



TRUSTEE & COMMITTEE ORIENTATION MANUAL

2022 - 2023



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SECTION I: BOARD OF TRUSTEES & COMMITTEE INFO

BOARD OF TRUSTEES ROSTER

MEETING SCHEDULE

TRUSTEE & COMMITTEE JOB DESCRIPTIONS



Anthony Osterlund
President



Bernice Walker
Vice President



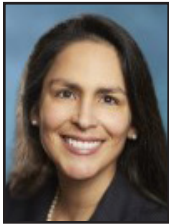
Reginald Staples Jr.
Secretary



Danielle Lorenz
Treasurer



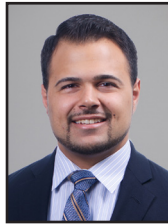
Dale Stalf
Immediate Past President



Jacqueline Aguilar



Elise Elam



Derek Freitas



Ryan Goellner
YLS Vice-chair



Jenna Heaphy



Jeffrey Hendricks



Kelly Holden



Jesse Jenike-Godshalk



Ryan McGraw



Michael Moeddel



Louise Roselle



Stephen Simon



Sarah Topy



Faith Whittaker
CBA Vice President



Elisher Williams



Lisa G. McPherson
CBF Director

SCHEDULE OF MEETINGS

BOARD OF TRUSTEE MEETINGS

(Meetings are Noon – 1:00 PM in the Bar Center Board Room unless otherwise noted)

June 22, 2022 — Annual Meeting of the Members/CBF & CBA Joint Meeting, 5th Floor, 12 noon

August 9, 2022

October 11, 2022

December 13, 2022

February 14, 2023

April 11, 2023

EVENTS

August 23, 2022 – Senior Counselors' Luncheon, 12 noon, Hilton Netherland Plaza

September 22, 2022 – CBA-CBF All-Member Social, 5:30 pm, TQL Stadium

October 27, 2022 – Rock the Foundation, 5:30 pm, Woodward Theater

May 22, 2023 – Annual Quid Pro Am Golf Outing, 1-8 pm, Clovernook CC

BOARD OF TRUSTEES

Job Title:

- Trustee

Job Objectives:

- Provide leadership, establish policies, and implement actions resulting in growth of resources for the Foundation to use in furthering the mission of “Promoting Justice & Changing Lives Through the Law.”

General Description of Job:

- Fundraise! With trustees and staff, work to grow the Foundation’s donations and endowments, including exploring Grant Opportunities for the Foundation
- With trustees and staff, determine & implement the Foundation’s direction, strategic initiatives and policies
- Provide oversight to fiscal and administrative operations of the Foundation
- Grant appropriate level of funds to law-related projects furthering the Foundation’s mission

Activities and Tasks:

- Participation in bi-monthly meetings, committees and special events
- Serve in one or more committees (Development & Finance, Events & PR, Grants, Planned Giving, Quid Pro Am and others as established by the Trustees).
- Review agenda and supporting materials prior to Board and Committee meetings
- Grow endowments and gifts to the Foundation through personal donations and soliciting gifts from peers
- Sign not less than ten (10) new CBF gifts annually (unless prohibited)
- Award grants to appropriate law-related programs seeking funds
- Assist in carrying out fiduciary responsibilities, review and approve annual budget &
- Bi-monthly financial statements
- Review recommendations from the Committees & annually update strategic plan

Attributes Needed:

- Demonstrate strong commitment to purpose of the Foundation
- Familiarity with the legal community and Greater Cincinnati community
- History of financial or personal support to the Foundation
- Enthusiastically represent the Foundation to the legal community
- Integrity and professionalism

Training or other support available:

- Staff support assigned
- Orientation presented by Foundation Director and President

Volunteer Time Required:

- Attendance at bi-monthly meetings (usually noon on the first Monday in February, April, August, October, December and in June/July as a joint meeting with the CBA)
- Committee participation
- Annual appeal & fundraising assistance
- Other Ad Hoc activities

Benefits and Rewards:

- Opportunity to guide charitable impact of the local bar on the community through grant making
- Recognition

TIGER TEAM (DEVELOPMENT & FINANCE)

Job Title:

- Tiger Team Committee Member (Officers & Committee Chairs)

Job Objectives:

- Provide short and long-term strategic guidance for achieving the financial development goals of the Foundation
- Develop fundraising initiatives for review by the Foundation Board of Trustees
- Implement fundraising initiatives
- With the Treasurer, provide oversight for short and long-term growth of the financial resources of the Foundation

General Description of Job:

- Plan and implement fund raising efforts including annual appeal, planned giving, “Justice Funds” and special events
- Provide guidance and oversight for financial management

Activities and Tasks:

- Create plans and implement timelines to grow funds and gifts to the Foundation
- Solicit gifts for the Foundation
- Review management of funds on an annual basis
- Participate in CBA Administration & Finance meetings as needed

Attributes Needed:

- Involvement in legal profession and community
- Commitment to the Foundation
- Fund raising skills
- Standing in profession

Training or other support available:

- Staff support assigned

Volunteer Time Required:

- Attend up to six meetings annually lasting from 1-2 hours
- Solicitation calls and periodic special projects as needed

Benefits and Rewards:

- Hands on involvement in Foundation decisions and direction
- Professional satisfaction

Ad Hoc & Sub Committees:

- Planned Giving Committee

EXECUTIVE COMMITTEE

Job Title:

- Executive Committee Member

**As per the Regulations, CBF Officers are members and the President serves as Chair*

Job Objectives:

- Monitor Trustee participation and improve Foundation operations
- Provide Long term Strategic guidance to achieve the goals of the Foundation
- Monitor business matters as exist between meetings of the Board of Trustees

General Description of Job:

- Plan and implement Strategic goals
- Review and recommend involvement in cooperative efforts and special projects with other organizations
- Review and recommend policy changes and administrative issues to board, including review of Trustee participation

Activities and Tasks:

- Review and recommend strategic plan changes to Board of Trustees
- Review best practices in good governance and make recommendations as needed

Attributes Needed:

- Officer of the Foundation

Training or other support available:

- Staff support assigned

Volunteer Time Required:

- Periodic special meetings as called by the President or at the request of the majority of the members of the Executive Committee

Benefits and Rewards:

- Hands on involvement in Foundation decisions and direction
- Professional satisfaction

NOMINATING COMMITTEE

Job Title:

- Nominating Committee Member

**Appointed as per the CBF Regulations*

Job Objectives:

- Match enthusiastic, capable, volunteers to trustee and officer slots on the Board of Trustees
- Evaluate strengths of trustees for well-rounded Board of Trustees
- Keep vision of future leadership

General Description of Job:

- Determine vacancies on the Board of Trustees
- Determine current needs of the Board of Trustees
- Suggest and screen possible nominations for vacancies
- Contact nominees and discuss position duties
- Present nominees to Board of Trustees

Activities and Tasks:

- Meet twice annually or as needed
- See description above

Attributes Needed:

- Ability to assess strengths and weaknesses of current and potential Members of Board
- Planning skills
- Persuasive
- Standing and connections in legal community

Training or other support available:

- Staff will provide suggestions and information

Volunteer Time Required:

- Five hours annually in planning and meeting time

Benefits and Rewards:

- Opportunity to strengthen Foundation leadership and further its mission
- Professional satisfaction

GRANTS COMMITTEE

Job Title:

- Grants Committee Member

Job Objectives:

- Evaluate and recommend law-related grants seeking funding

General Description of Job:

- Recruit and research prospective grant applicants
- Evaluate projects requesting funding
- Recommend grants to be awarded to Board of Trustees
- Determine guidelines and grant schedule

Activities and Tasks:

- Prepare grant guidelines
- Participation in two monthly meetings in September & March
- Determine plan for marketing & soliciting proposals
- Read and review grant applications
- Recommend projects and amounts for funding
- Monitor use of grants funds

Attributes Needed:

- Fiscal judgment
- Familiarity and involvement with the legal community and Greater Cincinnati Community
- Attention to detail

Training or other support available:

- Staff support assigned

Volunteer Time Required:

- Attend up to four meetings annually (as needed) lasting from 1-2 hours

Benefits and Rewards:

- Opportunity to distribute funds to charities and further mission of the Foundation
- Professional satisfaction

Ad-Hoc & Sub-Committees:

- Strategic Grant Sub Committee

EVENTS & PR COMMITTEE

Job Title:

- Events & PR Committee Member

Job Objectives:

- Provide leadership, guidance and strategic planning for Events and the Marketing/Public Relations efforts of the Foundation to create awareness in the legal and general community

General Description of Job:

- With staff, create Marketing and Public Relations Strategy for the Foundation to create awareness of the Foundation in both the legal and general community
- Provide recommendations on Donor Recognition
- Provide guidance in development of promotional material for the Foundation
- Creation and implementation of Awards and Special Events, including Rock the Foundation, Spring Event, Raffles, etc.

Activities and Tasks:

- Participation in committee meetings
- Implement & Support Special Events (i.e. Rock the Foundation, Raffle)
- Implement Awards (i.e. Lifetime Achievement in Law)
- Develop and review strategy for Donor Recognition
- Develop and review Public Relations Strategy and promotional material
- Available for participation in media outreach by writing articles for publications and giving interviews as needed

Attributes Needed:

- Strong desire to communicate mission and purpose of the Foundation
- Familiarity with the legal community and Greater Cincinnati community
- Writing, Marketing and Public Relations skills beneficial
- Enthusiastically represent the Foundation to the legal community
- Event planning skills

Training or other support available:

- Staff support assigned
- Media training provided by the Foundation Director as needed

Volunteer Time Required:

- Attend up to six meetings annually lasting one hour
- Attend Special Event and Award presentations
- Assistance with Media Outreach as needed

Benefits and Rewards:

- Opportunity to showcase the Foundation
- Social Networking
- Recognition

Ad Hoc & Sub Committees:

- Quid Pro Am Committee

PLANNED GIVING COMMITTEE

Job Title:

- Planned Giving Committee Member, chaired by a member of the Board of Trustees

Job Objectives:

- To re-establish the “Legacy for Justice Society”, a membership program that asks attorneys to give a planned gift by putting the CBF in their will with the thought that the CBF will use the bequest for mission related programs in the future.
- To add significant membership to the Legacy for Justice Society
- Implement planned giving fundraising initiatives

General Description of Job:

- Plan and implement planned giving fund raising efforts
- Actively assist with prospect development, donor recruitment and recognition events.

Activities and Tasks:

- Create plans and implement timelines to grow planned gifts to the Foundation
- Solicit planned gifts for the Foundation
- Assist with the development of promotional materials
- Assist with the development of prospects
- Assist with the development of donor recognition

Attributes Needed:

- Involvement in legal profession and community
- Commitment to the Foundation
- Fund raising skills in planned giving
- Standing in profession

Training or other support available:

- Staff support assigned

Volunteer Time Required:

- Attend committee meetings as needed
- Solicitation Calls and Periodic special projects as needed

Benefits and Rewards:

- Hands on involvement in Foundation decisions and direction
- Professional satisfaction

QUID PRO AM COMMITTEE

Job Title:

- Quid Pro Am Committee Member, chaired by a members of the committee, subcommittee of the Events & PR Committee

Job Objectives:

- Provide leadership, planning and participant recruitment for the Quid Pro Am Golf Outing. Build this event into a first class fundraising event, with proceeds used to support the endowment and mission of the Foundation

General Description of Job:

- With staff, plan event logistics to increase revenues and reduce expenses
- With staff, create Marketing and Public Relations to create awareness of the QPA in both the legal and general community
- Each member will recruit three foursomes from the CBA membership to achieve a “sold-out” golf outing.
- Provide guidance for creation and implementation of awards, prizes and raffles

Activities and Tasks:

- Participation in committee meetings
- Assist with the selection of the outing venue
- Each committee members will solicit three foursomes for the outing
- Help solicit sponsorship
- Promote the Quid Pro Am within the CBA & legal community
- Review promotional material recommendations
- Assist with the golf day registrations, etc.

Attributes Needed:

- Strong desire to communicate mission and purpose of the Foundation
- Familiarity with the legal community and Greater Cincinnati community
- Familiarity with the game of golf
- Enthusiastically represent the Foundation to the legal community
- Event planning skills

Training or other support available:

- Staff support assigned from the CBF & CBA

Volunteer Time Required:

- Attend up to five meetings annually lasting one hour
- Attend Annual Quid Pro Am Golf Outing
- Recruitment of participants in the outing

Benefits and Rewards:

- Opportunity to create a successful fundraiser and benefit the legal community
- Recognition
- Fun

SECTION II: FOUNDATION BACKGROUND AND INFORMATION

MISSION STATEMENT & PURPOSE

FAQS

GRANTS FUNDED

ARTICLES OF INCORPORATION

REGULATIONS

STRATEGIC PLAN 2018-2021

MISSION STATEMENT

Promoting Justice & Changing Lives Through the Law

PURPOSE

With the desire to serve the legal profession, the justice system and the Greater Cincinnati community, the Cincinnati Bar Foundation concentrates grant-making efforts in the following four areas:

- Encouraging knowledge and understanding of, and respect for, the law in the community, particularly with young people.
- Improving the quality and administration of justice in all its facets.
- Supporting the delivery of legal services at an affordable cost for the poor, elderly and otherwise disadvantaged.
- Fostering professionalism and civility in the practice of law.

WHAT DO WE DO?

We are a Foundation of the Bar for Our Community

At the Cincinnati Bar Foundation, we believe that our community works better when people understand the law and have equal access to justice. Every day, we empower nonprofits to help our legally vulnerable citizens because our community is stronger when we have confidence in our legal system. For over 50 years, we have supported this belief through grant-making.

Established in 1961 to fund educational and charitable programs to support the legal profession and the community, grants are made twice a year. Led by a volunteer board, we also oversee specific funds, scholarships, awards and fundraising events.

Grant-making:

Justice and the legal system reach far beyond the courtroom and touch all our lives. While we support many programs of the Cincinnati Bar Association, we also provide funding to worthwhile programs in the community that further our interest in promoting justice and changing lives through the law.

The Foundation conducts two grant cycles per year, typically in April and October, with application deadlines at the end of February and the end of August respectively.

Over the past twenty years, we have given out more than \$2.2 million dollars in grants.

Endowed Restricted Funds:

We have endowed the following restricted funds to support the Bar and our community

Program Support

Kenneth D. Jameson Health & Well-Being Fund

To provide support for the CBA Health and Well-Being Committee Programs

Judge Julia A. Stautberg Justice Fund

To support the integrity of the legal profession; improve the quality of justice for women; to support mental health initiatives and fund Hamilton County Youth Court.

Michael H. Neumark CALL (Cincinnati Academy of Leadership for Lawyers) Scholarship & Development Fund

To provide scholarships and support the CALL Program

Round Table Founders Fund

To support the law related charitable endeavors of the BLAC/CBA Round Table and the Summer Work Experience in Law (SWEL) and Minority Clerkship programs.

Young Lawyers Section Mock Trial Competition Fund

To fund the annual Hamilton County High School Mock Trial Competition for area students

Scholarships & Awards

Judge Nathaniel R. Jones Scholarship Fund

To annually provide a scholarship to an African American/ Black student attending the University of Cincinnati College of Law or Northern Kentucky University Chase College of Law.

William A. McClain Scholarship Fund

To annually provide a scholarship to an African American student and Hamilton County resident attending any ABA accredited law school

Shanda L. Spurlock/Dinsmore Scholarship Fund

To annually provide a scholarship to an African-American/ Black student attending law school at the University of Cincinnati, Northern Kentucky University or the University of Dayton based on leadership potential and dedication to the community.

John L. Muething Lifetime Achievement in Law Award Fund

To annually recognize a CBA member for 50 years of exemplary service to the profession and the community.

John P. Kiely Professionalism Award

To annually recognize a trial lawyer for the highest degree of professionalism, civility and ethical standards.

John W. Warrington Community Service Award Fund

To annually recognize a CBA member for extraordinary volunteer service to the community

WHAT DO WE WANT TO DO?

Simply put, we want to raise more money so we can give away more money. To address the needs of our profession and our community, the Foundation undertakes an annual campaign to raise funds. New donors are invited to contribute, and past donors are encouraged to continue their contribution. We are soliciting gifts for these projects:

- Grow our endowment to Increase our grant making capacity
- Raise \$50,000 to fully endow the Judge Nathaniel R. Jones Scholarship Fund

WHAT CAN YOU DO?

You can help the Foundation by making a gift to...

Designated Restricted Funds

You can create a fund for a designated purpose or support the current endowed restricted funds

Named Funds

You can make a Named contribution to the general fund, established in recognition of an attorney, with a gift of \$15,000 by one contributor or a group. Named contribution honorees receive special recognition in the form of a permanent copper-etched plaque and biographical sketch maintained at the Cincinnati Bar Center.

Other Giving Opportunities

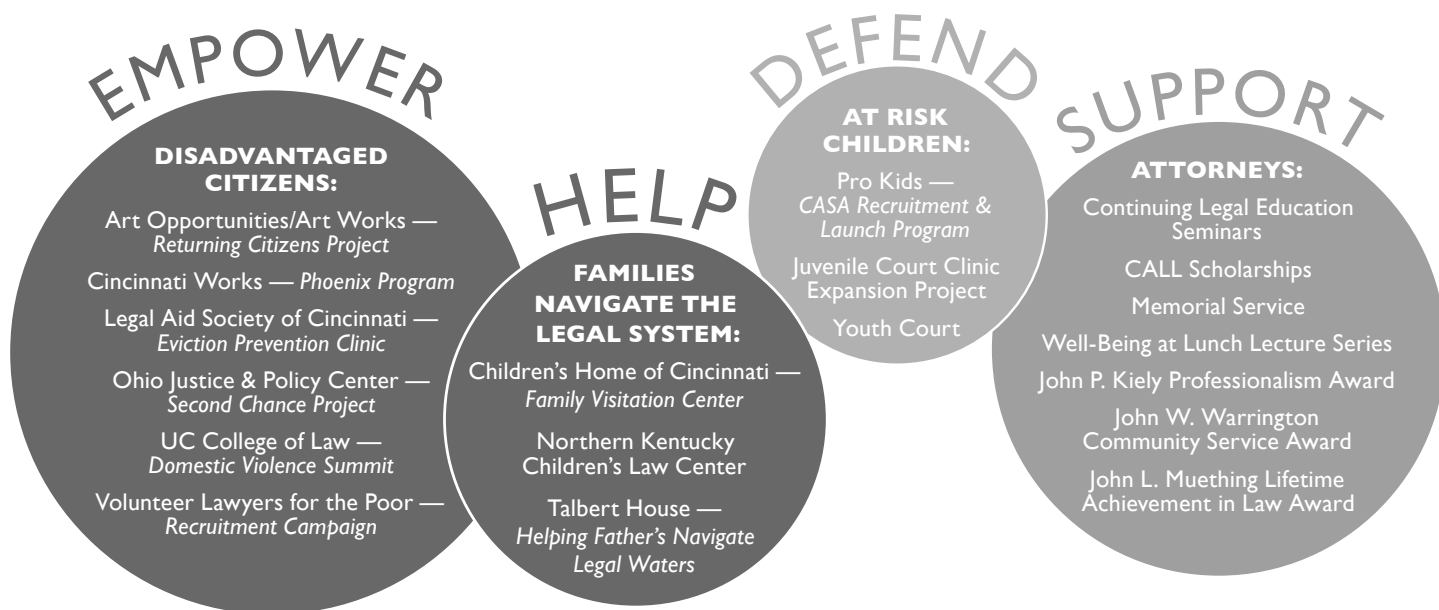
- Individual Contributions
- Investing for Justice Annual Campaign Gifts
- Annual Advocate Gift
- CBA Bar Dues Check-off
- Gifts of Stock
- Planned Gifts
- Quid Pro Am Golf Outing
- Rock the Foundation
- Special Events Fundraisers
- Tribute & Memorial Gifts.



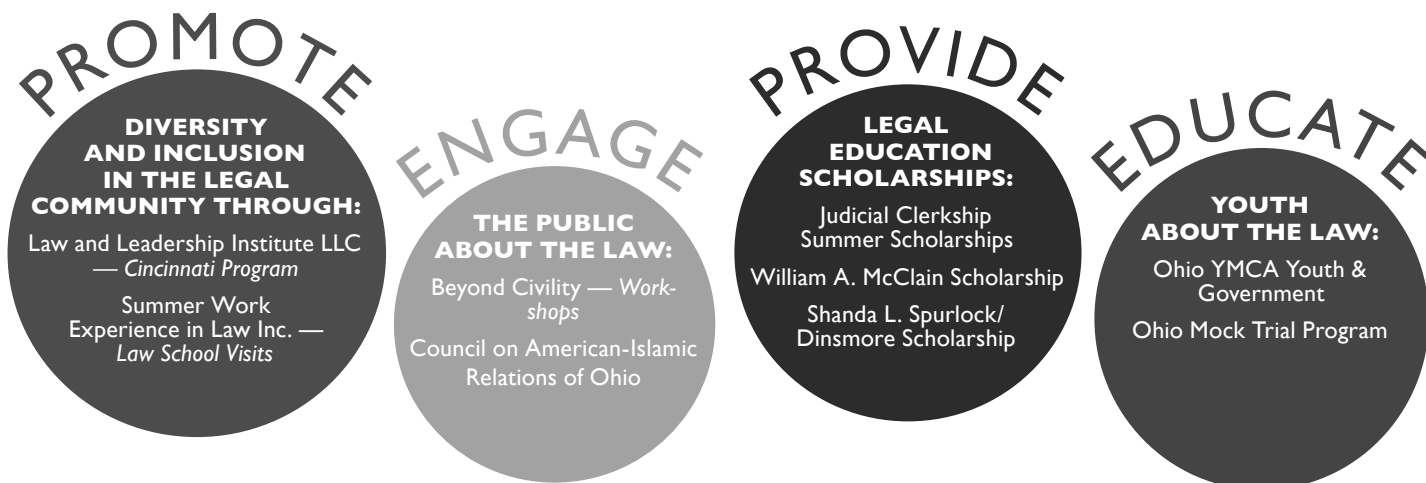
Grants & Scholarships

Do you want your giving to produce results? Then consider making a gift to the Cincinnati Bar Foundation. Over the past three years, more than \$355,000 in grants were distributed that directly impacted thousands of people in our community.

Through your financial investment of \$100 or more, we can help a huge number of people and organizations in Greater Cincinnati. In doing so, we show how the Cincinnati Bar Foundation supports our profession and is vital to our community. Look at the great things your giving has produced — thanks to your support, we provided grants to:



The cause for giving to positively impact our profession and our community needs you. This is your opportunity to join in. Your financial support allows us to pay it forward for Greater Cincinnati. Please join with the other members of the Association who have already pledged their support and make your tax-deductible contribution now. You can help us do great things!



AMENDED AND RESTATED ARTICLES OF INCORPORATION OF CINCINNATI BAR FOUNDATION

Adrienne J. Roach, President, and Anthony L. Osterlund, Secretary, of the Cincinnati Bar Foundation, an Ohio nonprofit corporation, hereby certify that at a meeting of Members of the Corporation duly called and held on January 24, 2018, at 4:30 pm, at which meeting a quorum of said Members were present, by the unanimous affirmative vote of the Members present the following amended and restated articles were adopted:

FIRST: The name of the Corporation shall be Cincinnati Bar Foundation.

SECOND: The place in Ohio where the principal office of the Corporation is to be located is Cincinnati, Hamilton County.

THIRD: The Corporation is organized and shall be operated exclusively for charitable, scientific, literary and educational purposes as described in Sections 170(c)(2)(B) and 501(c)(3) of the Internal Revenue Code and any successor provisions of law and, in particular to:

- (a) Foster, uphold and maintain the honor and integrity of the legal profession;
- (b) Improve and facilitate the administration of justice and promote the cause of justice among people;
- (c) Facilitate, encourage, cultivate and disseminate research, knowledge and information about the law and the science of jurisprudence, including providing scholarships, including the collection, maintenance and publication of information, documents, photographs and artistic representations related to these subjects;
- (d) Provide legal assistance for the poor and needy;
- (e) Increase the usefulness and ability of lawyers in aiding the administration of justice and in promoting legal reform and encourage and assist lawyers in improving their competence for the benefit of the public;
- (f) Provide aid, assistance and/or recognition to members of the Cincinnati Bar Association and/or those who have had a significant connection, and are ill, incapacitated, indigent or otherwise in need of aid;
- (g) No part of the income of corpus of this Corporation shall be diverted in any manner, directly or indirectly, or otherwise inure to the benefit of any member, trustee, or officer of the Corporation; provided, however, that the Corporation is authorized and empowered to pay reasonable compensation for services rendered by its employees;
- (h) This Corporation shall not participate in or intervene in any political campaign for any political office, directly or indirectly. This Corporation shall not engage in the carrying on of propaganda or otherwise attempting to influence legislation, except insofar as it relates to the furthering of the purposes of the Corporation or is in connection with a decision of the legislative body which might affect the existence, powers and duties, or tax-exempt status of the Corporation or the deductibility of the contributions to the Corporation, and then only as an insubstantial part of its activities;
- (i) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

FOURTH: Those persons who are members of the Board of Trustees of the Cincinnati Bar Association and members of the Board of Trustees of the Cincinnati Bar Foundation, shall be the members of this Corporation and shall continue as members so long as they remain either members of the Board of Trustees of the Cincinnati Bar Association or members of the Board of Trustees of the Cincinnati Bar Foundation. Members shall elect Trustees for this Corporation from the membership of the Cincinnati Bar Association according to the provisions of this Corporation's Regulations.

FIFTH: These amended and restated Articles of Incorporation supersede and take the place of the existing Articles of Incorporation as previously amended.

IN WITNESS WHEREOF, the President and Secretary of the Cincinnati Bar Foundation, acting for and on behalf of the Corporation, have hereunto subscribed their names this 24th day of January, 2018.

Adrienne J. Roach
President

Anthony L. Osterlund
Secretary

REGULATIONS OF THE CINCINNATI BAR FOUNDATION

Amended by unanimous vote of the members on February 28, 2019

ARTICLE I Meetings of Members

- A. Annual Meetings.** The annual meeting of the members of the Foundation shall be held annually during the first quarter of the fiscal year, at such time and place as shall be designated by the Board of Trustees and specified in the notice of the meeting. The President of the Foundation shall preside at the annual meeting of the members. The election of trustees shall be held at the annual meeting of the members, unless another meeting is scheduled for that purpose.
- B. Special Meetings.** Special meetings of the members of the Foundation may be held at any time and place, within or without the State of Ohio, pursuant to resolution of the Board of Trustees or to a call signed by the President or by any two members of the Foundation. Calls for special meetings shall specify the time, place and object or objects thereof, and no business other than that specified in the call shall be considered at any such meeting.
- C. Notice of Meetings.** A written or printed notice of every annual or special meeting of members stating the time and place, and in the case of special meetings, the object or objects thereof, shall be given to each member of the Foundation, by sending the same by mail or by any form of electronic or facsimile communication to each member's last known address at least three days before any such meeting; provided, however, that such notice may be waived in writing by any member either before or after such meeting and, provided further, that no failure or irregularity of notice of any meeting shall invalidate such meeting or any proceedings taken at such meeting.
- D. Voting.** Each member shall have one vote.
- E. Quorum.** A majority of the members shall constitute a quorum.
- F. Proxies.** Any member shall be entitled to be represented at any meeting of members and to vote at such meeting, or to give consents in writing, as the case may be, or to exercise any other of his or her rights, by proxy or proxies appointed in writing signed by such member.

ARTICLE II Qualifications of Members

Members of the Foundation shall be those persons who are members of the Board of Trustees of the Cincinnati Bar Association and shall continue as members of the Foundation so long as they remain members of the Board of Trustees of The Cincinnati Bar Association. Only the members of the Foundation shall have the authority to:

- (i) elect Trustees;
- (ii) amend either the Articles of Incorporation or the Regulations;
- (iii) approve the dissolution, liquidation, merger or consolidation of the Foundation.

The foregoing actions may be taken by the written consent of all the members or by a majority vote of the members at any annual meeting or any special meeting called for such purpose.

ARTICLE III Trustees

- A. Number.** The number of Trustees of the Foundation shall be twenty. This number shall include four ex-officio Trustees. The members shall elect the other Trustees. The ex-officio Trustees shall be the Immediate Past President of the Foundation, the Vice President of the Cincinnati Bar Association, the Vice Chair of the Young Lawyers Section of The Cincinnati Bar Association and one other person who shall be a member of the Young Lawyers Section and designated by its Executive Committee.
- B. Term of Office.** The term of office of each non-officer Trustee shall be two years, other than the ex-officio Trustees. The sixteen Trustees other than the ex-officio Trustees shall be divided into two classes to serve staggered terms. A Trustee other than the ex-officio Trustees may be elected to serve not more than three successive terms. Terms of Trustees shall begin with immediately following their election and shall continue until their successors are elected and qualify.
- C. Nomination.** Candidates for election as Trustees shall be nominated by the nominating Committee pursuant to the provisions of Article V, but the members shall not be bound by such nominations and may consider nominations from the floor at any meeting of the members held for the purpose of election of Trustees. Only persons who are members of The Cincinnati Bar Association may be Trustees of the Foundation.
- D. Vacancies.** The members of the Foundation shall fill vacancies among those Trustees elected by the members from the membership of The Cincinnati Bar Association. Vacancies among the ex-officio Trustees shall be filled by the persons succeeding to the offices provided in Article III, paragraph A.
- E. General Authority.** Subject only to the limitations of Article II, the Trustees shall conduct the affairs of the Foundation.
- F. Meetings of Trustees.** Meetings of the Trustees shall be held at any time and place pursuant to resolution of the Board of Trustees or to a call signed by the President or by any two Trustees. Three days notice of such meeting shall be given each Trustee unless the Trustees have fixed a regular time and place for such meeting, in which case no notice shall be required for any meeting. Notice of any meeting may be waived in writing either before or after such meeting. The annual organizational meeting of the Trustees shall be held immediately following the annual meeting of the members.
- G. Compensation.** No Trustee shall receive compensation for his or her services as such.

ARTICLE IV Officers

- A. Composition, Election and Terms.** The officers of the Foundation shall be a President, a Vice President, a Secretary, a Treasurer and such other officers, as the Board of Trustees shall deem advisable. Any person may hold more than one office. Each such officer shall be a Trustee, shall be chosen by the Board of Trustees by a majority vote, and shall hold office for a term of one year or until his or her respective successor is elected and qualified. Officers shall be elected each year at the organization meeting of Trustees or at another meeting of Trustees called for that purpose. No person shall serve more than two consecutive terms in a particular office or serve as an officer if he or she has not been elected to serve as a Trustee for a corresponding period under Article III, paragraph B. Officers shall not be bound by the term limitations set forth in Article III, Section B.
- B. Nomination.** Candidates for election to office shall be nominated by the Nominating Committee pursuant to the provisions of Article V, but the Trustees shall not be bound by such nominations and may consider other nominations made by any Trustee, provided that each such other nomination is sent to all Trustees in writing at least five days prior to the date established for the election of officers.
- C. Duties.** The officers shall perform the duties customarily performed by officers holding their respective positions and shall have such further duties as may be delegated to them from time to time by the Board of Trustees.

ARTICLE V Committees

- A. Nominating Committee.** Not less than forty-five (45) days prior to the date established for any election of Trustees by the members of the Foundation, or any election of officers by the Trustees, to fill a vacancy, to re-elect a Trustee or an officer, or to replace any Trustee or officer whose term has expired, a Nominating Committee of five persons shall be appointed for the purpose of nominating candidates for election as Trustees or as such officers, as the case may be. If the election is to be held in an odd-numbered year, the President of the Foundation shall appoint three members of The Cincinnati Bar Association (one of whom shall be designated the Chair) to serve on the Nominating Committee and the President of The Cincinnati Bar Association shall appoint two members of The Cincinnati Bar Association to serve on the Nominating Committee. If the election is to be held in an even-numbered year, the President of the Foundation shall appoint two members of The Cincinnati Bar Association to serve on the Nominating Committee and the President of The Cincinnati Bar Association shall appoint three members of The Cincinnati Bar Association (one of whom shall be designated the Chair) to serve on the Nominating Committee. The Nominating Committee shall report to the members at least fifteen (15) days prior to the date established for election of Trustees, and to the Trustees at least fifteen (15) days prior to the date established for the election of officers. Each such report shall set forth the Nominating Committees nomination or nominations for each position to be filled.
- B. Executive Committee.** The Executive Committee shall consist of the President, Vice President, Secretary and Treasurer of the Cincinnati Bar Foundation, and such additional members as may be appointed by the Board of Trustees. The Executive Committee shall be chaired by the President and shall be charged with dealing with such other business matters as exist between the meetings of the Board of Trustees and shall have all of the power and authority of the Board of Trustees between meetings of the Trustees. The Executive Committee shall meet at the call of the President or upon the request of the majority of the members of the Executive Committee.
- C. Other Committees.** The Board of Trustees shall establish such other committees from time to time as it believes necessary to carry into effect the purpose and business of the Cincinnati Bar Foundation.

ARTICLE VI Dissolution

If deemed advisable by the members, the Foundation may be dissolved pursuant to the applicable provisions of the Ohio Nonprofit Corporation Law, and in the event of such dissolution all assets of the Foundation shall be paid over to a corporation, trust, fund or foundation operated exclusively for charitable or educational purposes and exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or similar provisions in any subsequent federal tax law.

ARTICLE VII Indemnification

The Foundation shall, to the full extent permitted by the Ohio Nonprofit Corporation Law, indemnify all persons whom it may indemnify pursuant thereto.

CINCINNATI BAR FOUNDATION “INVESTING FOR JUSTICE INITIATIVE” 2018-2021 STRATEGIC PLAN

Goal:

Establish the Cincinnati Bar Foundation as the “go to” legal charity for gifts, grants and action.

Enact a development strategy that incorporates promoting the idea of growing the endowment of the Foundation, not just specific funds. We want to have the funds and the flexibility when great opportunities to do good arise; we can make bigger and better grants to have an ongoing and greater impact on our community.

“Investing For Justice” Initiative Components

- 1) **Good Governance**
- 2) **Annual Appeal Campaign**
- 3) **Endowment Growth via Planned & Major Gifts & New Projects**
- 4) **Events & PR**
- 5) **Fully Endowing Restricted Funds**

I) Good Governance:

Time Frame (Jul 1 to Jan 31)

Budget Goals: Impacts All Fundraising

Policy & Procedures Housekeeping:

- Review and update policies and procedures as needed throughout the year

How & Timeline:

July/Aug

- Update signers on the Investment and Checking Account
- “Legal Checkup” review by ProBono Partnership
- Review and determine timing and format for CBF Annual Meeting /Joint Meeting and schedule
- Aug/Jan:
- Review, update and implement policies and procedures as needed, including any suggestions from “Legal Checkup” with the ProBono Partnership, etc.

Educate and Engage Board and Committees

- Continue making improvements to the Orientation process
- Update the Nomination Process to ensure that we are meeting the needs of the Foundation.
- Board Member Attendance & Expectations
- Continue engagement and support of volunteers for all nine committees of the CBF
-

How & Timeline:

Summer/Fall:

- Review Nomination Process to improve the recruitment process and ensure we have an active, diverse and engaged Board to support the mission work of the Foundation.
- Update Foundation Manual and include on Website
- Explore opportunities to utilize the new website to support the Board and facilitate communication
- Continue to engage and improve support for committees

Winter/Spring:

- Host Welcome and Orientation Luncheon for new trustees prior to the June Meeting

Promote the CBF as a strategic partner with the CBA BOT through an understanding of the CBF Mission and funding parameters.

- Educate and engage the CBA BOT and CBA Staff to develop mutually beneficial strategic plans such as creating endowments for beloved programs that are within the Foundation's mission. This will ensure the future of these programs and be financially beneficial to both organizations. CALL Scholarships, Mock Trial and Jameson Health and Well-Being are now fully-endowed via restricted funds, a perfect example of such a successful partnership.
- Explore opportunities to partner with the CBA, around diversity & inclusion issues (Roundtable)

How & Timeline:

Spring/Summer

- Provide Foundation Orientation to new CBA Trustees
- Provide Foundation Orientation to CBA Staff annually

All Year:

- Utilize CBA Board Meetings to promote knowledge and opportunities via the CBF Past President's position on the CBA Board
- Continue to work with the CBA Staff to identify opportunities for mission-related grant funding for new projects

2) Annual Appeal Campaign

Time Frame (Oct 1 to Jan 31):

Budget Goal: \$100,000

Members of the Cincinnati Bar make a financial commitment to the Foundation through:

Individual Gifts of less than \$249:

Gifts of \$100 or more are listed in the Annual Meeting Program.

Annual Advocate Members:

Platinum - \$1,000 annually

Gold - \$500 annually

Sliver - \$250 annual

Members will be added annually to the donor wall on permanent display in the Cincinnati Bar Center and acknowledged in the Annual Meeting Program, in the CBA Report and in the CBA Directory.

Firm Leadership Circle (Old 100% Club):

Re-engage Greater Cincinnati Area law firms to pledge at least \$50 per local attorney to the "Investing for Justice" Annual Appeal, with individual gifts counting towards the firm total. Explore/establish a "matching gift" program. Participating firms will be added annually to the donor wall on permanent display in the Cincinnati Bar Center and will also be acknowledged in the Annual Meeting Program, in the CBA Report and in the CBA Directory.

How & Timeline:

Aug/Sep:

- Re-energize the "IFJ" Annual Appeal Campaign by engaging the BOT to utilize their relationships with area firms.
- Use the Campaign to solicit annual gifts and get new donors into the pipeline.
- BOT Members commit to make 10 asks (100% Firms and "Annual Advocates") from list of firms and past donors. BOT encouraged to also make new asks.
- BOT will be provided solicitation and marketing pieces, along with template outreach script to ensure continuity with asks, etc.

Oct:

- Annual Appeal mailing, sent to all CBA Members and previous donors, with list of grants and Remittance envelop that includes the "Advocate Member" giving levels. Mailing will hit by October 1.
- BOT Members will make their calls early in October and get a commitment from the firms.

Nov:

- CBA Members will receive an additional remittance Envelope stitched in the November CBA Report
- Rock the Foundation will be used as a Kickoff Party in November and all proceeds will go to the General Fund.
- Explore how to better use the new CBA Website and social media for this campaign.

3) Building the Endowment/Planned Giving/Major Gifts/New Projects

Time Frame (All Year):

Budget Goal \$47,500

Build the endowment to make a solid investment for justice and a lasting commitment to bring about real change in the lives of people who depend on the legal system for their safety, security and a chance at a better life. Build significant funding through Planned Giving, New Projects and Major and Justice Fund Gift asks, so the CBF has the flexibility to address emerging needs and innovative projects that can expand access to justice for those that need it. While the CBF's "IFJ Annual Appeal" has been the primary source of the CBF's direct financial support for these projects (and needs to continue to be successful at engaging firms and new donors), funding to build the endowment allows the CBF to support longer-term, systemic change.

Planned Gifts – Legacy for Justice Society:

Increase Planned Giving and add members to the Legacy for Justice Society.

- Pay at Death Designee Option
- PG Committee members will commit to each making at least five asks in Sept/Aug with follow up in Jan

Major Gifts/Justice Funds: \$12,500

Gifts can be made with a multi-year pledge (up to 5 years). Named Gifts can be created with a \$15,000 gift and Named Restricted Funds can be created with a \$100,000 gift

- Spurlock: Potential to create a restricted fund for the Spurlock Scholarship
- Past Presidents Group: Create CBF Past Presidents' Group to keep engagement of leaders and create a pool of folks that can help make larger asks. Host lunch in October.
- Friends of the Foundation – Create Giving circle at \$5,000 or higher level and perhaps make a grant to feel engaged. How to best use Tiger Team & BOT

New Project: \$35,000

- Juvenile Court Project: Collaboration with Legal Aid to fund three-year project to provide attorneys to help w/ Juvenile Court Custody Clinic

How & Timeline:All Year

- BOT Members can commit to a planned gift.
- Planned Giving Committee is currently implementing a fall campaign directed to Past Presidents of the CBA & CBF.
- Utilize September CBA Report to acknowledge and honor the Garry Bequest and promote the Legacy for Justice Society (i.e. those that have made a planned gift to the Foundation).
- July/August/Sept/Oct
- Explore creating and endowing a restricted fund for the Spurlock Scholarship
- Engage BOT on how to create Past Presidents' Group and plan the lunch, secure a date and investigate a potential Sponsor. (Looking at late Sep/Oct and past Director may have secured a \$500 Sponsorship from Bahl & Gaynor.
- Get input from Tiger Team & BOT to create a prospect list for 25 potential "Friends of the Foundation" donors for personal solicitation. Determine best person to make the ask from the BOT. Members to suggest ideas of other prospects for named gifts at \$15,000 or \$100,000 Restricted Fund.
- Explore potential to request grant funding for Juvenile Court Project with OSBF, GCF, Interact for Health, and Ohio Supreme Court. Create "One-Pager" for solicitation.

4) Events & PR:

Time Frame: (Fall and Spring)

Budget Goal: \$ 36,000

PR for the Foundation:

Currently creating monthly articles in CBA Report. Explore utilizing new website/social media/etc.

Rock the Foundation: \$5,000 (Raffle & Admissions) – Nov

Position and build this as the signature Kick Off event for “Investing for Justice” Campaign. Use this as a vehicle for broad recognition and press potential.

Potential Fall & Spring Events: \$5,000 – September/March

Bourbon & Wine Tasting Events at DEPSs to Friend raise and fundraise.

Quid Pro Am: \$26,000 – May

Work with Quid Pro Am Committee to leverage the QPA for Sponsorship. Probably increase golf fees. QPA proceeds now used for Endowment.

How & Timeline:

Fall & Spring

- Update PR plan. Media Calendar circulated to Tiger Team
- Events & PR Committee creates and supports the Tastings and Rock the Foundation
- Quid Pro Am Committee creates and supports the Quid Pro Am
- BOT should attend and/or participate in all events
- BOT should help sponsor or find sponsors
- BOT should help solicit for silent auction items, particularly vacation homes.

5) Fully Endowing Our Current Restricted Funds

Time Frame (All year):

2018-2019 Budget Goals: \$16,560 (\$9,500 + \$7,060)

(McClain-\$500; Roundtable/Spurlock \$6,000; Mock Trial \$1,000; CALL \$1,000; and Jameson \$1,000)

Stautberg Full Funding Goal: \$21,175 (\$7,060 x three years)

To Fully Fund (Balance as of 5/31/2018):	Goal	Balance	Total Needed
Julia A. Stautberg Justice Fund:	\$100,000	\$76,825	\$23,175

How & Timeline:

July/Aug/Sept

- Tiger Team & BOT to review opportunities for gifts from the legal community and identify right ask
- Tiger Team & BOT to identify funding opportunities from:
- Trusts managed by their firms
- Grants opportunities
- Explore possibilities with other foundations
- Stautberg: Potential to use this to fund “Youth Court”. Discuss the possibility of recruiting a Judge to help us with support from the Judiciary, Three-year funding at \$7,725 per year)

Oct/Jan

- Gifts solicited via the IFJ Annual Appeal

All Year

- Make asks and apply for grants, foundation funding as appropriate

SECTION III: FOUNDATION POLICIES & RESOLUTIONS

GUIDELINES FOR ACCEPTANCE OF CHARITABLE CONTRIBUTIONS

Approved by the CBF Board of Trustees April 23, 1996

The following guidelines are designed to facilitate the receipt of charitable contributions by the Cincinnati Bar Foundation. The intent is to permit the acceptance of a wide variety of charitable gifts, while at the same time ensuring the gift is consistent with the mission of the Foundation. Of equal importance is that the gift be as prudent as possible relative to the donor's charitable goals.

The Foundation will accept charitable contributions of cash, marketable securities and life insurance. Any other type of property will be reviewed prior to acceptance. Gifts of real estate will be accepted only after careful review.

The types of gift vehicles which the Foundation will accept include: outright gifts, bequests, beneficial interest in charitable gift annuities, charitable lead trusts, charitable remainder trusts, both annuity trusts and unitrusts, and other contingent vehicles.

All non-cash contributions must be appraised as required to ensure compliance with appropriate federal tax law.

Notwithstanding the above guidelines, the Foundation may decline a gift if it has reason to believe donative intent is absent, such a gift would be inconsistent with the charitable purposes of the Foundation, or the receipt of such a gift would have an adverse impact on the Foundation.

COMMUNICATION POLICY & PROCEDURES

In an effort to effectively communicate internally and externally, and to position the CBF as a professional and beneficial organization in the community, the CBF will:

Utilize One Spokesperson:

- The CBF will use one consistent spokesperson.
 - The spokesperson will always be the Foundation President.
- For *internal* messages, the Foundation will review and approve copy to be sent to members except for routine staff-generated materials (announcements, E-news, the *CBA Report*). Preparing these messages, in concert with the Foundation Director who handles the logistics of the letter, e-mail or other publication, may include the following:
 - Discussion with the CBA Director of Communications on developing the key messages on a topic.
 - Discussion with Foundation board members and/or project leaders
- In the role of *external* spokesperson, the Foundation President will ensure that prior to a media interview he/she has prepared answers including the organization's key messages. Preparing for this interview should include the following:
 - Discussion with the Foundation Director and for input on the content of the message and background material.
 - Discussion with the Foundation Director and the CBA Director of Communications who can assist in developing the key messages on a topic, rehearse the media conversation and otherwise prepare background information for the spokesperson.
- Discussion with other members of the Foundation board for input on the content of the message
 - The spokesperson NEVER says, "No Comment."
 - The spokesperson may offer help in finding the answer or refer the question to someone else.
 - It is acceptable for the spokesperson to answer, "I don't know but I will find out."
 - The spokesperson shall remain available to the media at all times. If the spokesperson is not available, then he or she will assign another person to speak on the CBF's behalf and will inform the Foundation Director

When Relating to the Media, the CBF's Spokesperson Will:

Know The Key Messages:

- The CBF will always accommodate requests and inquiries from the media.
- Simply answering questions will allow the media to control the message.
- The spokesperson should stick as closely as possible to the messages and should not be afraid of silence.
- The spokesperson should convey the message in answer to a question, then stop.
- The spokesperson should be aware of leading questions and stick to the key messages. Rehearsal with the Foundation Director and the CBA Director of Communications can enable the spokesperson to be more comfortable with the key messages.
- All inquiries should be channeled through the Foundation Director prior to the interview in order to determine the appropriate messages.
 - If the reporter calls for an interview an appropriate response from CBF members and staff would be, "Thank you for your call. We absolutely want to accommodate your request." Tell the reporter the staff/member will get back to them with the name and number of the spokesperson.
 - If time is needed to develop the key messages, then the response to the reporter would be: "Thank you for your call. I absolutely want to answer your questions and help any way that I can. What is your deadline? May I call you back at a more convenient time?"

Never Talk “Off The Record”

- The CBF should never talk off the record. There is no reason to do so as “off the record” means that the information given to the reporter cannot be used at all. An organization devoted to supporting justice and education would not share information that cannot be used by the reporter. For clarification, here are the terms that reporters use and what they mean:
 - “Anonymity” requires a contract and there can be litigation that results from it.
 - “Deep background” means that a journalist will not identify the source but will use the information to find another means of reporting the story.
 - “Off the record” means that information cannot be used at all.

Know Your Audience

- The CBF should always get as much information on the reporter and the media outlet as possible. Ask questions like “How did you hear about ...?” or “Who else will you be interviewing?” If the reporter originally calls the Foundation Director or the CBA Communications Director, then these questions may be addressed at that time. After being filled in by the staff member, this allows the spokesperson to focus on the interview itself.

Always Remain Positive

- The CBF is a positive organization helping the community. All key messages should be positive.
- If the CBF spokesperson disagrees with the reporter, it is okay to do it firmly but with professional conviction. Avoid criticism of a person, a policy, a law, etc., unless it is a board-approved position.
- Present the facts clearly.
- The CBF spokesperson should always avoid rudeness under any circumstance.
- Be detached from the reporter. The relationship with the press is not adversarial nor is it friendly. It is a business relationship and it is not personal.

Always Control The Interview

- The spokesperson should always tell truth and if he/she is unable to do so for any reason, then it is okay to say nothing.
- Repeat the key messages more than once if needed.
- It is important for the CBF spokesperson to remain cool, calm and polite during the interview.

COMPENSATION OF KEY EMPLOYEES POLICY

- i. Service on the board of trustees is uncompensated as stated in the Articles of Incorporation and the Regulations
- ii. A vote of the Executive Committee of the Board of Trustees, with ratification by the Board of Trustees, establishes compensation for the Foundation Director.
- iii. The Executive Committee uses data and compensation surveys or studies of similar organizations and other relevant, lawful data, and makes a recommendation on compensation for the Foundation Director.

Review and approval by the Executive Committee, provides that persons with a conflict of interest with respect to the compensation arrangement at issue are not involved.

Contemporaneous documentation and record keeping with respect to deliberations and decisions regarding the compensations arrangement by the Executive Committee are maintained.

- iv. The Cincinnati Bar Foundation does not provide for any employee first class or charter travel, travel for companions, tax indemnification and gross-up payments, a discretionary spending account, a housing allowance or residence for personal use, payments for business use of a personal residence, health or social club dues or initiation fees, nor personal services such as a maid, chauffer, or chef.

CONFIDENTIALITY POLICY

Approved April 13, 2020

Confidentiality Statement

During the time that Trustees serve on the Board of Trustees of the Cincinnati Bar Foundation, individuals will gain access to information that is considered to be confidential and/or proprietary. Such information relates to strategy and research, finances, donors, personnel, proposals and plans, decisions made, or discussions had with regard to the operations of the Foundation. This confidential and proprietary information is crucial to the operation of the Foundation and its mission. It is the fiduciary responsibility of Trustees to protect such information. Trustees must not use, publish or disclose such information during or subsequent to participation on the Board of Trustees and must preserve the restricted nature of this information except to the extent that it becomes publicly available.

I hereby certify that I have read, understand and agree to uphold my confidentiality obligations as described in this statement and required under the law.

Signature

Date

CONFLICT OF INTEREST POLICY

I. Purpose

The purpose of this conflict of interest policy is to protect the Cincinnati Bar Foundation's interest when the Foundation is contemplating entering into a transaction or arrangement that might benefit the "financial interest" of an "interested person," as defined below. This policy is intended to supplement but not replace any applicable state laws governing conflicts of interest applicable to nonprofit and charitable corporations.

II. Definitions

1. Interested Person - Any employee, officer, member of the Board of Trustees or member of a Cincinnati Bar Foundation Committee with Board delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.
2. Financial Interest - A person has a financial interest if the person has, directly or indirectly, through business, investment or immediate family:
 - a. an ownership or investment interest in any entity with which the CBF has a transaction or arrangement, or
 - b. a compensation arrangement with the CBF or with an entity or individual with which the CBF has a transaction or arrangement, or
 - c. a contemplated ownership or investment interest in, or compensation arrangement with, any entity or individual with which the CBF is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as gifts or favors that are substantial in nature.

III. Procedures

1. Duty to Disclose - In connection with any actual or possible conflicts of interest, an interested person must disclose the existence and nature of his or her financial interest to directors and members of committees with Board delegated powers considering the proposed transaction or arrangement.
2. Determining Whether a Conflict of Interest Exists - After disclosure of the financial interest, the interested person shall leave the Board or committee meeting while the financial interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.
3. Procedures for Addressing the Conflict of Interest:
 - a. The chairperson of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or agreement;
 - b. After exercising due diligence, the Board or committee shall determine whether the Corporation can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest; and
 - c. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the Board or committee shall determine by a majority vote whether the transaction or arrangement is in the CBF's best interest and for its own benefit, and whether the transaction is fair and reasonable to the CBF, and shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.
4. Violations of the Conflict of Interest Policy:
 - a. If the Board or committee has reasonable cause to believe that a person has failed to disclose actual possible conflicts of interest, it shall inform the person of the basis for such belief and afford the person an opportunity to explain the alleged failure to disclose.

- b. If, after hearing the response of the member and making such a further investigation as may be warranted in the circumstances, the Board or committee determines that the member has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate corrective action. If the person is a CBF employee, disciplinary action is possible.

IV. Records of Proceedings

The minutes of the Board and all committees with Board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the Board or committee members who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

Compensation Committees

All Board members and members of committees with Board delegated powers serve in an unpaid capacity. Should this policy change, a voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to the member's compensation.

Annual Statements

Each CBF employee, officer, member of the Board of Trustees and member of a committee with Board delegated powers shall annually sign a statement which affirms that such person:

- a. has received a copy of the conflict of interest policy,
- b. has read and understands the policy,
- c. has agreed to comply with the policy, and
- d. understands the CBF is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Periodic Reviews

To ensure that the CBF operates in a manner consistent with its charitable purposes and that it does not engage in activities that could jeopardize its status as an organization exempt from federal income tax, periodic reviews shall be conducted by the Board of Trustees. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable and are the results of arm's-length bargaining.
- b. Whether transactions and arrangements further the CBF's charitable purpose and do not result in inurement or impermissible private benefit.

CONFIDENTIALITY POLICY

Approved April 13, 2020

Confidentiality Statement

During the time that Trustees serve on the Board of Trustees of the Cincinnati Bar Foundation, individuals will gain access to information that is considered to be confidential and/or proprietary. Such information relates to strategy and research, finances, donors, personnel, proposals and plans, decisions made, or discussions had with regard to the operations of the Foundation. This confidential and proprietary information is crucial to the operation of the Foundation and its mission. It is the fiduciary responsibility of Trustees to protect such information. Trustees must not use, publish or disclose such information during or subsequent to participation on the Board of Trustees and must preserve the restricted nature of this information except to the extent that it becomes publicly available. I hereby certify that I have read, understand and agree to uphold my confidentiality obligations as described in this statement and required under the law.

Signature

Date

CONFLICT OF INTEREST ANNUAL STATEMENT

2020-2021

I certify that I (print name) _____, an employee, director, principal officer, member of the Board of Trustees, or member of a committee with Board delegated powers,

Have received a copy of the Cincinnati Bar Foundation's *Conflict of Interest Policy*,

Have read and understand this policy,

Agree to comply with the policy,

Understand that the policy applies to all committees and subcommittees having Board- delegated powers, and

Understand that the Cincinnati Bar Foundation is a non-profit organization that must engage primarily in activities that accomplish one or more of its tax-exempt purposes to maintain its tax-exempt status.

(Signature)

June 1, 2022 to June 30, 2023
(Effective Date)

POLICY FOR COOPERATIVE EFFORTS

Approved June 25, 1997

Creation of Cooperative Effort

In order to begin a cooperative effort with the Cincinnati Bar Foundation, the partnering organization sponsoring the cooperative effort must submit an overview letter to the Cincinnati Bar Foundation's board of trustees for approval.

Overview Letter

This letter should include:

- an outline of the program's purpose, including its connection with the law,
- the fundraising plan, including funding sources and dates during which active solicitation will occur,
- and expectations of services to be performed by the Cincinnati Bar Foundation staff.

Administrative Fee

The Cincinnati Bar Foundation will charge a fee of 5% of donations received toward the cost of administrative services rendered.

Solicitation of Donor Base

The Cincinnati Bar Foundation requires its approval of solicitation of its donor base, including materials to be distributed, before any donations are processed.

Policy Amendment

This policy represents the Cincinnati Bar Foundation's current Policy for Cooperative Efforts and is subject to change at any time by the Board in its discretion.

ENDOWMENT FUND POLICIES

Approved October 3, 2011

Unrestricted Endowment Funds.

Contributions may be made at any time to unrestricted general endowment funds of the CINCINNATI BAR FOUNDATION. Such funds shall be maintained in an unrestricted endowment for the benefit of the CINCINNATI BAR FOUNDATION in conformity with law and with policies of the board of directors (“the Board”).

Restricted Endowment Funds for General Purposes.

Restricted endowment funds for general purposes determined by the Board and in the name of an individual or otherwise as approved by the Board may be established, upon approval of the Board. These funds include the Legacy for Justice funds. Unless otherwise provided, beginning on the effective date of this policy, the minimum required to maintain any such restricted endowment fund shall be \$15,000.00 unless otherwise decided by the Board, and such funds shall be applied for the benefit of the CINCINNATI BAR FOUNDATION as determined by the Board and in conformity with law and with policies of the Board.

Restricted Endowment Funds for Specific Purposes.

Restricted endowment funds for specific purposes limited by the intentions of the donors may be accepted upon such restrictions and purposes upon the approval of the Board.

Board-Designated Funds

Contributions may be made at any time to unrestricted board-designated funds of the CINCINNATI BAR FOUNDATION. These funds may be used in any unrestricted manner in the discretion of the Board.

Undesignated Gifts

For any gifts received in which the donor’s intent cannot be specifically known, such as with undesignated bequests, the following rules will apply unless otherwise decided by the Board:

- Gifts of \$15,000.00 and under shall be placed in the annual operating budget.
- Gifts above \$15,000.00 and of \$100,000.00 or less shall be placed in the Board-Designated Funds.
- Gifts above \$100,000.00 shall be placed in Unrestricted Endowment Funds.

GRANT TARGET

Revised August 27, 2010

The targeted grant budget is based on the following formula:

- Average investment balances of the prior three years
- PLUS
- Average investment balances of current year (at budget time)
- EQUALS
- Average four-year investment balance
- LESS
- Current net restricted asset balance
- EQUALS
- Rolling four-year average unrestricted investment balance
- MULTIPLIED
- By five percent
- EQUALS
- GRANT TARGET for the CBF budget.

Additional information:

- The targeted grant budget is not based on dollars remaining in the operating budget after projecting income and expense. This targeted approach is a standard in the grant-making community and produces a better investment portfolio usage without focusing solely on current market conditions.
- The average four-year investment balance maintains a conservative approach which reduces impact of overall fluctuations in the market.
- All investment balances are at fair market value which is per generally accepted accounting principles.
- Restricted balances include allocated interest and dividend income.

INVESTMENT POLICY STATEMENT

The Cincinnati Bar Foundation recognizes that responsibility for prudent investment of the Foundation's Investment Fund rests with its Trustees. This responsibility is best achieved by "managing the investment management function" rather than by "being the investment manager." The organization believes that the correct approach is to:

1. Establish a flexible investment philosophy for investible funds.
2. Set policy guidelines and objectives for the management of investible funds which will be reviewed at least annually.
3. Select a qualified independent investment manager.
4. Monitor investment results to assure that policy objectives are being met.
5. Communicate closely with those responsible for investment results.

Philosophy

1. Investible funds should be managed with the philosophy, objectives, and guidelines expressed in this statement. The investment manager is responsible for optimizing the return on the assets within these guidelines. Extreme positions or variations in the investment manager's style, unless specifically approved, are not consistent with these objectives.
2. The Investment Funds make up a permanent fund. As such, the investment objectives require disciplined and consistent management philosophies that accommodate all those events that are relevant, reasonable, and probable.
3. Careful asset management should insure a total return (yield plus capital appreciation) necessary to at least preserve and hopefully enhance in real dollar terms the principal of the fund, while providing a dependable source of liquidity from the fund for the organization's current purposes.
4. The purpose of equity investments is to provide current income and appreciation of principal.
5. The purpose of fixed income investments is to provide a predictable and dependable source of income and to reduce portfolio volatility.
6. The fixed income and equity portions of the investment portfolio shall be diversified in order to provide reasonable assurance that a single security (investment) or class of securities (investments) will not have meaningful impact on the total portfolio.
7. The investment managers will have full investment discretion with the understanding that the assets will be invested with care, skill, prudence, and diligence.

Asset Allocation

The asset mix of the investment funds will range within the following limits:

	Range	Target
Cash and cash equivalents	0-10%	5%
Fixed income securities	0-40%	25%
Common stocks (including convertibles)	55-75%	70%

Equity Investment

1. Industry and company investments shall be based upon fundamental financial analysis of prospects for an acceptable return over a two to three year period. Emphasis should be placed on the capital appreciation and growth of earnings.
2. Investments shall be made primarily in well-established, quality companies with adequate marketability. Quality is not synonymous with size or recognition. Further, it is recognized that equity investments in high quality, well established, smaller companies (e.g. capitalized at \$100 to \$500 million) could represent superior vehicles for preservation and enhancement of capital.
3. The investment manager shall not invest more than five percent of the assets of the fund in securities of organizations having a record of less than five years of operation.
4. The investment manager shall not concentrate more than thirty percent of the market value of the fund in any single industry or more than five percent in any single company without prior approval of the Officers of the Foundation.
5. Investments in equity or debt issues of smaller or small emerging companies may be made within the overall guidelines expressed in this statement. These investments may not be made in restricted stock or unregistered or privately placed securities without prior approval of the Officers of the Foundation.
6. The use of options, futures and other hedging strategies is only permissible subject to prior review and approval by the Officers of the Foundation.
7. The investment managers shall not engage in the short selling of securities without prior approval of the Officers of Foundation
8. Investments in foreign securities are appropriate as a form of diversification. These investments may be made up to 15 percent of the total portfolio.
9. Convertible bonds must be limited to the first five grades of any national rating system.

Fixed Income Securities

1. The composition of the fixed income portion of the portfolio and selection of individual securities are matters of investment management discretion, developed primarily in response to changing market relationships, interest rate prospects, and economic circumstances.
2. The fixed income (excluding convertible issues) portion of the portfolio should be comprised of high quality issues limited to the first four grades of the national rating system at the time of purchase.
3. The weighted average maturity of the fixed income portion of the endowment portfolio should not exceed ten years unless approved by the Officers of the Foundation.

General

1. As a general guideline that applies to all assets managed, transactions should be entered into on the basis of best execution, which normally means best-realized price.

Investment Manager

1. The investment manager is responsible for frequent and open communication with the organization on all significant matters pertaining to the assets managed. Periodic objective evaluations of the investment manager will be done.
2. The Foundation's Development & Finance Committee will meet as necessary with investment managers. The frequency of these meetings will in part be determined by the performance evaluation results compared to predetermined objectives and manager characteristics. However, meetings will occur at a minimum of one time each year. The Foundation's Board of Trustees and officers will also be encouraged to attend these meeting. Hiring and replacing investment managers is the responsibility of the Foundation with recommendations from the Development & Finance Committee approved by the Board of Trustees.
3. Custodial responsibility for all securities will be approved by the officers of the Foundation.

YLS MOCK TRIAL COMPETITION FUND GRANT TARGET

Approved by the CBF Board of Trustees February 5, 2018

The targeted grant budget for the Young Lawyers Section Mock Trial Competition Fund (Mock Trial) is based on the following spending policy:

- Restricted balances of the Mock Trial Fund of the prior three years at CBF budget time

PLUS

- Restricted balances of the Mock Trial Fund of the current year at CBF budget time

EQUALS

- Rolling four-year average Mock Trial restricted balance

MULTIPLIED

- By five percent

EQUALS

- Mock Trial GRANT TARGET for the CBF budget.

Additional information:

- The average four-year investment balance maintains a conservative approach which reduces impact of overall fluctuations in the market.
- All investment balances are at fair market value which is per generally accepted accounting principles.
- Restricted balances include allocated interest, dividend income and realized and unrealized gains/losses.
- Release is no greater than the spending policy and no more than the actual expenses incurred.

RECORD RETENTION POLICY

Approved May 26, 2009

Introduction

To facilitate the efficient and effective operation of our organization, the Cincinnati Bar Foundation (“CBF”) is implementing this Record Retention Policy (“Policy”). All officers, directors, employees and volunteers shall comply fully with it. CBF records are all records created or received in the ordinary course of business. Generally speaking, such records include, without limitation, documents (and copies), contracts, desktop calendars, appointment books, and expense records.

The law requires the CBF to maintain certain types of records for a specific period of time. Failure to retain those records for those minimum periods could subject an individual and/or the CBF to serious legal and financial consequences.

Objective

Records should not be retained once they no longer are needed for the CBF’s operations or are no longer required to be kept under applicable law. Unnecessary records should be eliminated from the files. The cost of maintaining and/or storing records can reach unnecessarily high levels if prudent housekeeping is not performed. Moreover, an unmanageable mass of records also makes it more difficult to locate pertinent records.

Consequently, the CBF has implemented this Policy to: ensure legal compliance; retain important records for reference and future use; discard records that are no longer necessary for the proper functioning of the CBF; organize important documents for efficient retrieval; and to set forth which records should be retained, the length of such retention, means of storage, and when and how they should be discarded. Several categories of documents that merit special consideration are identified below. While minimum retention periods are suggested, the retention of the records identified in the following list (and those not expressly listed) should be determined primarily by the application of the general guidelines affecting document retention as well as the “Litigation Hold” exception detailed in the next section. Any questions concerning whether a particular record(s) should be discarded shall be directed to CBF’s Counsel.

Litigation Hold Exception

There is one very important exception to any disposal of records schedule. If an individual believes, or if the CBF informs him/her, that certain CBF records, including electronic records, are relevant to litigation, potential litigation (i.e., a dispute that could result in litigation), or a government inquiry or investigation, then he/she immediately must preserve those records until CBF’s Counsel determines they are no longer needed. If an individual believes that certain records are relevant to litigation or a government inquiry/investigation, then he/she immediately shall notify CBF’s Counsel. This “Litigation Hold” exception supersedes any previously or subsequently established record retention/disposal schedule for those records.

Work in Progress

This type of recorded information serves as the record while in development. Once the final document is approved, the work in progress document should no longer be considered the business record. Unless subject to a Litigation Hold or if the draft serves some other practical purpose, draft documents should be disposed of as soon as the final version is complete. It is the individual’s responsibility to dispose of draft documents in accordance with authorized procedures.

Duplicates/Copies

Creation and use of multiple copies should be avoided whenever practicable. At no time should a copy of a record be used to supersede the original version. All copies are subject to disposal as set forth in this Policy.

Minimum Retention Periods for Specific Categories

(*Subject to Litigation Hold Exception*)

STORAGE

Physical records that need to be stored outside of an individual's office or work area may be sent to the basement for additional storage. The requesting individual (with approval from CBF Counsel) must designate a disposal date for the records stored in the basement storage area based on the Policy's retention schedule.

RECORDS DISPOSAL

Unless subject to a Litigation Hold, all hard copy documents containing member and/or sensitive CBF information must be shredded. This includes records that have not been classified for specific retention periods. Periodically, the CBF will utilize outside entities to dispose of documents pursuant to this Policy. Upon notification of the scheduled on-site visit, all targeted documents will be marked and moved to a designated area for disposal purposes. Contact CBF Counsel with any questions.

NON-COMPLIANCE

Individuals shall not dispose of any record outside the guidelines of the CBF's retention schedule. If an individual believes he/she may have inadvertently discarded a record, he/she immediately must notify CBF's Counsel. If an individual is aware that someone else is disposing of any CBF records in violation of this Policy, he/she also shall immediately report the matter to CBF's Counsel.

MISCELLANEOUS

The CBF may, from time to time, amend this Policy to reflect changes in operational or legal requirements. The CBF is voluntarily adopting this Policy. No additional cause of action against it (other than that already provided by law) shall result from the adoption of this Policy.

File Category	Item	Minimum Best Practice Retention Period
Corporate Records	Bylaws and Articles of Incorporation	Permanent
	Corporate resolutions	Permanent
	Board and committee meeting agendas and minutes (one set)	Permanent
	Lobbying – Ohio (all documents directly relating to lobbying registration statements, such as receipts or invoices showing expenses)	3 years
Finance and Administration	Financial statements (audited)	Permanent
	Invoices	7 years
	Purchase orders	7 years
	Loan documents and notes	Permanent
	External audit reports	Permanent
	Journal entries	7 years
	Bank deposits and statements	7 years
	Donations	7 years
	Chart of accounts	7 years
	Expense reports	7 years
	General ledgers and journals, including bank reconciliations	7 years
	Accounts payable/receivable ledgers	7 years
	Investment records	Permanent
	Equipment files and maintenance records	7 years after disposition
	Contracts	15 years after termination/expiration
	Inventory records	7 years
	Correspondence – general	2 years
	Correspondence – legal	Permanent
Insurance Records	Records and policies	Permanent
	Accident reports	7 years
	Fire inspection records	7 years
	Claims (after settlement)	7 years
Real Estate	Deeds, mortgages, security agreements	Permanent
	Leases (expired)	7 years after all obligations end
Tax	IRS exemption determination and related correspondence	Permanent
	IRS Form 990s (Form only)	Permanent

File Category	Item	Minimum Best Practice Retention Period
	Tax returns (Form 990 with support)	7 years
	Correspondence - accountants	7 years after applicable return is filed
Communications	Press releases	7 years
	Annual reports	Permanent (1 copy)
	Other publications	7 years
	Press clippings	7 years
Donor Services	Restricted Fund agreements	Permanent
	Correspondence – acknowledgment of gifts and grant requests	3 years
	Donor fund statements	Permanent
Grants	Applications	3 years
	Recipient Info (documents related to selection process)	3 years
Human Resources	Employee personnel records (offer letters, performance evaluations, discipline, commendations, employee statements, investigation notes)	7 years after termination from employment
	Retirement plan benefits (plan descriptions, plan documents)	Permanent
	Employee handbooks (one set)	Permanent
	Workers comp claims (after settlement)	7 years
	Garnishments	7 years
	Solicited employment applications/resumes of non-employees	7 years from date of document or date of hiring decision, whichever is later
	IRS Form I-9 (store separate from personnel file)	Greater of 1 year after end of service, or three years
	OSHA forms related to injuries and illness	5 years (following the end of the year to which they relate)
	OSHA records related to medical exams or records indicating exposure to toxic substances	30 years after termination from employment
	Payroll records (compensation history, pay rate, payroll deductions, time cards)	7 years after termination from employment
	Unemployment compensation documentation	5 years
	Workers compensation documentation	5 years
Technology	Software licenses and support agreements	7 years after all obligations end
	Trademarks, registration, patents, and copyrights	Permanent

RESTRICTED FUND POLICY

Approved February 2, 2004, amended April 9, 2018, amended August 9, 2021

A “Justice Fund” is a named contribution to the general fund and may be established in recognition of an attorney with a gift of \$15,000 by one or more contributors (a group of attorneys, associates and family members). Those designated and honored by a “Justice Fund” receive special recognition in the form of a permanent copper-etched plaque and biographical sketch maintained at the Cincinnati Bar Center.

A “Designated Justice Fund” earmarked for a specific project or area of interest may be created with a gift of \$125,000. The \$125,000 may be achieved through a five-year pledge with an initial minimum gift of \$25,000. If the \$125,000 pledge is not fulfilled in the five-year term, the funds will revert to the General Fund.

An annual operating expense fee of 1% will be required for all designated funds. Realized and Unrealized gains or losses will be allocated on an annual basis.

POLICY FOR THE SUBMISSION OF CONCERNS

Approved May 26, 2009

Purpose.

The Cincinnati Bar Foundation (“CBF”) strives to maintain a workplace where trustees, officers, and employees may promptly report any concerns regarding the CBF’s business practices, including suspected violations of law, ethical principles, or policy (“Concerns”) by the CBF, or by its employees, officers, or trustees -- without fear of reprisal. This Policy is intended to provide a mechanism for officers, trustees, and employees to raise good faith Concerns and to protect those who report those Concerns from retaliation. It also is intended to encourage and enable employees and others to raise Concerns within the CBF prior to seeking resolution outside the CBF.

No Retaliation.

No trustee, officer, or employee, who in good faith reports such a Concern or who participates in the investigation of a Concern, shall suffer harassment, retaliation, or other adverse employment consequence. A trustee, officer, or employee who retaliates against someone who has reported a Concern in good faith or who participates in the investigation of a Concern, is subject to discipline up to and including termination of employment or removal from office.

Reporting Responsibility.

It is the responsibility of all trustees, officers, and employees, of the CBF to promptly report any such Concerns.

Reporting Procedures.

A Concern should promptly be reported to the Director, the CBF President, or any member of the CBF’s Executive Committee.

Once a Concern is reported, it promptly will be reviewed to determine whether its subject matter falls within the scope of this Policy. If the Concern does not fall within the scope of this policy, it may be forwarded, as deemed appropriate, for follow up and possible investigation pursuant to any applicable policy or procedure.

Concerns and/or reports of suspected retaliation will be investigated promptly and, in a manner, intended to provide confidentiality (to the extent practicable) consistent with the need to conduct an effective and complete investigation. The Director or the CBF President, will conduct or designate other internal or external parties, as the CBF deems necessary, to conduct the investigation. Appropriate corrective action will be taken if warranted by the investigation. The investigating party will directly notify the reporting individual of his/her findings.

The CBF is voluntarily adopting this Policy. No additional cause(s) of action against the CBF (other than that already provided by law) shall result from the adoption of this Policy.

STATEMENT OF TRAVEL EXPENSE REIMBURSEMENT POLICY

Approved May 26, 2009

This Travel Expense Reimbursement Policy, hereinafter the "Policy," is intended to pertain to travel conducted on behalf of the Cincinnati Bar Foundation, hereinafter the "CBF," and shall apply to all employees, officers, trustees, and anyone else traveling for a CBF related purpose, hereinafter collectively "Employees," and seeking reimbursement from the CBF.

1. Approved Reimbursement. As set forth herein, ordinary and necessary business expenses incurred by Employees when traveling or meeting on CBF business will be reimbursed by the CBF only if:

- (A). The documented expenses are authorized in the approved budget, or
- (B). The expenses are approved in advance by the Executive Committee as a request for funds not in the budget, or
- (C). The expenses are approved, in writing, by the Director, but only where the necessity for travel could not have been reasonably foreseen in time for approval under (A) or (B) above. If it is the Director who is traveling, then by the Treasurer.

2. Limitations on Expenditures

- (A). Use of a personal automobile will be reimbursed at the then current federal standard mileage rate, hereinafter "Mileage," for non-commuting travel within the Greater Cincinnati Area. The CBF may require documented proof of insurance before permitting an Employee to use his or her personal automobile for CBF business. Expenses will be reimbursed for parking (related to business travel) as determined by the Director or authorized designee.
- (B). Upon prior written approval of the Director or authorized designee, and when non-commuting business travel within the Greater Cincinnati Area reasonably necessitates the use of public transportation (e.g., taxi, bus), ordinary and necessary business travel expenses will be reimbursed.
- (C). When business travel outside of the Greater Cincinnati Area necessitates the use of public transportation, ordinary and necessary business travel expenses will be reimbursed up to the cost of an economy class airfare on such public transportation.
- (D). When an Employee's personal automobile is used for transportation outside of the Greater Cincinnati Area, it will be reimbursed at the rate established by the CBF, but not to exceed the cost of an economy class airfare plus reasonable ground transfer costs.
- (E). In the event that the Employee is using a personal automobile for an authorized trip, and in the further event that the use of a rental car will be less expensive than reimbursing the Employee for Mileage, then the Employee may be required by the CBF to rent such automobile. This decision will be made by the Director, or if it is the Director who is traveling, then by the Treasurer.
- (F). The costs of reasonable meals (including tips), entertainment and single rate lodging, consistent with business needs/ purpose, location, and other relevant factors, in a moderate price range when available, will be reimbursed. At the sole discretion of the Director or authorized designee, the CBF may elect to reimburse Employees based on the Meals/Incidental Federal Per Diem rate.
- (G). Miscellaneous ordinary and necessary business and travel expenses (e.g., bridge tolls, parking fees, pay station phone business calls, internet access, and detailed cell phone charges) will be reimbursed. However, personal expenses incurred while traveling are not CBF business expenses and will not be reimbursed.
- (H). The CBF will not reimburse Employees for transportation between an Employee's home and the office, payment of traffic fines or penalties incurred. Further questions concerning other incidental business expenses should be referred to the Director or authorized designee.
- (I). No expenses directly attributable to spouses should be charged to, or reimbursed by, the CBF without the expressed consent of the Executive Committee.

3. Expense Statement. To receive reimbursement, the Employee must complete an expense statement after expenditure is incurred. The expense statement must be submitted to the Director or authorized designee for review and approval for payment within 30 calendar days after expenditure is incurred. Supporting documents such as receipts, cancelled checks, or invoices are required. All travel advance requests must be submitted, in writing, and approved by the Director or authorized designee at least seven (7) calendar days before the targeted travel date. Moreover, for travel expenses, the Employee shall provide the following information: date, amount, time, place, and business purpose.

For business-related cultivation expenses, the Employee shall provide for payment: the nature of the business discussed, the business benefit expected to be derived, and the business relationship of the involved person(s). The CBF shall not process any reimbursement requests, which fail to satisfy these documentation requirements.

The Treasurer of the CBF shall review and approve the expense statements of the Director and the President. The President shall review and approve the expense statements of the Treasurer. All other expense statements shall be reviewed and approved for payment by the Director or authorized designee.

4. Reimbursement from Outside Entities

- (A). For some meetings the American Bar Association, or potentially some other entity, reimburses some or all the expenses of the Employee. Employee is responsible for claiming such expense reimbursement, and the amount reimbursed shall be deducted from the total amount of expenses sought to be reimbursed to Employee.
- (B). In the event Employee fails to claim such reimbursement from the outside entity, the amount, which would have been reasonably reimbursed to Employee, shall still be deducted from the amount Employee would have received in full reimbursement from the CBF.

RESOLUTION TO ESTABLISH THE KENNETH D. JAMESON HEALTH AND WELL-BEING FUND

Approved June 27, 2012, amended April 9, 2018

The following Resolution was adopted by the Cincinnati Bar Foundation Board of Trustees at its regular meeting on June 27, 2012 and amended on April 9, 2018.

BE IT RESOLVED, that the Cincinnati Bar Foundation hereby establishes a “Designated Justice Fund” in tribute to the Kenneth D. Jameson effective this 27th day of June, 2012. This restricted fund, to be known as the Kenneth D. Jameson Health and Well-Being Fund, will use its income and principal to further the endeavors of the Cincinnati Bar Association Health and Well-being Committee. The fund will be used to promote attorney well-being by providing education, peer-to peer support and resources to attorneys and law students in the areas of mental health, emotional balance, stress management and addiction. Unless designated, no donations to the Cincinnati Bar Foundation will be added to the Kenneth D. Jameson Health and Well-Being Fund, other than by board resolution.

A “Designated Justice Fund” earmarked for a specific project or area of interest may be created with a gift of \$100,000. The \$100,000 may be achieved through a five-year pledge with an initial minimum gift of \$25,000. If the \$100,000 pledge is not fulfilled in the five-year term, the funds will revert to the General Fund.

An annual operating expense fee of 1% will be required for all designated funds. Realized and Unrealized gains or losses will be allocated on an annual basis.

BE IT FURTHER RESOLVED that in the event the CBA Health and Well-being Committee ceases to exist for a period of three consecutive years, then at the discretion of the Trustees of the Cincinnati Bar Foundation the entire amount of the fund will be used for programs with a similar purpose.

RESOLUTION TO RE-ESTABLISH THE LEGACY FOR JUSTICE SOCIETY

Approved August 1, 2005

The following Resolution was adopted by the Cincinnati Bar Foundation Board of Trustees at its regular meeting on August 1, 2005:

BE IT RESOLVED that the Cincinnati Bar Foundation hereby re-establishes the “**Legacy for Justice Society**” the 1st day of August 2005. The “**Legacy for Justice Society**”, originally created in 1994, is a membership society for lawyers, listing the CBF in their will.

The “Legacy for Justice Society”, a membership program that asks attorneys to give a planned gift by putting the Cincinnati Bar Foundation in their will. The Cincinnati Bar Foundation will use the bequest for mission related programs in the future. Unless designated to an existing restricted fund, all donations to the Cincinnati Bar Foundation “**Legacy for Justice Society**” will be added to the general fund.

RESOLUTION TO ESTABLISH THE WILLIAM A. MCCLAIN SCHOLARSHIP FUND

Approved October 7, 2013, amended April 9, 2018

The following Resolution was adopted by the Cincinnati Bar Foundation Board of Trustees at its regular meeting on October 7, 2013 and amended on April 9, 2018.

WHEREAS the Cincinnati Bar Foundation has contributed to the funding of the William A. McClain Scholarship awarded by the Black Lawyers Association of Cincinnati for more than 15 years.

BE IT RESOLVED that the Cincinnati Bar Foundation hereby establishes the William A. McClain Scholarship Fund effective the 7th day of October 2013. This restricted fund will use its income to award an annual scholarship to an African-American/Black student and Hamilton County, Ohio resident attending any ABA accredited law school. The scholarship will be awarded jointly with the Black Lawyers Association of Cincinnati (BLAC). The BLAC will select the recipient based on demonstrated leadership potential and dedication to the community. This scholarship is an appropriate tribute to Judge McClain, who has inspired and befriended young attorneys establishing themselves in the legal profession. Unless designated by the contributor, no donations to the Cincinnati Bar Foundation will be added to the William A. McClain Scholarship Fund, other than by board resolution. The board of trustees, by resolution, reserves the right to use principal to support purposes stated, if necessary.

An annual operating expense fee of 1% will be required for all designated funds. Realized and Unrealized gains or losses will be allocated on an annual basis.

BE IT FURTHER RESOLVED that in the event the BLAC fails to award the McClain Scholarship for a period of three consecutive years, then at the discretion of the Trustees of the Cincinnati Bar Foundation, the entire amount of the fund will be used for programs with a similar purpose.

RESOLUTION TO ESTABLISH THE JOHN L. MUETHING LIFETIME ACHIEVEMENT IN LAW AWARD FUND

Approved April 12, 2010

Keating, Muething & Klekamp proposes to establish a "Designated Justice Fund" to name the Cincinnati Bar Foundation's Lifetime Achievement in Law Award after its founder, John L. Muething. To further the purposes of the Cincinnati Bar Foundation and fund this award on a continuing basis, KMK proposes the following:

During the 5 years beginning 2009, KMK and its attorneys will contribute \$100,000 to the Cincinnati Bar Foundation. This contribution will include contributions by KMK attorneys to CBF's annual 50/50 Campaign, or its successor or equivalent and any other contributions given to CBF by KMK attorneys. KMK will contribute to CBF at least the difference between \$25,000 and such total contributions by KMK attorneys on or before March 1 in the following year, beginning March 1, 2010. KMK will then contribute to the CBF at least the difference between \$18,750 and such total contributions by KMK attorneys for the next four years or until the \$100,000 is achieved.

CBF and KMK will jointly prepare a short description of John Muething's life and career which will be used on a continuing basis relating to the award.

RESOLUTION TO ESTABLISH THE MICHAEL H. NEUMARK CALL SCHOLARSHIP & DEVELOPMENT FUND

Approved April 21, 1998, amended April 9, 2018

The following Resolution was adopted by the Cincinnati Bar Foundation Board of Trustees at its regular meeting on April 21, 1998, amended on October 6, 2003, on June 22, 2005 and on April 9, 2018.

BE IT RESOLVED that the Cincinnati Bar Foundation hereby established the Michael H. Neumark Cincinnati Academy of Leadership for Lawyers (CALL) Scholarship & Development Fund effective the 21st day of April 1998. This fund will use its income and principal to support the purposes of the CALL program. CALL program, alumni, corporate, law firm and individual donations are encouraged to further the purposes of CALL. Unless designated, no donations to the Cincinnati Bar Foundation will be added to the CALL Scholarship & Development Fund, other than by board resolution.

An annual operating expense fee of 1% will be required for all designated funds. Realized and Unrealized gains or losses will be allocated on an annual basis.

BE IT FURTHER RESOLVED that in the event the CALL program ceases to exist for a period of three consecutive years, then at the discretion of the Trustees of the Cincinnati Bar Foundation the entire amount of the fund will be used for programs with a similar purpose.

RESOLUTION TO ESTABLISH THE ROUND TABLE FOUNDERS' FUND

Approved April 21, 1998, amended April 9, 2018

The following Resolution was adopted by the Cincinnati Bar Foundation Board of Trustees at its regular meeting on April 21, 1998 and amended on April 9, 2018.

BE IT RESOLVED that the Cincinnati Bar Foundation hereby established the Round Table Founder's Fund effective the 21st day of April 1998. This restricted fund will use its income to further the law related charitable endeavors of the Black Lawyers Association of the Cincinnati (BLAC)/Cincinnati Bar Association (CBA) Round Table through its funding of, but not limited to the Summer Work Experience in Law (SWEL) and Minority Clerkship programs. This fund will be initially established through a \$10,000 contribution from the general fund of the Cincinnati Bar Foundation, with additional donations encouraged to further the purpose of the Round Table Founder's Fund. Unless designated, no donations to the Cincinnati Bar Foundation will be added to the Round Table Founder's Fund, other than by board resolution. The board of trustees, by resolution, reserves the right to use principal to support purposes stated if necessary.

An annual operating expense fee of 1% will be required for all designated funds. Realized and Unrealized gains or losses will be allocated on an annual basis.

BE IT FURTHER RESOLVED that in the event the BLAC/CBA Round Table ceases to exist for a period of three consecutive years, then at the discretion of the Trustees of the Cincinnati Bar Foundation the entire amount of the fund will be used for programs with a similar purpose.

RESOLUTION TO ESTABLISH THE JUDGE JULIA A. STAUTBERG JUSTICE FUND

Approved August 30, 2010, amended April 8, 2019

The following Resolution was adopted by the Cincinnati Bar Foundation Board of Trustees at its regular meeting on August 30, 2010, amended on April 7, 2014 and on April 8, 2019.

BE IT RESOLVED, that the Cincinnati Bar Foundation hereby establishes a “Designated Justice Fund” in tribute to the Honorable Julia A. Stautberg effective this 30th day of August 2010. This fund, to be known as the Judge Julia A. Stautberg Justice Fund will use its income and principal to support the following purposes:

- Fostering and maintaining the honor and integrity of the legal profession
- Improving the quality of justice for women and promoting its access by women
- Encouraging knowledge and understanding of the law by women
- Improving the quality of justice through supporting mental health initiatives
- Support programs to improve the administration of and access to justice in our community

It is the intent of the Cincinnati Bar Foundation to award a \$5,000 grant on an annual basis to provide for new projects to address ever-changing needs that serve the above purposes in our community. Such grants shall be awarded each year and shall be publicly acknowledged as being grants from the Judge Julia A. Stautberg Justice Fund. Judiciary, corporate, law firm and individual donations are encouraged to further the purposes of the Judge Julia A. Stautberg Justice Fund for the next five years or until the \$100,000 is achieved. Unless designated, no donations to the Cincinnati Bar Foundation will be added to the Judge Julia A. Stautberg Justice Fund, other than by board resolution.

An annual operating expense fee of 1% of will be required for all designated funds. Realized and Unrealized gains or losses will be allocated on an annual basis.

A “Designated Justice Fund” earmarked for a specific project or area of interest may be created with a gift of \$100,000. The \$100,000 may be achieved through a five-year pledge with an initial minimum gift of \$25,000. If the \$100,000 pledge is not fulfilled in the five-year term, the funds will revert to the General Fund.

RESOLUTION TO ESTABLISH THE YOUNG LAWYERS SECTION MOCK TRIAL COMPETITION FUND

Approved April 21, 1998, amended April 9, 2018

The following Resolution was adopted by the Cincinnati Bar Foundation Board of Trustees at its regular meeting on April 21, 1998 and amended on April 9, 2018.

BE IT RESOLVED that the Cincinnati Bar Foundation hereby establishes the Young Lawyers Section (YLS) Mock Trial Competition Fund effective the 21st day of April, 1998. This fund will use its income and principal to support the annual YLS Mock Trial Competition. Donations are encouraged to further the purpose of YLS Mock Trial Competition. Unless designated, no donations to the Cincinnati Bar Foundation will be added to YLS Mock Trial Competition Fund, other than by board resolution.

An annual operating expense fee of 1% will be required for all designated funds. Realized and Unrealized gains or losses will be allocated on an annual basis.

BE IT FURTHER RESOLVED that in the event the YLS Mock Trial Competition ceases to exist for a period of three consecutive years, then at the discretion of the Trustees of the Cincinnati Bar Foundation the entire amount of the fund will be used for programs with a similar purpose.

RESOLUTION TO ESTABLISH THE SHANDA L. SPURLOCK/DINSMORE SCHOLARSHIP FUND

Approved February 3, 2020.

The following Resolution was adopted by the Cincinnati Bar Foundation Board of Trustees at its regular meeting on February 3, 2020.

Dinsmore & Shohl (“D & S”) proposes to establish a “Designated Justice Fund” to establish the Shanda L. Spurlock Scholarship Fund with the Cincinnati Bar Foundation (“CBF”).

This restricted fund will use its income to award an annual scholarship to an African American/Black student attending the University of Cincinnati, Northern Kentucky University, or University of Dayton law school, who has demonstrated leadership potential and dedication to the community. The scholarship will be awarded jointly with the Black Lawyers Association of Cincinnati (“BLAC”). The BLAC will select the recipient based on demonstrated leadership potential and dedication to the community. This scholarship is an appropriate tribute to Ms. Spurlock.

To further the purposes of the Cincinnati Bar Foundation and fund this scholarship, D & S proposes the following:

During the 5 years beginning 2019, D & S and its attorneys will contribute the \$100,000 to the Cincinnati Bar Foundation. This contribution will include all contributions by D & S attorneys to the CBF. D & S will contribute to the CBF at least the difference between \$20,000 and such total contributions by D & S attorneys on or before March 1 in the following year, beginning March 1, 2020.

Except as set forth above and designated by the contributor, no donations to the CBF will be added to the Shanda L. Spurlock Scholarship Fund, other than by board resolution. The CBF board of trustees, by resolution, reserves the right to use principal to support purposes stated, if necessary.

In the event the BLAC fails to award the Spurlock Scholarship, for a period, D & S has the right to award the scholarship. If no scholarship is awarded after three consecutive years, then at the discretion of the Trustees of the CBF, the entire amount of the fund will be used for programs with a similar purpose.

CBF and D & S will jointly prepare a short description of Ms. Spurlock’s life and career which will be used on a continuing basis relating to the scholarship.

An annual operating expense fee of \$1,000 (1% of \$ 100,000) will be required for all designated funds. Realized and Unrealized gains or losses will be allocated on an annual basis.

RESOLUTION TO ESTABLISH THE NATHANIEL R. JONES SCHOLARSHIP FUND

Approved April 11, 2022.

The following Resolution was adopted by the Cincinnati Bar Foundation Board of Trustees at its regular meeting on April 11, 2022.

Procter & Gamble (“P&G”) proposes to establish a “Designated Justice Fund” to establish the Judge Nathaniel R. Jones Scholarship with the Cincinnati Bar Foundation (“CBF”).

This restricted fund will use its income to award an annual scholarship to an African American/Black student attending the University of Cincinnati College of Law or Northern Kentucky University Chase College of Law, who has demonstrated a commitment to justice and service, in the tradition of Judges Jones. This scholarship will be awarded jointly with the Black Lawyers Association of Cincinnati (“BLAC”). A committee comprised of attorneys and BLAC members will select the recipient based on a commitment to justice and service, leadership potential, and need. This scholarship is an appropriate tribute to Judge Jones. To further the purposes of the Cincinnati Bar Foundation and fund this scholarship, P&G proposes the following:

In 2022, P&G will contribute \$75,000 to the Cincinnati Bar Foundation. A group comprised of P&G attorneys, BLAC, and those who wish to honor Judge Jones’s legacy will form a committee to ensure the remainder of \$50,000 is raised between this date and May 30, 2025.

Except as set forth above and designated by the contributor, no donations to the CBF will be added to the Judge Jones Scholarship Fund, other than by board resolution. The CBF board of trustees, by resolution, reserves the right to use principal to support purposes stated, if necessary.

CBF, BLAC, and P&G will jointly prepare a short description of Judge Jones’s life and career which will be used on a continuing basis relating to the scholarship

An annual operating expense fee of \$1,000 (1% of \$ 100,000) will be required for all designated funds. Realized and Unrealized gains or losses will be allocated on an annual basis.

SECTION IV: RESTRICTED FUNDS

RESTRICTED FUNDS

Cincinnati Bar Foundation Endowment

Contributions may be made at any time to unrestricted general endowment funds of the Cincinnati Bar Foundation. Such funds shall be maintained in an unrestricted endowment for the benefit of the Cincinnati Bar Foundation in conformity with law and with policies of the board of directors (the Board).

Kenneth D. Jameson Health and Well-Being Fund

The Kenneth D. Jameson Health and Well-Being Fund uses its income to further the endeavors of the Cincinnati Bar Association Health and Well-being Committee. These include promoting attorney well-being by providing education, peer-to-peer support and resources to attorneys and law students in the areas of mental health, emotional balance, stress management and addiction.

John P. Kiely Professional Award

This purpose of this fund is to provide an annual award from the Professionalism Committee for the Cincinnati Bar Association. The award honors the memory of John P. Kiely and recognizes a CBA trial lawyer member for possessing outstanding trial skills and demonstrating the highest degree of professionalism, civility and ethical standards in his or her day-to-day practice.

Judge Nathaniel R. Jones Scholarship Fund

This fund honors the memory of Judge Jones with an annual scholarship to an African American/Black student attending the University of Cincinnati College of Law or Northern Kentucky University Chase College of Law.

William A. McClain Scholarship Fund

Cincinnati Bar Foundation and the Black Lawyers Association of Cincinnati established the McClain Scholarship Fund for African-American law students with financial need as an appropriate tribute to Judge McClain. Through the years, Judge McClain continues to inspire and befriend young attorneys establishing themselves in the legal profession. This scholarship is given on an annual basis

Shanda L. Spurlock/Dinsmore Scholarship Fund

The purpose of this fund is to award an annual scholarship for an African-American/Black student attending law school at the University of Cincinnati, Northern Kentucky University or the University of Dayton based on leadership potential and dedication to the community.

Michael H. Neumark CALL Scholarship & Development Fund

The Michael H. Neumark Cincinnati Academy of Leadership for Lawyers (CALL) Scholarship & Development Fund uses its income and principal to support the purposes of the CALL program. Funding is provided for programming and for annual scholarships based on merit and need.

Round Table Founders' Fund

The Round Table Founder's Endowment Fund uses its income to further the law related charitable endeavors of the Black Lawyers Association of the Cincinnati (BLAC)/ Cincinnati Bar Association (CBA) Round Table through its funding of, but not limited to the Summer Work Experience in Law (SWEL) and Minority Clerkship programs.

Judge Julia A. Stautberg Justice Fund

This fund honors the memory of Judge Stautberg and uses its income and principle to support: Fostering and maintaining the honor and the integrity of the legal profession; Improving the quality of justice for women and promoting its access by women; and Encouraging knowledge; and Understanding of the law by women and Improving the quality of justice through supporting mental health initiatives.

John W. Warrington Community Service Award Fund

This purpose of this fund is to provide an annual Community Service Award. The award honors the memory of John W. Warrington and recognizes a CBA attorney member or members who have performed extraordinary volunteer service to the community.

Young Lawyers Section Mock Trial Competition Fund

The Young Lawyers Section (YLS) Mock Trial Competition Fund uses its income and principal to support the annual YLS Mock Trial Competition. Annual funding is provided to support the Ohio Mock Trial Competition. Attorneys volunteer to teach teams from area high schools about citizenship and the justice system by staging mock trials.

SECTION V: AWARDS & EVENTS

JOHN L. MUETHING LIFETIME ACHIEVEMENT IN LAW AWARD

JOHN P. KIELY PROFESSIONALISM AWARD

JOHN W. WARRINGTON SERVICE AWARD

ANNUAL EVENTS



John L. Muething
Lifetime Achievement in Law Award-2022
Nomination Form

The John L. Muething Lifetime Achievement in Law Award is presented for 50 years of exemplary service as a lawyer. Members 75 and older are also eligible. Through his or her distinguished career, the honoree reflects the highest principles and traditions of the legal profession.

We encourage you to nominate a colleague who is deserving of this prestigious award. Please answer the questions listed below on a separate sheet (three pages or less) with information supporting your nomination. Each nomination should include the following information:

1. Brief Biographical Information
2. Career Highlights
3. Professional Awards and Achievements
4. List any Information on nominee's contributions to the profession
5. List any information on nominee's contributions to the system of justice
6. List any information on nominee's contributions to the community

Nominee's Name: _____	Nominated by: _____
Firm/Co.: _____	Co./Organization _____
Address: _____	Address: _____
City, State, Zip: _____	City, State, Zip: _____
Phone: _____	Phone: _____
Date submitted: _____	

Please mail, e-mail or fax nominations **NO LATER THAN July 8, 2022** to:

The Cincinnati Bar Foundation
Attn: Awards Committee
The Cincinnati Bar Center
225 East Sixth Street, Second Floor
Cincinnati, OH 45202-3209,
Tel: 513/699-1398 Fax: 513/381-0528
E-Mail: cbf@cincybar.org

JOHN L. MUETHING

LIFETIME ACHIEVEMENT IN LAW AWARD RECIPIENTS

- 1999 REUVEN J. KATZ (OCTOBER 28, 1999)
- 2000 *J. MACK SWIGERT, ESQ. (SEPTEMBER 29, 2000)
- 2001 NO AWARD GIVEN
- 2002 NO AWARD GIVEN
- 2003 *JOHN L. MUETHING (OCTOBER 16, 2003)
- 2004 POWELL MCHENRY (OCTOBER 21, 2004)
- 2005 BEA V. LARSEN (OCTOBER 19, 2005)
- 2006 *R. O. KLAUSMEYER (OCTOBER 18, 2006)
- 2007 DONALD P. KLEKAMP (OCTOBER 17, 2007)
- 2008 *JOHN (JACK) A. BENJAMIN (OCTOBER 23, 2008)
- 2009 HARRY H. SANTEN (OCTOBER 22, 2009)
- 2010 *HON. WILLIAM A. MCCLAIN (OCTOBER 21, 2010)
- 2011 THOMAS S. CALDER (NOVEMBER 9, 2011)
- 2012 *JEROME S. TELLER (OCTOBER 11, 2012)
- 2013 WILLIAM E. SANTEN, SR., *EUGENE P. RUEHLMANN (NOVEMBER 15, 2013)
- 2014 JAMES R. ADAMS (OCTOBER 17, 2014)
- 2015 *TIMOTHY A. GARRY, SR. (OCTOBER 21, 2015)
- 2016 EDMUND J. ADAMS, HON. NATHANIEL R. JONES (OCTOBER 31, 2016)
- 2017 MARK H. BERLIANT, ROBERT L. DAVIS, HON. TIMOTHY S. HOGAN (OCTOBER 31, 2017)
- 2018 KATHLEEN BRINKMAN, JAMES L. O'CONNELL (OCTOBER 23, 2018)
- 2019 CLIFFORD A. ROE JR., H. LOUIS SIRKIN (OCTOBER 16, 2019)
- 2020 MARIANNA BROWN BETTMAN, THOMAS D. HEEKIN (NOVEMBER 12, 2020)

AWARDS FUNDED THROUGH THE CINCINNATI BAR FOUNDATION

John P. Kiely Professionalism Award

The John P. Kiely Professionalism Award recognizes a trial lawyer for possessing outstanding trial skills and demonstrating the highest degree of professionalism, civility and ethical standards in his or her day-to-day practice. This annual award is presented by the Professionalism Committee of the Cincinnati Bar Association to honor the memory of attorney John P. Kiely. It is funded through a donation to the Cincinnati Bar Foundation in memory of John P. Kiely.

John L. Muething Lifetime Achievement in Law Award

The John L. Muething Lifetime Achievement in Law Award is presented for 50 years of exemplary service as a lawyer. Through his or her distinguished career, the honoree reflects the highest principles and traditions of the legal profession.

John W. Warrington Community Service Award

In 1997, the Cincinnati Bar Association created an annual Community Service Award. Funded through a donation in the Cincinnati Bar Foundation by the law firm of Graydon, Head & Ritchey, the award honors the memory of John W. Warrington and recognizes a CBA attorney member or members who have performed extraordinary volunteer service to the community. The award recipient is selected by the CBA Community Service Board Committee.

EVENTS

CBA-CBF All-Member Social

September 22, 2022 @ FC Cincinnati TQL Stadium

Senior Counselor Luncheon

August 23, 2022 @ Hilton Netherland Plaza

A luncheon event held to honor attorneys that have been in practice for 50 years or who are 75 years old.

Rock the Foundation

October 27, 2022 @ Woodward Theater

Annual Quid Pro Am Golf Outing

May TBD, 2023 @ Clovernook CC

Annual Golf Outing Fundraiser for the Cincinnati Bar Foundation

**Other Events may be scheduled throughout the year*

