

EXECUTIVE SUMMARY

INITIATIVE TO SUPPORT AND ENHANCE THE HEALTH AND SAFETY OF COUNTY OF SUMMIT RESIDENTS

Overview. The County of Summit (the “County”) has a unique opportunity to dedicate funds to support the health and safety of County residents. The County plans to commit funds for the purpose of addressing significant health and safety issues faced by its residents, with the goal of improving the overall health and safety of the County.

The County would accomplish its objective by establishing and funding a separate, tax exempt, charitable organization formed to benefit County residents. The organization would be operated as a “Supporting Organization” of the Akron Community Foundation (“ACF”). The County would jointly develop with ACF a leadership structure for the Supporting Organization involving a Board of Directors and committees through which thought leaders and experts will participate in framing the Supporting Organization’s initiatives and oversee its operations. The Board of Directors of the Supporting Organization will define the strategic initiatives and guide the Supporting Organization’s grant making, investments, and activities in an effort to address those health and safety issues most urgent to County residents and for which the Supporting Organization’s funding and involvement are likely to make a positive and meaningful difference.

It is expected that the Supporting Organization will:

- Fund innovative approaches designed to drive positive health and safety outcomes.
- Provide seed funding for new and creative health and safety, disease, and addiction prevention and/or treatment methodologies.
- Act as a convener to attract other funders and community partners for ongoing funding of successful projects initially funded by the Support Organization.

In addition, the Supporting Organization will have the flexibility to:

- Invest in prevention protocols to abate the onset of health and safety issues and
- Provide local first-dollar or matching funds for various initiatives,

in each case, as the Board of the Supporting Organization determines, considering those uses and investments of funds that best achieve the Supporting Organization’s overall objectives.

The expectation is that this initiative will be a unique and longstanding dedication of funds that could transform healthcare programs and outcomes, ultimately advancing the social determinants of health, wellbeing, and public safety of County residents.

Structure of the Supporting Organization; Charitable Purpose. The Supporting Organization would be an Ohio nonprofit corporation, and it would secure from the Internal Revenue Service tax-exempt status as a public charity described in I.R.C. § 501(c)(3). Consistent with this tax-exempt status, the Supporting Organization’s formation documents would expressly state that it is being organized for the benefit and support of, and to carry out the purposes of ACF to promote and enhance the health and public safety of County residents. Under O.R.C. §307.691, the County may donate funds to the Supporting Organization so long as doing so promotes public safety.

It is expected that the Supporting Organization’s purpose would be broadly stated but would include advancing positive mental health, the prevention and treatment of mental health issues, the prevention and treatment of addictions, and support for the recovery of individuals, families, and the community. This purpose should include, addressing the impact of the aforementioned on public safety within Summit County. It is anticipated that the Supporting Organization would periodically conduct, or cause to be conducted, community health and safety needs assessments in Summit County to inform it of the community’s most pressing health and safety issues and use this information and other information gathered by community partners to make holistic strategic decisions about which needs it will address from time to time. It is further anticipated that the Supporting Organization will support the ongoing licensing, maintenance and upkeep of the County’s investment in the “Unite Us” platform and/or any successor or other technologies which improve holistic care coordination and enhance outcomes for the health and public safety of Summit County residents.

Leadership of the Supporting Organization. It is expected that the Supporting Organization would have thirteen Directors. ACF will appoint seven Directors, and the County will appoint the remaining six Directors. This balance of ACF-appointed Directors and County-appointed Directors is required by Federal tax law for the type of charity classification best suited for the Supporting Organization. Directors shall not be compensated for their service.

Directors shall be appointed to serve for a term of one year and until their successors are appointed and qualified. No Director shall serve more than nine consecutive full one-year terms but may be re-appointed after a lapse of at least one year.

Any Director may, at any time, be removed from office for any cause deemed sufficient by the Board of Directors. In addition, three consecutive absences from regular meetings of the Board shall constitute an automatic resignation without any further action of the Board of Directors, unless the President of the Board has excused the absences.

The organizational documents of the Supporting Organization will provide that most actions taken by the Board of the Supporting Organization will require the affirmative vote of a majority of the Directors present at a Board meeting with a quorum present. A quorum would be a majority of the Directors then in office.

Fundamental actions including the amendment and restatement of the Supporting Organization’s formation documents, the merger or dissolution of the Supporting Organization, the distribution of the Supporting Organization’s assets upon liquidation and dissolution, and the transfer of a substantial portion of the Supporting Organization’s assets, will require a majority vote of all the

Directors (rather than a majority of those Directors present at a meeting with a quorum), with the separate approval of both a majority of the Directors appointed by the County and a majority of the Directors appointed by ACF.

Regular meetings of the Board of Directors shall be held at least six (6) times per year.

Committees. The organizational documents will provide for the following committees, appointed by the Board of the Supporting Organization:

- Investment (at least 3 members) - The members of the investment committee have responsibility for governance over investment policies, general policies, guidelines, investment performance and related risk management. Members of the investment committee should have a general understanding of investing, a tolerance for risk, and diversity of thought and experience. Ideally members will have investment, finance, banking, or legal background.
- Grantmaking (at least 7 members) – Responsible for soliciting, vetting, and recommending funding for innovative programs to address health and public safety issues of County residents that reflect the strategic objectives that have been defined by the full Board of Directors. These initiatives may include but not be limited to mental health issues, addiction, support recovery, and other pressing health and public safety concerns. Ideally the committee will include members who have diversity of thought and experience including but not limited to healthcare professionals specializing in mental health or addiction medicine, providing expertise on treatment modalities, or treating mental health disorders and addictions; public health leaders or advocates; peers who have overcome addictions or mental health challenges and can offer perspectives on the recovery journey; policy advocates with experience in health care priorities and funding allocations at the government level; and education and prevention specialists dedicated to mental health disorders or addiction prevention at schools. The Grantmaking Committee will make recommendations and provide guidance to the Supporting Organization Board, which will make all of the Supporting Organization’s grantmaking decisions. Funded program outcomes will be reviewed and monitored regularly by the Supporting Organization Board.
- Audit (at least 3 members) - Responsible for the recommendation to the Board of an independent auditor. Once an independent auditor is engaged by the Board, the Audit Committee will oversee the performance of the independent auditor. The Audit Committee will perform such other duties customarily delegated to a Board Audit Committee as may be assigned by the Board. Ideally members will have a finance, corporate, or legal background and diversity of thought and experience.
- Finance and Operations (at least 5 members, inclusive of the Board Treasurer) - Responsible for budget, contracts, employment, and general operations of the organization. Ideally members will have a finance, human resources, corporate, or legal background and diversity of thought and experience.

For all Committees, the Board should consider appointing persons with other experiences, or an ability to bring a holistic perspective of the community to their Committees, in addition to the backgrounds mentioned above.

Personnel/Staff Support for the Supporting Organization. It is expected that the County and ACF will identify a distinguished person in the community who can act as a spokesperson for the Supporting Organization during its organizational phase. The role of this individual will be to help deliver the messaging set by the County and ACF about the Supporting Organization's objectives and to promote the Supporting Organization and its benefits to the community. The County and ACF will agree on the initial level of day-to-day staff support required for the Supporting Organization, the extent to which the staff support will be supplied by ACF or hired directly by the Supporting Organization, and the costs of the staff support.

Funding. The County expects to commit to an initial contribution of \$45,000,000.00 to the Supporting Organization upon its receipt of tax-exempt status. Based on the Supporting Organization's success, the County may contribute additional funds in the future. The County would also welcome, and it anticipates that the Supporting Organization will receive, contributions from others in the community.

Investments, Audits, and Tax Reporting. The Supporting Organization's Board will appoint the investment advisory firm to manage the Supporting Organization's investments. At the inception of the Supporting Organization's operation, the Supporting Organization's funds may be managed alongside ACF's funds. The Supporting Organization's Board will consider the recommendations of the Audit Committee for an independent auditor and appoint the Supporting Organization's independent auditor. The Board will also appoint a public accounting firm to prepare the Supporting Organization's tax returns, which may be the same as the firm as the independent auditor, as the Board determines.

Publicity. Until the Supporting Organization is fully operational, communications about the Supporting Organization will be jointly approved by ACF and the County, including the communications that will be used by the initial spokesperson identified by the County and ACF for the Supporting Organization. Once operational the Supporting Organization will arrange for its own communications. The Supporting Organization will be featured from time to time in regular ACF publications.

Dissolution. If the Supporting Organization is as successful as expected in improving the health and safety of the County, the Supporting Organization should have a very long life. However, at dissolution, the Directors of the Supporting Organization will determine the charitable organizations, agencies, or bodies residing and conducting significant programming in Summit County that receive any remaining assets after the payment of the Supporting Organization's debts and liabilities. The recipients of the remaining Supporting Organization assets and the charitable purposes for which they must be expended will require the approval of a majority of all the Directors, with the separate approval of both a majority of the Directors appointed by the County and a majority of the Directors appointed by ACF.

Formal Reporting to County. ACF and the County will agree on the frequency of formal reporting by the Supporting Organization to the County. However, such frequency shall be not

less than annually. This reporting will occur principally for the purpose of allowing the County to determine that the funds it contributed are being used by the Supporting Organization to promote the health and public safety of the County. At minimum, these reports would include the Supporting Organization fund balance, its investment performance, grants made, and grant-funded program outcomes and studies performed.

Separate Organization. At all times, the Supporting Organization will be a freestanding organization, separate and apart from the County. Although the County will appoint Board members and potentially advisory committee members of the Supporting Organization, the County will not, and cannot under existing Federal tax law, control the Supporting Organization.