

BY LAWS OF THE REGION 2 FOUNDATION – HAMILTON COUNTY, OHIO –  
ONEOHIO REGION 2 RECOVERY FOUNDATION GOVERNANCE BOARD

August 10, 2022

**ARTICLE I – NAME OF THE ORGANIZATION**

The name of the organization shall be the OneOhio Region 2 Recovery Foundation Governance Board ["Board"].

**ARTICLE II – PURPOSE**

The OneOhio Memorandum of Understanding ('MOU') establishes a mechanism to disburse settlement proceeds from opioid litigation into Ohio's communities to help abate the opioid crisis, including allocations to Local Governments and Regions through a statewide foundation. The OneOhio Region 2 jurisdiction is Hamilton County. The MOU states "Each Region shall create their own governance structure so it ensures all Local Governments have input and equitable representation regarding regional decisions including, representation on the board and selection of projects to be funded from the region's share." This structure has been created and formed as the OneOhio Region 2 Recovery Foundation.

OneOhio has directed that the funds from settlement dollars should be used to prevent, treat and support, recovery from addiction including opioids and/or any other co-occurring substance use and/or mental health conditions which are all long-lasting (chronic) diseases that can cause major health, social, and economic problems at the individual, family and/or community level.

The Ohio addiction abatement plan includes three main components that will work collaboratively to address Ohio's needs and also serve as a complement to and should be integrated with all other state and local government plans:

1. Strategies for Community Recovery
2. Strategies for Statewide Innovation and Recovery
3. Strategies for Sustainability

Recommendations of the Board regarding disbursements from the funds shall be carried out by the Statewide foundation upon verification by the Attorney General or his or her designee that such Board recommendations are in accordance with the Act and respective opioid settlement agreements.

In accordance with the Act, opioid settlement agreements, and OneOhio MOU the Board may:

- (A) Establish criteria regarding eligibility for distribution of monies from the funds including but not limited to distribution by grant;
- (B) Establish criteria regarding the allocation of monies from the funds among the Region 2 catchment area;
- (C) Establish criteria regarding core strategies and approved uses of monies from the funds
- (D) Receive grant applications
- (E) Recommend grant award processes, frequency, recipients, and grant accounts;
- (F) Conduct or authorize surveys and needs assessments;
- (G) Establish a process for receiving input regarding opioid use disorder (OUD) or other co-occurring substance use and mental health disorders and associated abatement needs, strategies, and responses;

(H) Establish processes and criteria for evaluation of the use of monies, performance metrics, and the reporting of outcomes;

(I) Request and review reports by the Statewide Foundation and the Attorney General's office, including any quarterly or annual reports required by the OneOhio Settlement Agreement; and

(J) Otherwise provide advice to the Statewide Foundation in exercising its responsibilities under the OneOhio Settlement and opioid settlement agreements.

### **ARTICLE III – MEMBERSHIP**

The Board shall consist of the following members, appointed by the Board of County Commissioners:

- *Hamilton County Commissioners (3)*
- *Business Leader*
- *City of Cincinnati (2 – designated by Mayor)*
- *City of Cincinnati Health Commissioner*
- *Educator*
- *Faith Leader*
- *Hamilton County Coroner*
- *Hamilton County Drug Court Judge*
- *Hamilton County Emergency Management Agency (EMA) Director*
- *Hamilton County Health Commissioner*
- *Hamilton County Mental Health and Recovery Services Board President*
- *Hamilton County Sheriff*

- *Hospital Representative*
- *Individual with Lived Experience (2)*
- *Mental Health Professional*
- *Small City Mayor*
- *Township Trustee*
- *Village Mayor*

\*\*The Hamilton County Addiction Response Coalition will serve as a non-voting advisory panel to the OneOhio Region 2 Recovery Foundation Governance Board.

*Non-voting, Ex officio members*

In addition to the Board members listed above, the Assistant County Administrator, Lisa Webb and the Social Program Administrator of the Hamilton County Addiction Response Coalition, Meagan Gosney shall serve as ex officio non-voting members of the Board. The ex-officio non-voting members shall not be counted when determining a quorum. The non-voting, ex-officio members shall serve as Secretary of the Board. The Secretary shall work with the Clerk to the Hamilton County Board of County Commissioners to provide notice in accordance with these bylaws and record the minutes of each Committee meeting.

*Members Terms*

Board members shall serve on the Board for a term effective upon appointing resolution and ending upon a successor appointment or removal from the regional board. A replacement member shall be appointed within sixty days in the same manner as the selection and appointment of the initial members.

## **ARTICLE IV – MEETINGS**

### *Frequency*

Meetings of the Board shall be held at least quarterly and may be held as frequently as deemed necessary by the Board.

### *Conduct*

Meetings shall be held in accordance with the requirements of Ohio Open Meetings Law (O.R.C. 121.22).

### *Notice*

It is encouraged that the time, date, and location of the next meeting be determined prior to adjournment of the preceding meeting and so documented in the minutes. The non-voting, ex-officio members shall send a meeting agenda to each Board member. Board meetings will be noticed in accordance with Ohio law, and meeting agendas will, to the extent possible, be made publicly available prior to each meeting.

## **ARTICLE V- VOTING**

### *Quorum*

A majority of voting members of the Board present at any called meeting shall constitute a quorum. The continued presence of quorum is required before any formal action is commenced. All Board business shall be transacted by an affirmative vote of a simple majority of members present at a meeting in which a quorum is established.

### *Conflicts of Interest*

A conflict of interest is created through the existence of circumstances where the actions of a member may have an effect or direct financial benefit or detriment to the members, his or her family, employer, professional or business associate, or a for profit or non-profit entity in which the member either owns a substantial interest, is a member for the profit or non-profit corporation's board of directors or otherwise has any affiliation. A member shall disclose any potential conflict to the Board as soon as the member is aware of or should reasonably be aware of any potential conflict of interest and abstain from voting on issues on which a conflict may exist.

Individuals may serve on the Board if they have a conflict of interest with a funded agency or its contracting agencies (defined as a) a financial interest, b) an employment relationship, c) board membership, d) legal, accounting, or other consulting or representational relationship, or e) other material connections that a member believes may color his or her judgment) so long as:

- i. Such conflict of interest is disclosed to the Board in writing within thirty (30) days of such member's appointment or with thirty (30) days after such conflict arises or the member becomes aware of it; and
- ii. With respect to funding recommendations relative to the agency from which the conflict arises such Board member will recuse him/herself.

Upon membership and annually thereafter, Board members are required to view the most current Ohio Ethics Law E-Course and Refresher courses as available and submit a certificate of completion, to be kept on file with the Board.

## **ARTICLE VI- OFFICERS**

### *Officer's Duties, Terms, and Selection*

Officers of the Board shall be a Chairperson and a Vice-Chairperson. The President of the Hamilton County Commission shall serve as the Chairperson and one of the City of Cincinnati City Council members appointed to the Board shall serve as Vice-Chairperson. The Chairperson shall preside at all Board and meetings and perform any other duties as designated by the Committee. The Vice-Chairperson shall act for the chairperson in his or her absence.

The Board shall elect a member to serve as the Region 2 Representative to the Statewide Board. The Board shall also elect an alternate to act for the Representative in his or her absence.

The non-voting, ex-officio members shall serve as Secretary of the Board. The Secretary shall be responsible for providing notice in accordance with Ohio law and these bylaws and recording and distributing the minutes of each Committee meeting.

### *Policy Committee Membership, Authorities, and other Subcommittees.*

The Policy Committee consists of three representatives from the County and two representatives from the City of Cincinnati be designated to serve on this subcommittee. The County Policy Committee representatives shall include the Region 2 Representative on the Statewide Foundation, the Health Commissioner and the CEO of the Mental Health and Recovery Services Board. The

City of Cincinnati representatives shall include a City Councilmember and a Board member to be recommended by the City Manager.

The chairperson may call the Steering Committee together at his or her discretion. If a meeting of the Committee is held, the full Board shall be notified at the next committee meeting. The Committee may conduct other tasks or duties as directed by the full Board. The Committee may not vote or act on behalf of the full Board.

By a simple majority vote, the Board may establish temporary or permanent subcommittees to accomplish specific tasks which are relevant to the purposes of the Board so long as such subcommittees do not constitute a majority of the total number of Board members. These subcommittees may conduct other tasks or duties as directed by the full Board. The subcommittees may make recommendations to the full Board but may not vote or act on behalf of the full Board.

#### **ARTICLE VII – AMENDMENTS**

A two-thirds majority vote of all Board members shall be required to amend these Bylaws. No bylaws shall be considered for amendment unless notice of the same has been placed on the meeting agenda, and a copy of the proposed changes has been sent to members with the agenda in accordance with Article IV- MEETINGS prior to the meeting at which consideration of the amendment will take place.