



**ONEOHIO RECOVERY FOUNDATION**  
**BOARD MEETING MINUTES**

The OneOhio Recovery Foundation (the “Organization”) Board of Directors (the “Board”) held a board meeting on July 12, 2023, at 34 S. 3rd Street, Columbus, OH 43215 (the “Meeting”).

**Board Members in Attendance:**

Non-Metropolitan: Bambi Baughn-arrived at 10:35 a.m., Julie Ehemann, Jeff Fix, Mircea Handru, Don Mason, Greta Mayer, Casey Kozlowski, Jeanette Wierzbicki

Metropolitan: Josh Cox, Keith Hochadel, David Matia, Duane Piccirilli, Scott Sylak

Statewide: Larry Kidd, Robert Radcliff, Michael Roizen

Legislative: Rachel Baker, Rob McColley

**Board Members in Attendance via Zoom:**

Christopher Smitherman, Jane Portman

**Board Members Not in Attendance:**

Jeffrey Simmons, Glenn Miller, Judy Dodge, Denise Driehaus, Ilene Shapiro, Tom Gregoire, Evan Kleymeyer, Gail Pavliga

**Staff Present:**

Kathryn Whittington, Jim Quinn, Amanda Wilson

**I. Call to Order**

The Meeting was called to order by Chairman Kidd at 10:32 a.m. There was a roll call of directors present. A quorum was present for the Meeting.

**II. Welcome and Update from the Chair**

Chairman Kidd welcomed new director, The Honorable Rachel Baker, who is the Ohio House of Representatives Minority Leader appointee.

### **III. Honoring those impacted by addiction**

Chairman Kidd honored the Sean Lewis family and discussed Sean's journey with opioid addiction.

### **IV. Executive Session**

Chairman Kidd requested the Board go into Executive Session. Upon Motion duly made by Director Mason to enter Executive Session to discuss pending court action pursuant to Ohio Revised Code Section 121.22(G)(3) and the employment of personnel pursuant to Ohio Revised Code Section 121.22(G)(1), seconded by Director Old, the Motion passed by unanimous affirmative vote of Directors present. The Board entered Executive Session at 10:35 a.m.

Chairman Kidd called for the end of Executive Session at 11:16 a.m.

### **V. Items for Action**

#### **a. Minutes from the May 10, 2023, Board Meeting**

The Minutes from the May 10, 2023, Board Meeting were brought forward for consideration by the Board. Upon Motion duly made by Director Roizen to adopt the Minutes from the May 10, 2023, Board Meeting without amendment, seconded by Director Wierzbicki, the Motion passed by unanimous affirmative vote of Directors present.

#### **b. Approval of Executive Director Candidates**

The approval of Executive Director Candidates to send to Governor DeWine were discussed. Upon Motion duly made by Director Mason to approve the Search Committee's recommendation that Lynnette Cook, Lisa Mertz, and Alisha Nelson be the candidates submitted to Governor DeWine for the position of Executive Director without amendment, seconded by Director Roizen, the Motion passed by unanimous affirmative vote of Directors present.

#### **c. Approval of Callender Law Group, LLC Contract**

The approval of the agreement with the Callender Law Group, LLC for board secretary services was discussed. Upon Motion duly made by Director Fix to adopt the contract with Callender Law Group, LLC without amendment, seconded by Director Ehemann, the Motion passed by unanimous affirmative vote of Directors present.

### **VI. Update on Grant Making Process**

Chairman Kidd stated that the Foundation is committed to an open, public process regarding the distribution of funds. The Grant Making Oversight Committee (the "Committee") is responsible for overseeing the grant process in line with the Memorandum of Understanding ("MOU") and board-adopted policies regarding the distribution of funds. Chairman Kidd requested the Committee's Vice Chairwoman, Director Mayer, provide the Board with an update on the Committee's work.

Director Mayer stated the Committee is currently working on finalizing the grant process and overseeing the build-out of the grant software. Once complete, the Committee will focus on providing training opportunities to the regions and applicants.

Director Roizen asked if the Committee is spending any time on developing procedures for distributing statewide grants. Director Mayer stated that the Board previously approved only making regional grants for the first year, and as such, the Committee is spending its time focusing on regional grants.

Director Handru asked what the tentative date to release the Request for Proposal (“RFP”) is. Ms. Whittington stated the grant software will be operational sometime this fall. Once operational, the RFP will be publicly released.

Director Sylak asked if the Organization would allot any funds to the regions to offset the cost to administer the grant process. Director Mayer stated that the Committee will discuss this issue at an upcoming Committee meeting.

Director Old asked if there would be clarification on the Board’s conflicts of interest policy and how it applies to directors voting on the approval of an applicant’s project if the director knows either employees or board members of the applicant. Director Mayer stated the Board-passed policy on conflicts of interest discusses these scenarios and that the policy is posted on the Organization’s website.

Director Wierzbicki asked if there would be any webinars or training videos to educate applicants on the grant process. Director Mayer stated the Committee supports this and will discuss this topic at an upcoming meeting.

## **VII. Settlement Deposit Discussion**

Chairman Kidd stated the Organization received the third settlement payment from Johnson & Johnson, which totaled approximately \$10,500,000. The Organization is still waiting to receive the third settlement payment from other drug distributors. Pursuant to the MOU, the Board must allocate the third payment of the Johnson & Johnson settlement within 90 days of receipt. Chairman Kidd asked the Board to contemplate how these funds will be allocated and discussed at the August board meeting.

Director Matia asked for clarification on the total amount of third settlement payment funding the Organization is expected to receive. Ms. Whittington stated that the third settlement payment in total would be about \$27,000,000.

Director Matia asked if a dashboard could be created for the next Board meeting that shows the various payments the Organization has already received and is expected to receive in the future. Chairman Kidd stated that Mr. Quinn would create and distribute such a dashboard.



Director Roizen asked if the Foundation could reallocate funds after the Board initially allocates them. Chairman Kidd stated he would confer with legal counsel and Ms. Whittington on whether this could be done.

### **VIII. Financial Report & Audit Process Update**

Chairman Kidd stated that the Organization will receive an external audit covering the initial year of operation. Director Wierzbicki stated that SEO CPA will be conducting the Organization's audit. The audit is expected to be completed over the next several months.

Mr. Quinn gave the financial report. The Organization has investment income of about \$700,000 since the Board adopted the Investment Policy. Director Kozlowski asked what will be done with investment income. Mr. Quinn stated funds earned from investments would be kept in their current accounts until allocated by the Board at a future date.

### **IX. Interim Executive Director Report**

Ms. Whittington gave the Interim Executive Director Report. The applications for the Expert Panel are being evaluated. These applications will be submitted to the Board for approval in August or September.

The Foundation had an exhibitor table at the Ohio Association of County Behavioral Health Authorities Opioid Conference. Ms. Whittington was a keynote speaker and spoke about the mission of the Organization. There were approximately 1,000 attendees.

Ms. Whittington stated job descriptions are being developed for staff positions that the Organization will fill in the upcoming months.

A majority of staff time during June was spent working with legal counsel responding to public records requests, and responding to requests related to the ongoing litigation.

The Organization has joined the Ohio Chamber of Commerce. Chairman Kidd stated this would allow the Organization to access Chamber member benefits, including the Chamber's health insurance program.

The Organization's office location was discussed. The Organization's current lease expires in September. Ms. Whittington and Chairman Kidd toured office spaces throughout downtown Columbus and decided that the building best suited to accommodate the Organization's needs is office space located within the Fifth Third Center in downtown Columbus. The Organization will relocate offices in the next few months.

### **X. Director of Grants Report**

Ms. Wilson gave the Director of Grants Report. The akoyaGO contract was signed. Staff are working through the buildout and configuration of the grant portal in addition to finalizing the business operations side. The expectation is that the software is ready to go live by October 1st.

Shortly after the go-live, staff will offer several webinars to regions, potential applicants, and other stakeholders. These webinars will be developed in conjunction with the Grant Making Oversight Committee.

## **XI. Communications Report**

Ms. Luck gave the Communications Report. The main goal from a communications perspective is to inform stakeholders and members of the public about the mission of the Organization.

A “Resources” page has been added to the Organization’s website to educate the public on the role of the Board and to post information related to what occurs during Board and committee meetings. A brochure on the Organization’s mission was recently created to distribute to the general public. Several directors recently recorded videos discussing the Organization and why they are proud to be associated with the Organization.

Media relations were discussed. Ms. Luck has regularly engaged with media outlets to distribute information related to the Organization.

Stakeholder engagement was discussed. There have been about 40 meetings with various stakeholders since January. A quarterly newsletter was launched.

Planned communications for the next six months were discussed. A focus will be on increasing the Organization’s social media presence in addition to developing and carrying out a communications strategy related to the planned announcements regarding the permanent executive director, finalizing the expert panel, and the grant RFP.

## **XII. Committee Reports**

### **a. Audit & Finance**

Director Wierzbicki stated the Committee met on July 12<sup>th</sup> and approved the director and staff member mileage reimbursement. All reimbursements will be in line with Internal Revenue Service guidelines. Mileage reimbursement will be retroactive back to May 2022. Each director will have 30 days to submit their mileage reimbursement from the date of travel.

Director Baughn asked if a non-profit entity pays for a director’s travel to Board meetings if the Organization could reimburse the non-profit. Director Wierzbicki stated that the director would need to request reimbursement directly from the Organization.


## **XIII. Open Discussion**

Chairman Kidd thanked Ms. Whittington for her role as Interim Executive Director and presented her with a plaque on behalf of the Board in recognition for her service to the Organization.

**XIV. Adjourn**

There being no further business to come before the Board, the Meeting was adjourned by common consent at 12:10 p.m.

The undersigned being the Secretary of the OneOhio Recovery Foundation Board of Directors, hereby attests that these minutes are a true and correct original of the July 12, 2023, Board Meeting.

  
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Keith Hochadel (Aug 9, 2023 18:23 EDT)

Signature

Aug 9, 2023

Date