

RESOLUTION NO. 215-2012

TITLE:            **BARBERTON COMMUNITY FOUNDATION  
“NUMBER AND QUALIFICATIONS OF DIRECTORS”**

**A RESOLUTION OF THE COUNCIL OF THE CITY OF BARBERTON  
AUTHORIZING AN AMENDMENT TO ARTICLE III, SECTION I OF THE CODE OF  
REGULATIONS OF THE BARBERTON COMMUNITY FOUNDATION ENTITLED,  
“NUMBER AND QUALIFICATIONS OF DIRECTORS,” AND DECLARING AN  
EMERGENCY.**

**WHEREAS**, the Code of Regulations of the Barberton Community Foundation allows for amendments to the Code of Regulations if said amendment is approved by an affirmative vote of seventy-five percent (75%) of the Members of both the Board of Directors of the Barberton Community Foundation and the Council of the City of Barberton.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the City of Barberton, State of Ohio:

**SECTION 1.** That the Council of the City of Barberton hereby authorizes amendments to Article III, Section 1 of the Code of Regulations of the Barberton Community Foundation entitled, “Number and Qualifications of Directors,” by deleting the wording shown in ~~strike through~~ and adding the following wording shown in **bold print**:

**ARTICLE III – BOARD OF DIRECTORS**

**SECTION 1. NUMBER AND QUALIFICATIONS OF DIRECTORS:** The number of Directors will be set at fifteen (15) including the Ex-Officio Directors. The Ex-Officio Directors will consist of the Mayor of the City of Barberton (the “City”), the President of Council of the City of Barberton (the “City Council”) and the representative of the Barberton City School District (the “School District”) which will be either the Superintendent, the Assistant Superintendent or the Treasurer of the School District, as determined by the Barberton Board of Education. Ex-Officio Directors shall be entitled to vote and shall be counted for quorum purposes. The Directors other than the Ex-Officio Directors will be known as the “Elected Directors.” Elected Directors will be elected by the Board of Directors of the Foundation as provided in Section 2 below. City Council must approve the election of five (5) of the Elected Directors. Directors should reflect a broad representation of the Barberton area and should be selected for their ability without conflict of interest to participate effectively in fulfilling their responsibilities as Directors. To be eligible to be an Elected Director, an individual must reside, **own real estate, or work “work”** in the City of Barberton, Ohio (the “City”) provided, however, that at no time may more than three (3) Elected Directors ~~work (but not reside)~~ **not reside** in the City. **The term “work” is defined as having gainful employment within the City, deriving a significant portion of one’s income from individuals or businesses within the City, or performing significant volunteer efforts within the City and for the City government, the Barberton City School District or tax-exempt non-profits within the City.**

**SECTION 2.** That it is hereby found and determined that all formal actions of this Council concerning and relating to the passage of this resolution were taken in an open meeting of this Council and that all deliberations of this Council and of any of its committees that resulted in such formal action were meetings open to the public in compliance with the law.

**SECTION 3.** That this resolution is hereby declared to be an emergency measure necessary for the immediate preservation of the public peace, health, safety, convenience and welfare of the City of Barberton and the inhabitants thereof, and due to the immediate need to implement these changes, and provided it receives the approval of seventy-five percent (75%) of members of City Council, shall be in full force and effect from and after its passage and approval; otherwise to be in full force and effect from and after the earliest period allowed by law.

Passed \_\_\_\_\_ 2012

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Clerk of Council

\_\_\_\_\_  
President of Council

Approved \_\_\_\_\_ 2012

\_\_\_\_\_  
Mayor