



**ONEOHIO RECOVERY FOUNDATION
BOARD MEETING PACKET
MARCH 8, 2023**

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ONEOHIO RECOVERY FOUNDATION
BOARD MEETING
MARCH 8, 2023, 10:30 AM EST

AGENDA

- I. Call to Order
- II. Welcome
- III. Roll Call
- IV. Items for Action
 - a. Approval of February Meeting Minutes
- V. Allocation disbursement discussion
- VI. Financial Report (J. Quinn)
- VII. Interim Executive Director Report (K. Whittington)
- VIII. Committee reports by Chair of each committee.
 - a. Finance
 - b. Personnel
 - c. Strategy
 - d. Grant making
- IX. Open discussion
- X. Next Board Meeting
April 12, 2023 @ 10:30 a.m.
Location: Ohio Chamber of Commerce
- XI. Adjourn



**ONEOHIO RECOVERY FOUNDATION
BOARD MEETING MINUTES**

The OneOhio Recovery Foundation (the “Organization”) Board of Directors (the “Board”) held a board meeting on February 8, 2023, at 209 E. State Street, Columbus, OH 43215 (the “Meeting”).

Board Members in Attendance:

Non-Metropolitan: Bambi Baughn, Julie Ehemann, Jeffrey Fix, Mircea Handru, Matt Old, Don Mason, Glenn Miller, Jeffrey Simmons, Casey Kozlowski, Jeanette Wierzbicki

Metropolitan: Josh Cox, Judy Dodge, Denise Driehaus, Keith Hochadel, Duane Piccirilli

Statewide: Larry Kidd, Jane Portman, Michael Roizen (via Zoom), Christopher Smitherman (via Zoom, arrived at 11:35 a.m.)

Legislative: Rob McColley (departed at 11:00 a.m.)

Board Members Not in Attendance:

Greta Mason, Matt Bell, David Matia, Ilene Shapiro, Tom Gregoire, Josh Tharp, Richard Brown, Evan Kleymeyer, Gail Pavliga

Staff Present:

Kathryn Whittington, Jim Quinn

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 thanked all directors for attending the meeting. A special welcome was given to Mr. Matt Old who was recently appointed as the director representing Region 19. Chairman Kidd

informed directors that a pocket guide summarizing the Organization's Memorandum of Understanding was recently printed and copies are available at the Meeting for directors to take back to their regions.

III. Items for Action

a. Minutes from the January 11, 2023, Board Meeting

The Minutes from the January 11, 2023, Board Meeting were brought forward for consideration by the Board. Upon Motion duly made by Director Fix to adopt the Minutes from the January 11, 2023, Board Meeting without amendment, seconded by Director Kozlowski, the Motion passed by unanimous affirmative vote of Directors present.

IV. Presentation by Kittleman on Executive Director Search

Mr. Kidd introduced Mr. Cory King and Ms. Michelle Sadler from Kittleman & Associates to provide a presentation to directors on the executive director search. Mr. King gave directors an overview of Kittleman & Associates experience with conducting executive searches for non-profit organizations. Ms. Sadler discussed the Benchmark Calendar, which was created in conjunction with the Executive Search Committee and outlines the search timeline. The Executive Director position is expected to be posted in mid-February. Once the posting is live, Ms. Sadler and Mr. King will meet with the Personnel Committee twice per month to update the committee on candidates applying for the position. The expectation is to have three (3) finalists for the position by June.

V. Executive Session

Chairman Kidd requested that the Board enter Executive Session to discuss Personnel Compensation. Upon Motion duly made by Director Mason to enter Executive Session to discuss Personnel Compensation, seconded by Director Fix, a roll call vote was held and the Motion passed by unanimous affirmative vote of directors present. The Board entered Executive Session at 10:50 a.m.

The Board ended Executive Session ended at 10:57 a.m.

VI. Resolution, Affix the Salary Range of Executive Director

The salary range for the Executive Director position was brought forward for consideration by the Board. Upon Motion by Director Fix to affix the Salary Range of the Executive Director position between \$250,000- \$300,000 without amendment, seconded by Director Miller, the Motion passed by majority vote of directors present.

Chairman Kidd noted that Director McColley left the Meeting at 11:00 a.m. and that the Meeting no longer had a quorum.

VII. Continuation of Kittleman Presentation

Sadler gave an overview of the Executive Director Position Guide. The Position Guide offers readers an overview of the Organization, including background on the lawsuits which led to its creation, in addition to the mission and structure of the Organization.

The Position Guide discusses the Position Summary. The ideal candidate will have experience with strategic planning, strong external relations and communications skills, business and financial acumen, and past experience working with a board of directors. The educational requirements of the Executive Director were discussed.

Director Portman asked about Kittleman & Associate's experience in filling leadership roles such as the role the Organization is seeking to fill. Mr. King stated that 95% of the work Kittleman & Associates performs is executive searches for non-profit organizations.

Director Portman asked about the market conditions for recruiting non-profit executives. Ms. Sadler stated that the market is very tight, and she plans to do proactive outreach to candidates in Ohio and nationally to ensure that the Organization has several qualified applicants to choose from.

Director Baughn asked if the Organization would pay for a candidate to travel to Columbus for an interview. Chairman Kidd stated the Organization would pay for a candidate's travel to an in-person interview.

Director Old asked if there would be a preference to hire a candidate from Ohio. Chairman Kidd stated the Organization would prefer to hire an Ohioan but wants to ensure that the right candidate is chosen, which is why the search will be performed nationally.

Ms. Sadler stated that if directors have any candidates they would like to recommend for the position, they pass the names and contact information to Ms. Sadler so she can contact them.

VIII. Items for Discussion

a. Financial Report

Mr. Quinn gave the Financial Report. An updated budget was presented to directors for review.

The Potential Grants Software Comparison document was presented to the Board for review. Director Wierzbicki stated she has experience using Salesforce and highly recommends this software. Chairman Kidd noted that a decision on the grant software would be made once the Grant Making Policy is finalized. Director Kozlowski asked whether the safety and security of data were considered when vetting the software companies. Mr. Quinn stated that all companies meet industry standards for safety and cyber-security.

The Request for Proposals ("RFP") for accounting firms was discussed. Mr. Quinn stated that the Audit and Finance Committee has received RFP responses and narrowed applicants to two companies. Director Wierzbicki stated that the Finance Committee would be meeting in the near future to pick an accounting firm.

b. Interim Executive Director Report

Ms. Whittington gave the Interim Executive Director Report. The federal tax exemption application was submitted on February 1st.

The Expert Panel Application and Policy were announced and posted for applications. The application deadline is February 17th. Ms. Whittington urged directors to share with their regions to get as many qualified applicants as possible.

The Strategic Planning Committee will meet in the near future.

The Grant Timeline was discussed. The goal for approving the first round of grant funding will likely be delayed as a result of the Grant Policy not being finalized. Director Hochadel asked if the Board should expect a greater sense of urgency from its grant consultant to ensure no further delays. Ms. Whittington stated that approximately 60 percent of the Policy still needs to be completed and that she is unaware of any upcoming Grant Committee meetings. As a result, it is unlikely that the Grant Policy will not be finalized in time for approval at the March Board Meeting. Chairman Kidd stated he would have a conversation with the grant consultant in regard to increasing the sense of urgency to finalize this Policy.

Copies of the “Pocket MOU” are available for directors, and they can take copies back to their regions to distribute. Ms. Whittington thanked Ms. Connie Luck for her work in creating this publication.

Public relations were discussed. Ms. Whittington is meeting with Mr. Kevin Bingle and Ms. Luck weekly to discuss communications and marketing. Ms. Whittington recently met with Regions 7, 14, and 15. Additional regional meetings are scheduled over the next month. In addition, Ms. Whittington will be meeting with several stakeholder associations over the next month.

Chairman Kidd thanked Ms. Whittington for her hard work.

Chairman Kidd recognized Mr. Dan Fausey from the Ohio Attorney General’s Office. Mr. Fausey gave directors an overview of the “Charitable University” learning platform launched by the Attorney General’s office to educate non-profit board members on their responsibilities.

IX. Discussion on Grantmaking

Ms. Whittington led a discussion on the allocation of funding received by the Organization. A hypothetical allocation document was presented to the Board for discussion. Ms. Whittington stated that the hypothetical document splits the assets received by the Organization into four (4)

categories: 10% for operations, 5 % for investment, 75% for regional projects, and 10% for statewide projects. Ms. Whittington stated that directors should begin to have conversations with their regions on how they plan to spend allocations received if those conversations have yet to begin.

Director Fix stated he believed the allocation for operations was too high. He noted that a greater emphasis should be placed on funding to regions and cautioned about initially spending funds on statewide projects. Chairman Kidd stated he believed a statewide educational campaign could match or exceed the mass media educational campaigns used to educate the public on the cocaine epidemic.

Director Roizen stated that he believes a portion of the funding should be used on research.

Director Wierzbicki stated that her region is struggling with getting individuals access to treatment services and believes allocating as much funding to the regions will be best at the outset. Director Mason stated he agrees and that some rural regions of Ohio are so remote that they don't necessarily associate with the rest of Ohio. As a result, a statewide campaign would do little to help these regions.

Chairman Kidd stated that Ohio has a critical shortage of drug treatment professionals and that the Organization could utilize statewide funding to help forgive loans or other initiatives to encourage more individuals to work in the addiction treatment field.

Director Piccirilli stated that every region in Ohio is hurting and desperately in need of additional resources. Allocating as much funding as possible to the regions as quickly as possible is critical.

Director Driehaus stated that the regions are working with providers and community leaders daily. They understand how to spend any allocation most efficiently. The regions should receive almost all funding for the first year. Beginning in year two, the Organization can begin looking at statewide projects.

Director Handru stated he was unsure how much statewide projects would benefit the counties in his region.

Director Whittington stated that any statewide funding could be leveraged with other private foundations to create a greater impact.

Director Hochadel stated that in the past, the State of Ohio had funded regional projects for drug treatment, which has been successful. Directors need to have an understanding of their region's needs to ensure allocations are being put into projects that fill gaps in care.

Whittington asked the Board to provide proposals at the March meeting with percentages as to how they propose allocations to be made. Director Fix asked that the hypothetical document be emailed to the Board. Ms. Whittington stated she would send out the document after the Meeting.

X. Next Board Meeting

The Board will meet on Wednesday, March 8, 2023, at 10:30 a.m. at the Ohio Chamber of Commerce, 34 S. Third Street, Columbus, OH 43215.

XI. Open Discussion

Director Smitherman stated that as the Board develops an allocation strategy, that the Board should seek to create an allocation plan that ensures the Organization's assets remain in perpetuity. Director Fix stated that he believes the Organization's resources should be spent within the minimum timeline set forth in the MOU to eradicate the opiate epidemic.

XII. Adjourn

There being no further business to come before the Board, Chairman Kidd announced that the Meeting was adjourned at 12:32 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 February 8, 2023, Board Meeting.

Signature

Date



ONEOHIO RECOVERY FOUNDATION

2023 Operating Budget - February 28, 2023

Category	Budget	Encumbered	Paid Expenses	Balance
Operations				
Executive Director	83,417	0	0	83,417
Interim Executive Director	39,000	0	11,550	27,450
Board Secretary - Robert Half*	99,160	0	3,699	95,461
CFO - Robert Half	160,655	0	21,323	139,332
Grant Position	0	0	0	0
Accountant	34,560	0	0	34,560
Staffing	416,792	0	36,572	380,220
Legal Counsel	75,000	0	0	75,000
Communications Contractor	120,000	100,000	20,000	0
Executive Director Search	125,000	75,000	25,000	25,000
IT Consulting	15,000	0	0	15,000
PEO - HR & Payroll Provider	20,000	0	0	20,000
Grant Advisot Contractor	30,000	30,000	0	0
Board Secretary* (\$9k from Robert Half budgeted above)	9,000	0	3,000	6,000
CPA, Tax, Audit Contractor	50,000	21,660	0	28,340
Professional Services	444,000	226,660	48,000	169,340
Insurance	150,000	0	0	150,000
Banking/Investment Fees	10,000	0	442	9,558
Website-Related Expenses	42,000	34,193	7,808	34,193
Computers/Software	100,000	700	140	99,860
Supplies/Travel	25,000	0	4,057	20,943
Office/Meeting Space	30,000	6,930	3,393	26,607
Equipment/Furniture	3,000	0	0	3,000
Overhead	360,000	41,823	15,840	344,160
Total Operations Cost	1,220,792	268,483	100,412	893,720

Cash Balance - February 28, 2023

	Huntington	Key Bank	Total
Begining Balance - 1/1/2023	621,884	0	621,884
Interest Income	1,522	0	1,522
Transfer Out-In	(1,500)	1,500	0
Fiscal Year 2022 Payables	(64,237)	0	(64,237)
Budget Year 2023 Expenses	(100,412)	0	(100,412)
Cash Balance - 2/28/2023	457,258	1,500	458,758



ONEOHIO RECOVERY FOUNDATION

Income and Expenses for Fiscal Years 2022

Category	Supplier	Funds Received and Paid In 2022	2022 Expenses Paid in 2023	2022 Expenses
Income				
McKinsey Funds		\$1,000,000.00		
Interest Income		\$4,208.10		
TOTAL INCOME		\$1,004,208.10		
Professional Services				
Legal	Benesch	\$29,497.50	\$55,646.89	\$85,144.39
Communications	Trust Digital	\$55,000.00	\$0.00	\$55,000.00
Interim Executive Director	Kathryn Whittington	\$0.00	\$2,062.50	\$2,062.50
Fiscal Officer	Robert Half	\$53,507.84	\$1,322.50	\$54,830.34
Board Secretary	Robert Half	\$26,262.01	\$0.00	\$26,262.01
Executive Search Firm	Kittleman & Assoc	\$50,000.00	\$0.00	\$50,000.00
DEI Policy and Consulting	Knight Consulting	\$350.00	\$0.00	\$350.00
501C3 Application	SEO Group	\$3,000.00	\$5,082.50	\$8,082.50
Professional Services Total		\$217,617.35	\$64,114.39	\$281,731.74
Operating				
Insurance	Marsh McLennan	\$146,821.75	\$0.00	\$146,821.75
Website-Related Expenses	Trust Digital	\$5,119.12	\$0.00	\$5,119.12
Office/Board Meeting Space	CoHatch**	\$4,953.63	\$0.00	\$4,953.63
Computer/Monitors/Software	Microsoft	\$4,160.98	\$0.00	\$4,160.98
Furniture/Equipment	Ikea	\$1,627.83	\$0.00	\$1,627.83
Monitors/Docks/Accessories	Amazon	\$507.44	\$0.00	\$507.44
Office Supplies	Office Depot/Target/Amazon	\$478.78	\$0.00	\$478.78
Board Meeting Food	Apple Spice	\$362.74	\$0.00	\$362.74
Bank Fees	Huntington	\$220.77	\$0.00	\$220.77
Meeting Software	Zoom	\$161.14	\$0.00	\$161.14
Publishing Software	Adobe	\$128.94	\$0.00	\$128.94
Cybersecurity	EST	\$107.46	\$0.00	\$107.46
Print Checks	Superior Press	\$56.11	\$0.00	\$56.11
Office Signage	Capital Citicom	\$0.00	\$122.55	\$122.55
Operating Total		\$164,706.69	\$122.55	\$164,829.24
TOTAL EXPENSE		\$382,324.04	\$64,236.94	\$446,560.98
CASH BALANCE		\$621,884.06		

** Includes \$990 security deposit

Timeline Draft

January

File 501C3 Application

Update progress on the Grant Policy

Recommendation on a financial advisor – utilizing one of the 3 approved banks

Board approval of expert policy and application

Board approval of the DEI policy

ED will develop rubric for the expert panel and present to executive committee for review and changes and will present to the Board

February

~~Draft Grant Policy~~

~~ED will meet with executive committee to rank the expert panel applications~~

~~Expert Panel applications with ranking sent to board members for review before March board meeting~~

Expert panel applications received – approximately 90 applicants

Grant Software presented to the board

March

Draft Grant Policy

Rubric for Expert Panel to be present to the board at March 8th meeting

~~Approval of Grant Policy~~

Executive and Finance Committee to meet and discuss recommendations for the appropriations split between statewide, regional, investment, and administration.

Applications and recommendations sent to Board

~~Expert panel to be chosen by board of directors~~

April

Approval of Grant Policy

Receive Funds

Recommended allocation of funds – Resolution to be passed at May Board Meeting

Expert panel to be chosen by board of directors

Choose Grant Software

May

Pass resolution to determine the amount of funds that will be allocated to be invested, administrative, regional and statewide

Announce Grant Cycle for Statewide Grants and Regional Grants

Open portal to receive projects for statewide and regional

Board approval of Personnel policy

Personnel policy draft

June

Receive regional Grants

Receive statewide Grants

July

Review Process

August

Review Process

September

Approval by full board for funding

October

Disbursement of funds to the statewide and regional projects