> <li>All changes to the composition of an appointing authority’s representatives to the NOACA Board must be approved by the Board and ratified by the 5 Counties.</li> <li>No such change can affect the number of representatives appointed.</li> <li>All such changes approved and ratified during any calendar year will be effective as of NOACA’s Board meeting held the following January.</li> <li>In order to ensure that any desired changes receive the necessary approval and ratification in time to take effect in January of the following year, all such changes should be submitted to the NOACA Board for approval no later than its October meeting each year.</li> <li>Article IX -- remove language from Article IX requiring that notice of proposed changes to Article IV be given at the Board meeting preceding the meeting at which such change is actually presented and voted on. Notice of such proposed actions should be included in the meeting notice, not the preceding meeting.</li> </ul>
<p><b>Ratification</b></p>	<p>Make Cleveland a ratifying agency</p>	<ul style="list-style-type: none"> <li>Article IX -- add City of Cleveland as a member with the responsibility to ratify amendments related to Article IV.</li> </ul>

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RESOLUTION NO. 14-527

In the matter of approving the NOACA code )  
of regulations )

August 6, 2014

WHEREAS, NOACA adopted three resolutions (2014-032, 2014-033 and 2014-034) on July 11, 2014, making revisions to the NOACA Code of Regulations; and

WHEREAS, two of said resolutions approved by NOACA required concurrence of the five counties of Cuyahoga, Geauga, Lake, Lorain and Medina; and

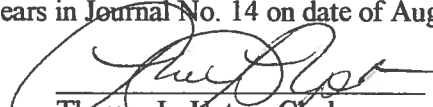
WHEREAS, NOACA's resolution 2014-033 completes many important clarifying edits to Article IV and IX of Code of Regulations. Resolution 2014-034 makes more substance changes to Article IV and IX of the Code of Regulations.

NOW, THEREFORE BE IT RESOLVED, by the Lorain County Board of Commissioners that we hereby approve the ratifications to the NOACA code of regulations in accordance with their resolutions approved on July 11, 2014.

Motion by Kalo, seconded by Kokoski to approve the resolution. Upon roll call the vote taken thereon, resulted as: Ayes: All

Motion carried. \_\_\_\_\_ (discussion was held on the above)

I, Theresa L. Upton, Clerk to the Lorain County Board of Commissioners do hereby certify that the above Resolution No. 14-527 is a true copy as it appears in Journal No. 14 on date of August 6, 2014.

  
Theresa L. Upton, Clerk

# County Council of Cuyahoga County, Ohio

## Resolution No. R2014-0217

Sponsored by: <b>Councilmembers Connally, Conwell and Germana</b>	<b>A Resolution</b> approving and concurring with amendments made to the Northeast Ohio Areawide Coordinating Agency (“NOACA”) Code of Regulations on 7/11/2014 as shown in NOACA Resolution Nos. 2014-033 and 2014-034, and declaring the necessity that this Resolution become immediately effective.
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WHEREAS, on July 11, 2014 the governing board of NOACA adopted the NOACA Board Resolution Nos. 2014-033 and 2014-034 to amend the NOACA Code of Regulations; and

WHEREAS, the amendments to Articles IV and IX of the NOACA Code of Regulations do not become effective unless and until ratified by the five member counties; and

WHEREAS, Article IV of the NOACA Code of Regulations establishes the NOACA Board of Directors, providing for the Board’s duties, composition, alternates, terms, election of officers, vacancies, removal of members, compensation of board members, and applicability of Ohio Ethics Law; and

WHEREAS, Article IX of the NOACA Code of Regulations governs the process by which the NOACA Code of Regulations may be amended; and

WHEREAS, it is necessary that this Resolution become immediately effective in order that critical services provided by Cuyahoga County can continue and to provide for the usual, daily operation of a County entity.

**NOW, THEREFORE, BE IT RESOLVED BY THE COUNTY COUNCIL OF CUYAHOGA COUNTY, OHIO:**

**SECTION 1.** That the Cuyahoga County Council hereby approves and concurs with the amendments made to the NOACA Code of Regulations on July 11, 2014, as shown in NOACA Resolution Nos. 2014-033 and 2014-034.

**SECTION 2.** It is necessary that this Resolution become immediately effective for the usual daily operation of the County; the preservation of public peace, health, or safety in the County; and any additional reasons set forth in the preamble. Provided that this Resolution receives the affirmative vote of at least eight members of Council, it shall take effect and be in force immediately upon the earliest occurrence of any of


the following: (1) its approval by the County Executive through signature, (2) the expiration of the time during which it may be disapproved by the County Executive under Section 3.10(6) of the Cuyahoga County Charter, or (3) its passage by at least eight members of Council after disapproval pursuant to Section 3.10(7) of the Cuyahoga County Charter. Otherwise, it shall take effect and be in force from and after the earliest period allowed by law.

**SECTION 3.** It is found and determined that all formal actions of this Council relating to the adoption of this Resolution were adopted in an open meeting of the Council, and that all deliberations of this Council and of any of its committees that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code.


On a motion by Mr. Schron, seconded by Ms. Conwell, the foregoing Resolution was duly adopted.

Yeas: Hairston, Simon, Greenspan, Miller, Brady, Germana, Gallagher, Schron, Conwell, Jones and Connally

Nays: None

  
County Council President

9-23-14  
Date

  
County Executive

9/29/14  
Date

  
Clerk of Council

9/23/2014  
Date

First Reading/Referred to Committee: September 9, 2014

Committee(s) Assigned: Council Operations & Intergovernmental Relations

Journal CC015  
September 23, 2014