

Here are the notes for **Ontario CIC Meeting**.

Action Items

Jessica Gribben

Get attendee email addresses

Collect email addresses from Amy and other attendees who haven't provided them yet – **done!**

Jessica Gribben

Research government official percentage cap

Ask about legality of putting maximum percentage cap on government officials serving on CIC board – **attorney question, will figure it out by next meeting.**

Jessica Gribben

Provide CIC agent legislation sample

Provide sample legislation to Andy regarding CIC acting as agent for the City of Ontario

Jessica Gribben

Research director liability insurance

Look into insurance coverage options for CIC director liability protection

Josh Bradley

Update council on CIC structure

Update council on Wednesday about CIC board names and structure

Overview

- Group aligned on establishing "Grow Ontario" as the new CIC name, moving away from previous Ontario Growth Corporation branding – This is still up for discussion until we file the paperwork! Come with your brilliant ideas!
- Initial board size set at **7** members with minimum **40%** required to be public officials
- Board structure designed with staggered terms: **4-year** for private sector members
- Articles of incorporation reviewed with focus on economic development powers and public-private partnership capabilities

- Group emphasized need for balance between government oversight and independent operation

Legal requirements for public officials on board

- Jessica clarified minimum **40%** of board must be public officials per Ohio Revised Code
- Group determined three public officials would serve: mayor, economic development chair, and safety service director. This will need to be updated if the board grows to maintain the 40% public, can be planning commission members, and appointed folks in addition to elected officials.
- Josh and Andy confirmed two public officials can meet without triggering sunshine laws, but three constitutes an official meeting
- Group agreed public official positions (mayor, economic development chair, safety service director) would be permanent board seats tied to the role

Organization name considerations

- Group decided Grow Ontario, but not married to that yet
- Jessica noted similar naming convention to "Grow Ashland" in nearby community
- Team agreed to distance new organization from previous "Ontario Growth Corporation" name to emphasize fresh start
- Amy supported new name to differentiate from previous organizations that had fizzled out

Initial board composition and size

- Group set initial board at **7** members
- Confirmed members include:
 - Three city officials (meeting **40%** requirement)
 - Beth Delaney (identified for extensive community experience)
 - Three additional private sector representatives
- Jessica noted importance of maintaining odd number for voting purposes

Board member terms and rotation structure

- Group decided on staggered term structure:

- **4-year** terms for private board members, will need to stagger additional board seats to avoid mass exodus
- Jessica recommended including term limits in bylaws
- Group agreed board should have power to remove members by majority vote, except required public officials
- Team aligned on need for succession planning in bylaws for resignations or departures

Articles of incorporation review

- Jessica presented standard nonprofit powers under Chapter 1702 of Ohio Revised Code
- Key powers reviewed:
 - Authority to buy, sell, and lease property
 - Ability to accept loans and grants
 - Power to issue bonds with board approval
 - Authorization to act as city agent for development activities
- Group requested adding specific language about property transactions and nonprofit partnerships
- Jessica confirmed need for attorney review before filing with state