



**ONEOHIO RECOVERY FOUNDATION
BOARD MEETING
DECEMBER 14, 2022**

MINUTES

I. Call to Order

A meeting of the OneOhio Recovery Foundation Board was held at COhatch, 1554 Polaris Pkwy, Suite #325, Columbus, Ohio, 43240 on 12.14.2022.

The meeting was called to order and a quorum confirmed by Chair, Kathryn Whittington at 11:30 PM.

II. Attendance

Present (in person):

Non-Metropolitan Regions: Bambi Baughn, Julie Ehemann, Jeffrey Fix, Mircea Handru, Don Mason, Greta Mayer, Glenn Miller, Jeffrey Simmons, Kathryn Whittington, Jeannette Wierzbicki

Metropolitan Regions: Josh Cox, Keith Hochadel

Statewide Appointees: Tom Gregoire, Larry Kidd,

Legislative Appointees: Evan Kleymeyer

Also present: Connie Luck (Public Affairs), Michelle Parrish (One Ohio Foundation), Jules Coleman (One Ohio Foundation), Marty Sweterlitsh (Benesh Law), Jim Quinn (One Ohio Foundation)

Present (virtual):

Non-Metropolitan Regions: None

Metropolitan Regions: Mike Beazley, Denise Driehaus, David Matia, Duane Piccirilli

Statewide Appointees: Jane Portman, Michael Rozien, Christopher Tharp

Legislative Appointees: None

Absent: William Hutson, Mike Beazley, Ilene Shapiro, John Tharp, Richard Brown, Rob McColley, Gail Pavliga

III. Old Business

Minutes from the meeting on September 22, 2022, were provided to the board for review prior to the meeting. A motion to approve the minutes from the September 22, 2022, meeting as presented was made by Julie Ehemann and seconded by Glenn Miller. The motion passed.

IV. New Business

Chair's Update

Chair, Kathryn Whittington invited the new executive assistant/board secretary to introduce herself. The OneOhio Foundation now has a mainline number.

Items for Action

- a. Approve Excess Benefit Transaction Policy
A motion to approve the draft Excess Benefit Transaction Policy as present was made by Julie Ehemann and seconded by Jeanette Wierzbicki. The motion passed.
- b. Approve Renewal Contracts for Communications & Media Services
Note changes in contract i.e., amounts and separation of Trust Digital and ConVista contracts.
Jeff Fix made motion to approve, Don Mason seconded. Motion Passed
- c. Approve Provisional 2023 Operating Budget- Jim Quinn presented, Don Mason made motion to approve as presented, Jeff Fix seconded. Motion Passed.
- d. A motion to enter executive session to discuss personnel was made by Larry Kidd and seconded by Jeff Fix. A roll call vote was taken, and the motion passed unanimously. The board entered executive session at 12:02pm.
- e. At 12:34pm Larry Kidd made a motion to end the executive session, Jeff Fix seconded. Motion passed.

Board Meeting Resumes

- a. The board discussed naming Kathryn Whittington as the interim Executive Director to the Foundation as the executive search firm has indicated the search may take until June 2023. Whittington has volunteered for the position, which will require her to resign as board chair & Region 13 representative.
- b. The Attorney Generals' office along with the governor, ethics committee and outside counsel were consulted prior to Whittington volunteering for the position formally and gave their approval. Whittington can also continue as Ashtabula County commissioner.

- c. The interim Executive Director position will be paid at \$50.00 per hour not to exceed 30 hours a week. Whittington will be eligible to apply for the permanent executive director position and will be required to meet the same criteria set forth for all applicants with no preferential treatment.
- d. Larry Kidd made a motion to appoint Kathryn Whittington as the interim executive director, Jeff Fix seconded the motion. The board discussed the motion. Roll call vote, motion passed with one dissent David Matia.
- e. Whittington asked the board to accept her verbal resignation with a written resignation to be sent after the meeting to formalize both the stepping down as chair and stepping down as regional representative., at which time Region 13 will need to nominate a replacement. The board accepted the verbal resignation.
- f. Don Mason made a motion to appoint Larry Kidd as the new Board Chairman and Keith Hochadel as Secretary. Jeff Fix seconded. Roll call vote, motion passed.

Items for Discussion

a. Expert Panel Application and Policy (Draft)

- a. Greta Mayer suggests adding counselors, psychologists, behavioral health treatment and support providers to be added to professions referenced
- b. Julie Ehemann suggests the American College of Pharmacy be included.
- c. Kathryn Whittington requests that board members send all suggestions to her by Jan 6 to be drafted for discussion at January's meeting.
- b. Connie Luck of ConVista Public Affairs gave a communications update.
- c. Marty Sweterlitsch of Benesch Law gave a brief update on ongoing litigation and filing Form 1023.

d. Audit & Finance Committee – Larry Kidd, Chair

There have been some challenges with Huntington Bank, the board would like to name Key bank as a secondary approved bank. Don Mason makes a motion to add Key bank, Jeff Fix seconded. Motion Passed. Evan Kleymeyer abstained from voting. Larry Kidd will step down as Audit & Finance chair given his new role on the board and the new chair will be Jeanette Wierzbicki.

iii. Executive Search Committee – Larry Kidd, Chair

Michelle Saddler from Kittleman has consulted with other interested parties about their perspectives before starting the search for a permanent Executive Director. Larry Kidd invited anyone on the board to speak with Kittleman directly should they wish to do so.

- a. ***Diversity & Inclusion Policy (Draft)***- Rhonda Talford Knight from Knight Consulting was contracted to review the DEI policy and make suggestions. The board is invited to comment on the updated policy by January 6.

- b. The board discussed speaker opportunities for grantmaking, DEI, ethics training, and a presentation on charitable law by the AG's office. These will either be held during the meetings, if time permits, or will be available online through a learning portal. Given the limited time available the consensus was that the more that is available to watch online the easier it will be for all involved. Julie Ehemann suggested putting a tracker in place for the online courses to show the completion by board members. A priority for 2023 will be to have training materials available.

Tom Gregoire presented a proposal by Claudia Herrold with Philanthropy Ohio for a \$30,000 consulting contract to advise the Grant Oversight Committee as they begin establishing grant processes. Tom Gregoire moves to adopt proposal, Jeff Fix seconded. The board discussed the motion and Mircea Handru objected, stating that he could not approve any more operational spending until the money has been allocated to each region. The board voted and the motion passed. The board asked Mircea to share the plans in place for his region to assist others who may need guidance to set the plan for their region.

- c. Proposed 2023 Board Meeting Schedule – second Thursday of each month. Poll to be sent out.

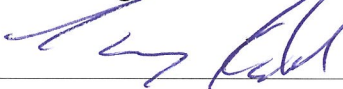
V. Next Meeting


The Board will meet again January 11, 2023, at CoHatch Polaris.

VI. Adjourn

A motion to adjourn was made by Jeff Fix and seconded by Don Mason. The meeting adjourned at 3:31 December 14, 2022.

The undersigned, which includes the Secretary of the OneOhio Recovery Foundation Board and the Board Secretary, hereby attests that these minutes are a true and correct original of the meeting of December 14, 2022 of the OneOhio Recovery Foundation Board. The Board Chair has abstained from all voting that occurred during this meeting.

Signature:  Date: 1/11/22

Signature:  Date: 1.11.22