

**THE EAST WALNUT HILLS ASSEMBLY  
MONTHLY MEETING MINUTES  
Wednesday, November 6, 2024 at 7:00 PM  
St. Francis de Sales School Cafeteria**

Agenda Item	Discussion	Vote
Welcome	Jeff Butterbaugh, President of the EWHA Board, called the monthly meeting to order at approximately 7:15 p.m. Approximately 30 people attended the meeting in person. No Zoom option was provided.	None
1. Cincinnati Fire Department - Station 23	<p>Lieutenant Eddie presented an update for October.</p> <p><u>Fire Department runs for the month included:</u> 19 fires 415 EMS/medical This activity level is not out of the ordinary.</p> <p>Lieutenant Eddie reminded everyone to check their smoke detectors. As a general rule, the Fire Department recommends changing smoke detector batteries when you change your clocks (Daylight Savings). That will ensure they are up-to-date and working.</p> <p>Additionally, with Thanksgiving approaching, he reminded everyone that half of all home fires are started in the kitchen from cooking. It's important to remember to watch anything while cooking, keep children out of the kitchen, and treat turkey cookers with care.</p>	None
2. Cincinnati Police Report	<p>Officer Perry Locke presented the crime statistics for October.</p> <p><u>Crime Noted:</u> 0 Burglary/Breaking &amp; Entering, 4 Theft from Auto, 2 Auto Theft, and 3 Personal Thefts.</p> <p>Officer Locke noted that Walnut Hills is experiencing an increase in auto thefts. Therefore, he reminded everyone to take key fobs in and hide items in the car. Additionally, make sure outside lights are working and pay attention to your surroundings.</p> <p>Several additional classes of officers are starting across the city over the last month. They are primarily replacing retiring officers.</p> <p>Officer Perry Locke: 513-979-4433; Email: <a href="mailto:perry.locke@cincinnati-oh.gov">perry.locke@cincinnati-oh.gov</a>; Supervisor, Sergeant Sellers: 513-979-4470</p>	None
3. Bush Recreation Center Report	<p>Vanessa Henderson provided an update on the Bush Recreation Center activities.</p> <p>The Center is open Monday through Friday from 11AM-8 PM.</p> <p>Ms Henderson provided an update on several upcoming events. The Center is holding clothing and toy drives. Donations can be dropped off at any Cincinnati Recreation Center (CRC) location. The Center is also always open as a warming shelter.</p> <p>Ms Henderson also highlighted the Center's Friendsgiving celebration on November 19, which will include food and games.</p> <p>Feel free to contact Ms Henderson with questions or suggestions at 513-281-1286.</p>	None

4. Assembly Minutes	<p>A quorum of Assembly Board members was present for the meeting.</p> <p>The October 2 meeting minutes were approved, as submitted.</p>	Oct 2 meeting minutes approved
5. Treasurer's Report	<p>Vince Accorinti presented the September 2024 Treasurer's Report, which was posted to the website prior to the meeting. The only item out of the ordinary noted was the first installment of the flower pot program, which came through, as expected.</p>	None
6. Business Association (BA)	<p>Sara Siefring reported. The Business Association (BA) would like to submit an application to the Cincinnati Neighborhood Business District United (CNBDU) fund for \$3,600 to be used for Walk on Woodburn. All present are eligible to vote. There were 27 voting, 27 approved and 0 opposed to the motion.</p> <p><b><u>Upon Motion &amp; Second, EWHA votes to support the Business Association's NBSDF grant application for \$3600 to be used for Walk on Woodburn.</u></b></p>	YES - CNBDU grant application approved
7. Development Committee	<p>Stephen Ramos reported on several projects in the neighborhood.</p> <p>The William Howard Taft Properties at Taft and Ashland Ave is being developed by Brad Lauck. Brad will update DCDC members within the month on his potential plans for the properties. Additionally, he is planning to open 10 apartments at Woodburn and Dexter in spring 2025.</p> <p>The Woodburn Exchange is fully occupied and the developer will share updates on future phases and address the rundown condition of the former "union" building adjacent to Palette Studios. The developer has cleaned up graffiti and broken windows.</p> <p>The former UC Health Physicians property is still for sale, and the county appears ready to leave the MRDD building as well. DCDC members are in conversation with Holly Christmann, assistant county administrator, about the County's plans to vacate the 1520 Madison Road property. We invite EWH assembly members to share thoughts regarding the future use of the MDD building and property.</p> <p>Chelsea Clark is opening the STEM Lab on Woodburn Ave in the former Sundries space. <a href="https://cincsystemlab.com/">https://cincsystemlab.com/</a></p> <p>The DCDC-owned Community Garden continues to thrive with a waiting list for the garden's boxes.</p>	None
8. Communications	<p>Chris David reported. Communications for the membership drive will be sent out in December. However, anyone can renew online at any time.</p>	None
9. Beautification	<p>Marilyn Richey reported. The fall plantings were completed by the city. The pots at the Kiosk and Frances deSalles are planted by volunteers with plant donations from the Parks Department.</p> <p>On November 23 from 10AM-12PM volunteers will hang wreaths in the business district. Volunteers can sign up tonight or showup on November 23. Meet at 10AM at the kiosk.</p> <p>Additional volunteers are needed for traffic islands to weed and pick up trash through the Adopt-an-Island program.</p>	None
10. Pocket Park	<p>Jinny Berten reported. The current renovations to the Pocket Park will include additional landscaping and should be complete by mid-December.</p>	None
11. Farmers's Market	<p>Deb Dereshkevich reported. The Farmer's Market just finished the third season. Thanks to all the volunteers that made the season and Fall Festival a great success. The Fall Festival had ~700 in attendance.</p>	None

	<p>The Farmer’s Market team is working to enable online meat ordering over the winter from Brookside Farms. Find ordering information on the website. ewhfarmersmarket.com. Anyone is welcome to sign up for the newsletter as well.</p> <p>Winterfest will be hosted by the EWH Farmer’s Market, in partnership with the BA. The event will be held December 13-14 with Santa and other entertainment</p>	
12. Open Forum	<p>One item was shared.</p> <p>Cindy Star presented and reminded the Assembly about Preserve Scarborough Woods. Scarborough Woods is a protected green space bordered by Wold Ave, Dexter Place, and homes on Dexter Ave and Madison Rd. The non-profit will hold its annual meeting from 6:30-7PM on Tues, November 12 at the Evanston Recreation Center (3204 Woodburn Ave).</p> <p>Additionally, the next workday is 9AM-12PM on Saturday, November 16. Volunteers are welcome and appreciated to show up at 9AM at the Scarborough Woods entrance.</p> <p>For more information, <a href="http://www.visit.preservescarboroughwoods.org">www.visit.preservescarboroughwoods.org</a></p>	None
Adjournment	There being no other business, the meeting was adjourned at 7:37 p.m.	None

Assembly meeting pre-reading: [Agenda](#), [Police EWH Crime Statistics](#), [September 2024 Treasurer’s Report](#), [CNBDU grant application](#), and [Proposed Amendments to the Code of Regulation for The East Walnut Hills Assembly](#).

**THE NEXT MEETING OF THE ASSEMBLY WILL TAKE PLACE ON DECEMBER 4<sup>th</sup> AT 7:00 P.M.**  
Meetings will take place at the St. Francis de Sales School cafeteria.

Submitted by Brandi Yoder, Secretary  
Become a voting member of the Assembly by going to <https://eastwalnuthills.org> and signing up.

# **EAST WALNUT HILLS ASSEMBLY AGENDA**

**November 6, 2024 at 7:00 p.m.  
St. Francis De Sales School Cafeteria**

## **SPECIAL MEETING**

1. Welcome *Jeff Butterbaugh*
2. EWHA Code of Regulations Update
  - a. Introduction
  - b. Member of Assembly approval vote
3. Adjournment

## **REGULAR MONTHLY MEETING**

1. City Department Presentations
  - a. Cincinnati Police Department *Officer Perry Locke*
  - b. Cincinnati Fire Department
  - c. Bush Recreation Center, CRC *Center Coordinator Vanessa Henderson*
2. Approval of Minutes from the Assembly Meetings Oct 2, 2024
3. Treasurer's Report *Vince Accorinti*
4. Committee Reports *Various Committee Chairs*
  - a. *Business Ass. Funding (NBDSF) Vote* *Sara Seifring*
  - b. *Various Committee Updates* *Board*

**The next regular meeting of the Assembly will be held on  
Dec 4, 2024 at 7:00 pm  
St. Francis De Sales School Cafeteria**

Reach out to the EWHA Board at: [info@eastwalnuthills.org](mailto:info@eastwalnuthills.org)

Membership – To join go to [www.eastwalnuthills.org](http://www.eastwalnuthills.org)

Follow Your Neighborhood on Facebook: EastWalnutHills

Follow Your Neighborhood on Instagram: @EastWalnutHills

**East Walnut Hills Assembly  
Sign In**

Name (please print)	Are you a resident of EWH (y/n)?	Are you receiving emails from EWH Assembly (y/n)?	If you wish to be added to the EWH Assembly email list, please provide your email address.	Are you a Member of the EWH Assembly (y/n)? Must be current on dues.
Steve Ramos	Y	Y		X
Shika Brown	✓	?		Y I'll include
PETE Blackshaw	✓	?		Y " "
MARILYN RICHEY	yes	yes		yes
Janet Self	✓	✓		yes
Kate Walker	yes	✓		yes
Shannon O'Connor	Y	Y		yes
Cindy Starr	Y	Y		
Sara Siefring	Y	Y		yes
Ryan Crane	Y	Y		yes
Deb Dereshkevich	✓	Y		yes
WILLIAMS				

**East Walnut Hills Assembly  
Sign In**

Name (please print)	Are you a resident of EWH (y/n)?	Are you receiving emails from EWH Assembly (y/n)?	If you wish to be added to the EWH Assembly email list, please provide your email address.	Are you a Member of the EWH Assembly (y/n)? Must be current on dues.
Juricy Burton	Y	Y		yes
Jessy Burton	Y	Y		yes
Madison Davis	Y	N		N
Alana Abanathy	Y	N		N
Ann Saluke	Y	Y		Y
DRIS GORIS	Y	Y		
Kimberly Jacobs	Y	Y		X
DON YELTON	Y	Y		
Jim Helms	N	Y		X
Florence Parker	N	Y		N
CHRIS DAVIS	Y	Y		Y
VALERIE DALEY	Y	Y		Y
Michael Morrison	Y	Y		Y
RICHARD BOYDSTON	Y	Y		X
John McHugh	✓	✓		✓
BRANDI VODER	X	X	✓	
FREEMAN DURHAM	Y	Y	Y	

**EAST WALNUT HILLS ASSEMBLY**

Monthly Report  
9/1/2024 -- 9/30/2024

Category	Annual Budget	Month	Year to Date
	7/1/2024 6/30/2025	9/1/2024 9/30/2024	7/1/2024 9/30/2024
	<b>INCOME</b>		
Membership Dues	9,550.00	0.00	80.00
Grants	20,500.00	0.00	2,375.00
Other Contributions	250.00	0.00	0.00
Parking Revenue	57,500.00	7,002.76	27,942.55
Event Income	0.00	0.00	0.00
Sales	0.00	0.00	0.00
Other	0.00	0.00	0.00
<b>TOTAL INCOME</b>	<b>87,800.00</b>	<b>7,002.76</b>	<b>30,397.55</b>
<b>EXPENSES</b>			
Outreach	12,500.00	1,130.94	2,782.91
Administration	1,535.00	0.00	391.92
Business Association	17,229.00	800.00	1,635.00
Beautification	23,405.00	4,785.00	4,785.00
Event Committee	7,850.00	239.29	989.29
Woodburn Parking Lot	12,600.00	74.41	220.39
Madison Parking Lot	11,300.00	84.69	375.74
<b>TOTAL EXPENSES</b>	<b>86,419.00</b>	<b>7,114.33</b>	<b>11,180.25</b>
<b>OVERALL TOTAL</b>	<b>1,381.00</b>	<b>-111.57</b>	<b>19,217.30</b>

**BALANCE SHEET (Month)**

	8/31/2024	9/30/2024	Net Change
Operating Account	25,543.65	19,569.36	-5,974.29
Madison Parking Lot Acct (Restricted)	28,169.53	30,467.58	2,298.05
Woodburn Lot Acct	85,963.04	90,327.71	4,364.67
Business Association Acct	10,144.04	9,344.04	-800.00
Business Association PayPal	0.00	0.00	0.00
Cash	0.00	0.00	0.00
Advance to DCDC	-10.10	-10.10	0.00
Rainbow Building Promissory Note	20,924.04	20,924.04	0.00
<b>TOTAL CASH ACCOUNTS</b>	<b>170,734.20</b>	<b>170,622.63</b>	<b>-111.57</b>

**BALANCE SHEET (Year to Date)**

	6/30/2024	9/30/2024	Net Change
Operating Account	24,018.96	19,569.36	-4,449.60
Madison Parking Lot Acct (Restricted)	20,691.97	30,467.58	9,775.61
Woodburn Lot Acct	73,623.81	90,327.71	16,703.90
Business Association Acct	10,979.04	9,344.04	-1,635.00
Business Association PayPal	0.00	0.00	0.00
Cash	0.00	0.00	0.00
Advance to DCDC	162.19	-10.10	-172.29
Rainbow Building Promissory Note	21,929.36	20,924.04	-1,005.32
<b>TOTAL CASH ACCOUNTS</b>	<b>151,405.33</b>	<b>170,622.63</b>	<b>19,217.30</b>

# Cincinnati Recreation Commission

MACA, EWAC, and WHAC Month – November 2024  
Bush Recreation Center 2640 Kemper Lane – 281-1286

## Report Topics –

CRC is currently hiring for part-time positions. Municipal Worker – duties include general cleaning, and maintenance. Recreation Specialist – After School programs for children & teens. Starting pay range \$15.30 to \$17.69 per hour. Please visit our website [cincyrec.org](http://cincyrec.org)

Bush hours Monday – Friday 11:00 am - 8:00 pm.

**The center will be closed on - Veterans' Day 11/11/2024, Thursday, November 28th – Thanksgiving and Friday, November 29<sup>th</sup>. Have a safe Thanksgiving with your families.**

**Bush Center Canned Good Food Drive November 1<sup>st</sup> – 22<sup>nd</sup>. Donated goods will be given to neighborhood food pantries.**

City Wide Toy Drive – New & unopened toys for children 4 – 12-year-olds. The program will be held at Corryville Recreation Center on Saturday December 14<sup>th</sup>. Drop boxes are located at all CRC Centers.

Winter Clothing Drive – collecting hats, gloves, and coats. All adult size clothing and socks will be distributed at CRC warming centers. Donations will be accepted now until January 1, 2025. The Locations are CRC Recreation Center, City Hall, Centennial Plaza II, Cincinnati Health Department, MSD and other City Departments

**Bush Toy Drive November 1<sup>st</sup> and ends December 13<sup>th</sup>. Please drop off new toys at Bush for school aged children k – 6<sup>th</sup> grade. We have 25 kids enrolled in ASDC. Any donation would be greatly appreciated.**

Winter Programs will include: Pickleball Tuesday & Thursday 6:00pm – 8:00pm  
Adult Tai Chi Wednesday 6:00pm – 8:00pm (excluding the 2<sup>nd</sup> Wednesday of the month).  
Snow Boarding/Ski ages 10 – 17 Perfect North Slopes  
Clothing, equipment, transportation, and food provided.  
Contact Colin at Lincon Center 513-721-6514

Friendsgiving November 19, 2024, 11:00am – 2:30pm lunch provided. Registration is on RecTrac. Please contact Karen Smith 513-281-1286.

CRC Center Membership Information:  
All memberships have been extended

Seniors \$10.00 (50 plus)  
Adults \$25.00 (25 – 49 yr)  
Young Adults \$10.00 (18 – 24 yr)  
Junior \$2.00 (5 – 17 yr)  
Cards are valid at all CRC Recreation.  
Additional fees may apply.



# Cincinnati Recreation Commission

Bush Recreation Center 2640 Kemper Lane Cincinnati, OH 45207



Tuesday, November 19, 2024 11:00 am - 2:30 pm

Cost: \$12.00 (Lunch Provided)

Split the pot and Raffle available

**Registration is on RecTrac**

For more information please call:

Karen Smith (Bush Center) 513.281.1286

Kim Easley (Evanston Center) 513.861.9417

Cincinnati Recreation Commission

# TOY DRIVE

**DECEMBER 14<sup>TH</sup>**  
**CORRYVILLE REC CENTER**  
**10 AM - 1 PM**

**Bringing Joy, One Gift at a Time:  
Be the Magic of CRC's Toy Drive!**

Toys must be new, unopened,  
and for children ages 4 - 12 only.

Accepting Donations Through  
December 6<sup>th</sup>

ALL CRC LOCATIONS  
Check website for hours



Toy drive brought to you by



Family registration begins Nov. 9<sup>th</sup> — Scan to sign up!



[cincyrec.org](http://cincyrec.org)

city of  
**CINCINNATI**

513.352.4000

[info.crc@cincinnati-oh.gov](mailto:info.crc@cincinnati-oh.gov)



The City of Cincinnati and CRC are dedicated to providing equal employment without regard to race, gender, age, color, religion, disability status, marital status, sexual orientation, or transgendered status, or ethnic, national or Appalachian origin, or on the basis of any other category protected under federal, state and local laws. The City of Cincinnati and CRC are committed to supporting the Americans with Disabilities Act. Please call if you require any special accommodations.



# Winter Clothing Drive

We are collecting hats, gloves, and XL adult socks to be distributed at our warming center this winter.



**Donations accepted through January 1st  
at the following locations**

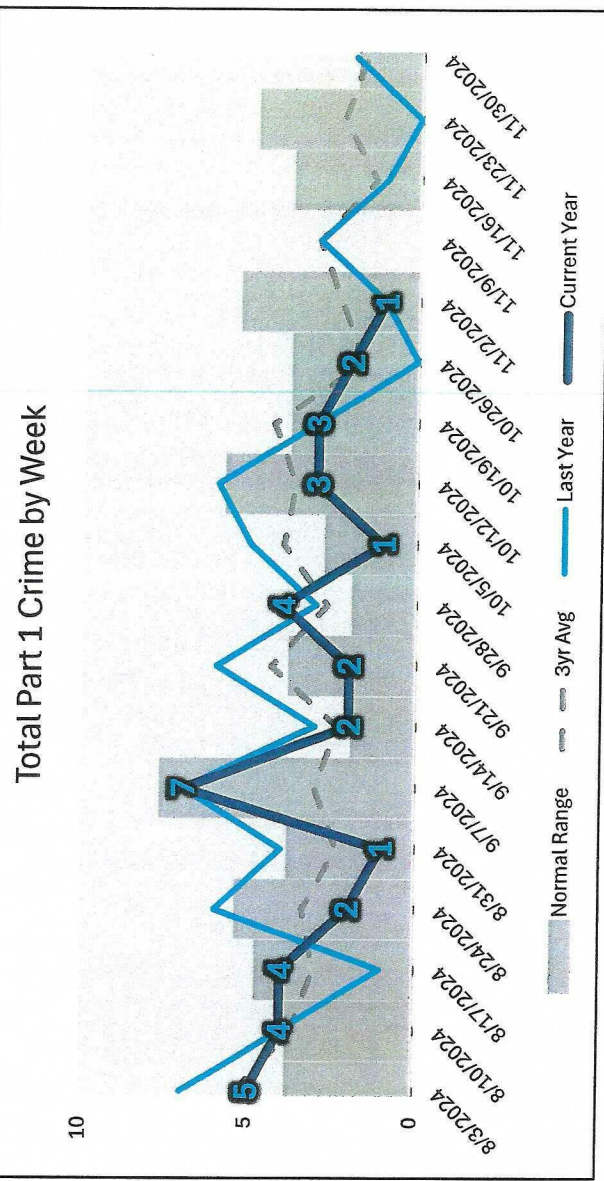
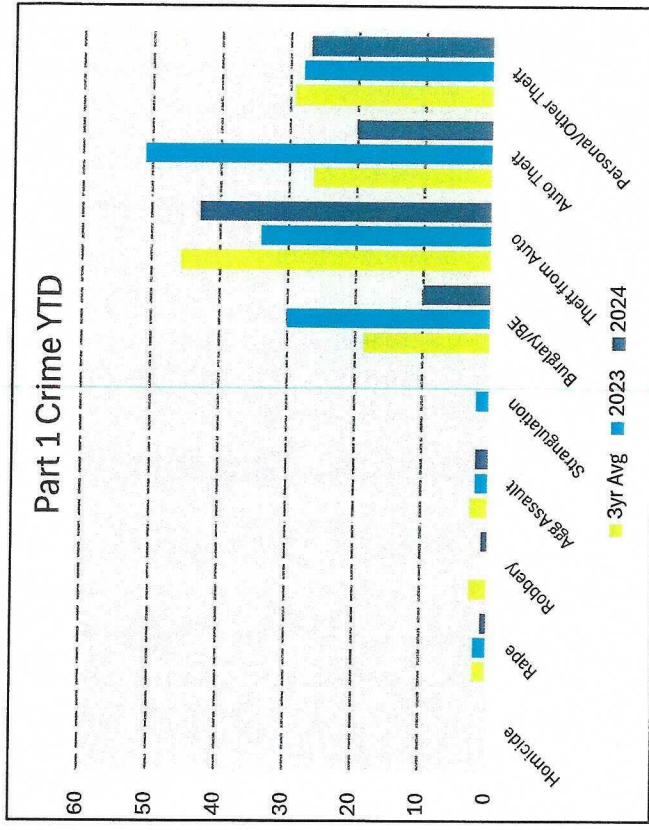
- City Hall Lobby
- Centennial II Lobby
- Parks Administration Building
- MSD Administration Building
- Emergency Communications Center
- CHD—3101 Burnet Avenue
- CPD—D1, D2, D3, D4, CIS
- GCWW—CPC on Spring Grove Avenue and the Richard Miller Treatment Plant off Kellogg Avenue
- CFD—Headquarters #14, District Houses #3, #17, #20, #31
- CRC—Various CRC centers (please contact Sonya Swift for more information on CRC locations)

## Thank you for your support!

# East Walnut Hills Neighborhood Report

Part 1 Crime YTD	3yr Avg	2023	2024	% Change: Avg / 24	% Change: 2023/ 2024
Homicide	0.00	0	0	N/C	N/C
Rape	2.00	2	1	-50.00%	-50.00%
Robbery	2.67	0	1	-62.50%	+1
Agg Assault	2.67	2	2	-25.00%	N/C
Strangulation	--	2	0	--	-2
<b>Part 1 Violent</b>	<b>8.00</b>	<b>6</b>	<b>4</b>	<b>-50.00%</b>	<b>-33.33%</b>
Burglary/BE	18.67	30	10	-46.43%	-66.67%
Theft from Auto	45.67	34	43	-5.84%	26.47%
Auto Theft	26.33	51	20	-24.05%	-60.78%
Personal/Other Theft	29.33	28	27	-7.95%	-3.57%
<b>Part 1 Property</b>	<b>120.00</b>	<b>143</b>	<b>100</b>	<b>-16.67%</b>	<b>-30.07%</b>
<b>Part 1 Total</b>	<b>128.00</b>	<b>149</b>	<b>104</b>	<b>-18.75%</b>	<b>-30.20%</b>

Part 1 Crime 28 Day	Last 28 Days	Current 28 Days	% Change
Homicide	0	0	N/C
Rape	0	0	N/C
Robbery	0	0	N/C
Agg Assault	1	0	-1
Strangulation	0	0	N/C
<b>Part 1 Violent</b>	<b>1</b>	<b>0</b>	<b>-1</b>
Burglary/BE	1	0	-1
Theft from Auto	2	4	100.00%
Auto Theft	2	2	N/C
Personal/Other Theft	3	3	N/C
<b>Part 1 Property</b>	<b>8</b>	<b>9</b>	<b>12.50%</b>
<b>Part 1 Total</b>	<b>9</b>	<b>9</b>	<b>N/C</b>

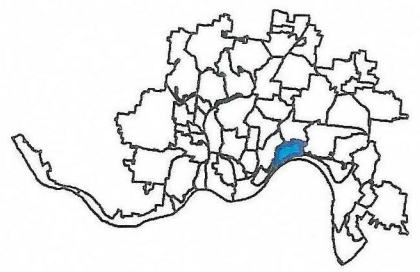


\*Statistics are preliminary and subject to further analysis and revision



# NEIGHBORHOOD CRIME REPORT: EAST WALNUT HILLS

28 Day Reporting Period



*\*All information shown here is preliminary and subject to change*

- ▲ Auto Theft
- ★ Burglary/BE
- Personal/Other Theft
- ◆ Theft from Auto
- Agg Assault
- ◆ Rape
- ▲ Robbery
- Strangulation
- ★ Homicides



0 0.05 0.1 0.2 Miles  
|-----|-----|-----|-----|



# Neighborhood Block Report

## EAST WALNUT HILLS D2

11/4/2024

7:34

### Part 1 Property - Auto Theft

Incident No	Offense	Date of Offense	Street Block
2024-INC-010673	Auto Theft	10/8/2024 12:12:00 AM	23XX UPLAND PL

Incident No	Offense	Date of Offense	Street Block
2024-INC-011406	Auto Theft	10/17/2024 1:20:00 PM	22XX VICTORY PKWY

### Part 1 Property - Personal/Other Theft

Incident No	Offense	Date of Offense	Street Block
2024-INC-010645	Personal/Other Theft	10/7/2024 4:48:00 PM	23XX UPLAND PL

Incident No	Offense	Date of Offense	Street Block
2024-INC-010886	Personal/Other Theft	10/10/2024 7:57:00 PM	4XX HEATHERHILL LN

Incident No	Offense	Date of Offense	Street Block
249C000455	Personal/Other Theft	10/22/2024 2:44:07 PM	15XX MADISON RD

## Part 1 Property - Theft from Auto

<b>Incident No</b>	<b>Offense</b>	<b>Date of Offense</b>	<b>Street Block</b>
2024-INC-011185	Theft from Auto	10/14/2024 4:24:00 PM	17XX FERNWOOD ST
2024-INC-011340	Theft from Auto	10/16/2024 5:34:00 PM	15XX LINCOLN AVE
2024-INC-011807	Theft from Auto	10/22/2024 9:02:00 AM	14XX E MCMILLAN ST
249C000466	Theft from Auto	10/27/2024 9:55:17 AM	25XX WOODBURN AVE

City of Cincinnati  
 Neighborhood Business District Support Fund  
 Proposal Form



Please complete this application in its entirety and submit to the Department of Community & Economic Development (DCED) along with required supporting documentation. Forms must be submitted digitally to the Program Manager (darby.schozer@cincinnati-oh.gov) and may be sent to 805 Central Avenue, Two Centennial Plaza, Suite 700 Cincinnati, OH 45202. NOTE: Please review the program overview and guidelines before completing this form.

Section I. Applicant Information

<p><b>1. Legal Name</b></p> <input style="width: 100%; height: 20px;" type="text"/>	<p><b>2. Neighborhood Business District</b></p> <input style="width: 100%; height: 20px;" type="text"/>
<p><b>3. Organization Address</b></p> <input style="width: 100%; height: 20px;" type="text"/> <input style="width: 100%; height: 20px;" type="text"/>	<p><b>4. Federal Tax ID Number/ Tax Exempt Number</b></p> <input style="width: 100%; height: 20px;" type="text"/>
<p><b>5. Contact Person</b> </p> <input style="width: 100%; height: 20px;" type="text"/>	<p><b>6. Title</b></p> <input style="width: 100%; height: 20px;" type="text"/>
<p><b>7. Phone</b></p> <input style="width: 100%; height: 20px;" type="text"/>	<p><b>8. Email Address</b></p> <input style="width: 100%; height: 20px;" type="text"/>

Section II. Project Information

<p><b>9. New Contract (Check Box Y/N)</b>    <input type="checkbox"/> <input type="checkbox"/></p> <p style="padding-left: 40px;"><u>OR,</u></p> <p><b>Amendment (Check Box Y/N)</b>    <input type="checkbox"/> <input type="checkbox"/></p>	<p><b>Contract Amount \$</b> <input style="width: 150px;" type="text"/></p> <p><b>Amendment for Contract #</b> <input style="width: 150px;" type="text"/></p>
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**10. Neighborhood Business District Approval**

<p><b>Total Attendance:</b> <input style="width: 40px;" type="text"/></p>	<p><b>Votes:</b></p> <table border="0" style="border-collapse: collapse;"> <tr> <td style="padding-right: 10px;">Yays</td> <td style="border: 1px solid black; width: 60px; height: 20px;"></td> </tr> <tr> <td style="padding-right: 10px;">Nays</td> <td style="border: 1px solid black; width: 60px; height: 20px;"></td> </tr> </table>	Yays		Nays		<p><b>Quorum (Check Box Y/N)</b></p>
Yays						
Nays						

**11. Projects**

List the projects you will undertake in this contract. Please group similar projects into project categories, such as "Marketing" or Beautification".

Project Name	Budget (or Amended Budget)	Start Date – End Date
		- 6/30/25
		- 6/30/25
		- 6/30/25
		- 6/30/25
		- 6/30/25
		- 6/30/25
<b>TOTAL</b>		

See the end of the application, Attachment A, to complete the scope of work for each project.



Section III. Authorized Signature Form 

This form may be completed and submitted with the full application before any disbursements will be made. Eligible authorized signers on NBD documents are elected officers and trustees.

For the year \_\_\_\_\_, the following persons are authorized to sign NBD documents on behalf of the \_\_\_\_\_ Business District. The community hereby assures that each person listed below is an elected officer or trustee of the organization.

<b>Name</b>
<b>Address and Zip Code</b>
<b>Signature</b>

<b>Title</b>
<b>Phone</b>
<b>Email Address</b>

<b>Name</b>
<b>Address and Zip Code</b>
<b>Signature</b>

<b>Title</b>
<b>Phone</b>
<b>Email Address</b>

<b>Name</b>
<b>Address and Zip Code</b>
<b>Signature</b>

<b>Title</b>
<b>Phone</b>
<b>Email Address</b>

## Section IV. Business District Profile

Please complete this section and submit with the full application. This form helps keep updated contact information for your NBD organization.

### **Organization's Email Address**

--

### **Organization's Address**

--

### **President**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

### **Phone**

<b>Email Address</b>

### **Vice President**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

### **Phone**

<b>Email Address</b>

### **Secretary**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

### **Phone**

<b>Email Address</b>

### **Treasurer**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

### **Phone**

<b>Email Address</b>

**NBD Manager**

**Phone**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

<b>Email Address</b>

**Monthly Meeting Day & Time:**

**Place of Monthly Meeting:**


I hereby certify that the Business District Profile information is correct.

**X** \_\_\_\_\_ Title: \_\_\_\_\_ Date: \_\_\_\_\_

[Section V. E.E.O Form](#)

Please complete this section and submit with the full application.

**Organization Name**

--

**Tax Exempt Number**

--

Please indicate the current composition of your Board:

**Number of Males**

**Number of Females**

**Number of Caucasians**

**Number of African Americans**

**Number of Hispanics**

**Number of Asian/Pacific Islanders**


Section VI. Required Attachments

Please provide the following required attachments along with the proposal form. Forms will not be reviewed until all required attachments are submitted.

Check to indicate attachment is included	Attachment Description
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Scope of Work and Budget that gives a detailed overview of the project and the use of funds for each project. (See Attachments A and B. Complete as many fillable forms as needed to capture all the proposed projects and budget items. Submit Attachments A and B with this application.)</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Proof of Non-Profit Status (State of Ohio)</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Minutes &amp; Sign-In Sheets recording the approval of the NBDSF proposal</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Corporate Resolution authorizing up to three different officers or employees to have the power to execute documents on behalf of the applicant entity</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Certificate of Liability Insurance providing the applicant has secured Commercial General Liability Insurance or written to obtain the same with a portion of the NBDSF funding sought, as outlined in the Scope of Work and Budget. Additionally, the City of Cincinnati is named insured on the policy.</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Current operating By-Laws and Articles of Incorporation if updated within the past year</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Evidence the applicant has a bank account or relationship with Fiscal Agent</b>

---

Signature of Applicant

Date

---

Printed Name

Title (if signed as an officer)

City of Cincinnati  
 Neighborhood Business District Support Fund  
 Proposal Form



Please complete this application in its entirety and submit to the Department of Community & Economic Development (DCED) along with required supporting documentation. Forms must be submitted digitally to the Program Manager (darby.schozer@cincinnati-oh.gov) and may be sent to 805 Central Avenue, Two Centennial Plaza, Suite 700 Cincinnati, OH 45202. NOTE: Please review the program overview and guidelines before completing this form.

Section I. Applicant Information

<p><b>1. Legal Name</b></p> <input style="width: 100%; height: 20px;" type="text"/>	<p><b>2. Neighborhood Business District</b></p> <input style="width: 100%; height: 20px;" type="text"/>
<p><b>3. Organization Address</b></p> <input style="width: 100%; height: 20px;" type="text"/> <input style="width: 100%; height: 20px;" type="text"/>	<p><b>4. Federal Tax ID Number/ Tax Exempt Number</b></p> <input style="width: 100%; height: 20px;" type="text"/>
<p><b>5. Contact Person</b> </p> <input style="width: 100%; height: 20px;" type="text"/>	<p><b>6. Title</b></p> <input style="width: 100%; height: 20px;" type="text"/>
<p><b>7. Phone</b></p> <input style="width: 100%; height: 20px;" type="text"/>	<p><b>8. Email Address</b></p> <input style="width: 100%; height: 20px;" type="text"/>

Section II. Project Information

<p><b>9. New Contract (Check Box Y/N)</b>    <input type="checkbox"/> <input type="checkbox"/></p> <p style="margin-left: 40px;"><u>OR,</u></p> <p><b>Amendment (Check Box Y/N)</b>    <input type="checkbox"/> <input type="checkbox"/></p>	<p><b>Contract Amount \$</b> <input style="width: 150px;" type="text" value="\$3,600"/></p> <p><b>Amendment for Contract #</b> <input style="width: 150px;" type="text"/></p>
--	---

**10. Neighborhood Business District Approval**

<p><b>Total Attendance:</b> <input style="width: 40px;" type="text"/></p>	<p><b>Votes:</b></p> <table border="0" style="border-collapse: collapse;"> <tr> <td style="border-bottom: 1px solid black; padding: 2px 10px;">Yays</td> <td style="border-bottom: 1px solid black; width: 60px;"><input style="width: 100%;" type="text"/></td> </tr> <tr> <td style="padding: 2px 10px;">Nays</td> <td style="width: 60px;"><input style="width: 100%;" type="text"/></td> </tr> </table>	Yays	<input style="width: 100%;" type="text"/>	Nays	<input style="width: 100%;" type="text"/>	<p><b>Quorum (Check Box Y/N)</b></p>
Yays	<input style="width: 100%;" type="text"/>					
Nays	<input style="width: 100%;" type="text"/>					

**11. Projects**

List the projects you will undertake in this contract. Please group similar projects into project categories, such as "Marketing" or Beautification".

Project Name	Budget (or Amended Budget)	Start Date – End Date
		- 6/30/25
		- 6/30/25
		- 6/30/25
		- 6/30/25
		- 6/30/25
		- 6/30/25
<b>TOTAL</b>		

See the end of the application, Attachment A, to complete the scope of work for each project.

Section III. Authorized Signature Form 

This form may be completed and submitted with the full application before any disbursements will be made. Eligible authorized signers on NBD documents are elected officers and trustees.

For the year \_\_\_\_\_, the following persons are authorized to sign NBD documents on behalf of the \_\_\_\_\_ Business District. The community hereby assures that each person listed below is an elected officer or trustee of the organization.

<b>Name</b>
<b>Address and Zip Code</b>
<b>Signature</b>

<b>Title</b>
<b>Phone</b>
<b>Email Address</b>

<b>Name</b>
<b>Address and Zip Code</b>
<b>Signature</b>

<b>Title</b>
<b>Phone</b>
<b>Email Address</b>

<b>Name</b>
<b>Address and Zip Code</b>
<b>Signature</b>

<b>Title</b>
<b>Phone</b>
<b>Email Address</b>

## Section IV. Business District Profile

Please complete this section and submit with the full application. This form helps keep updated contact information for your NBD organization.

### **Organization's Email Address**

--

### **Organization's Address**

--

### **President**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

### **Phone**

<b>Email Address</b>

### **Vice President**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

### **Phone**

<b>Email Address</b>

### **Secretary**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

### **Phone**

<b>Email Address</b>

### **Treasurer**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

### **Phone**

<b>Email Address</b>

**NBD Manager**

**Phone**

<b>Address and Zip Code</b>
<b>Term (MM/YY – MM/YY)</b>

<b>Email Address</b>

**Monthly Meeting Day & Time:**

**Place of Monthly Meeting:**


I hereby certify that the Business District Profile information is correct.

**X** \_\_\_\_\_ Title: \_\_\_\_\_ Date: \_\_\_\_\_

[Section V. E.E.O Form](#)

Please complete this section and submit with the full application.

**Organization Name**

--

**Tax Exempt Number**

--

Please indicate the current composition of your Board:

**Number of Males**

**Number of Females**

**Number of Caucasians**

**Number of African Americans**

**Number of Hispanics**

**Number of Asian/Pacific Islanders**




Section VI. Required Attachments

Please provide the following required attachments along with the proposal form. Forms will not be reviewed until all required attachments are submitted.

Check to indicate attachment is included	Attachment Description
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Scope of Work and Budget that gives a detailed overview of the project and the use of funds for each project. (See Attachments A and B. Complete as many fillable forms as needed to capture all the proposed projects and budget items. Submit Attachments A and B with this application.)</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Proof of Non-Profit Status (State of Ohio)</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Minutes &amp; Sign-In Sheets recording the approval of the NBDSF proposal</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Corporate Resolution authorizing up to three different officers or employees to have the power to execute documents on behalf of the applicant entity</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Certificate of Liability Insurance providing the applicant has secured Commercial General Liability Insurance or written to obtain the same with a portion of the NBDSF funding sought, as outlined in the Scope of Work and Budget. Additionally, the City of Cincinnati is named insured on the policy.</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Current operating By-Laws and Articles of Incorporation if updated within the past year</b>
<input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Evidence the applicant has a bank account or relationship with Fiscal Agent</b>

---

Signature of Applicant

Date

---

Printed Name

Title (if signed as an officer)

Attachment A: Scope of Work

Please complete the following information for each project.

**Project Name**

**Total Budget (\$) for project**

**A. Scope of Project** – Describe what the community will accomplish with this grant money. Include details such as: what will be purchased, location, anticipated dates, community goals, etc.

**B. How we intend** – Describe what the community will accomplish with this grant money. Include details such as: what will be purchased, location, anticipated dates, community goals, etc.

**C. How we will measure success** – Provide details on how the project will be deemed successful. This includes metrics such as: quantitative data, surveying businesses, increase in membership, increase in fundraising. Performance metrics help ensure the grant program continues.

**Project Name**

**Total Budget (\$) for project**

**A. Scope of Project** – Describe what the community will accomplish with this grant money. Include details such as: what will be purchased, location, anticipated dates, community goals, etc.

**B. How we intend** – Describe what the community will accomplish with this grant money. Include details such as: what will be purchased, location, anticipated dates, community goals, etc.

**C. How we will measure success** – Provide details on how the project will be deemed successful. This includes metrics such as: quantitative data, surveying businesses, increase in membership, increase in fundraising. Performance metrics help ensure the grant program continues.

Complete as many forms to capture each project scope.

Attachment B: Budget

Please complete the following information for each project.

**Project Name**

<i>Expenses</i>	<i>Expense Amount</i>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<b>SUBTOTAL</b>	<input type="text"/>

**Project Name**

<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<b>SUBTOTAL</b>	<input type="text"/>

**Project Name**

<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<b>SUBTOTAL</b>	<input type="text"/>

**Project Name**

<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<b>SUBTOTAL</b>	<input type="text"/>

**TOTAL EXPENSES**

Complete as many forms to capture the entire budget.



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/02/2023	202327503050	NONPROFIT - CERTIFICATE OF CONTINUED EXISTENCE (CCE)	25.00				0

**Receipt**

This is not a bill. Please do not remit payment.

**EAST WALNUT HILLS ASSEMBLY  
PO BOX 68050  
CINCINNATI, OH, 45206**

**S T A T E O F O H I O  
C E R T I F I C A T E**

**Ohio Secretary of State, Frank LaRose  
462856**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**THE EAST WALNUT HILLS ASSEMBLY, INC.**  
and, that said business records show the filing and recording of:

Document(s)  
**NONPROFIT - CERTIFICATE OF CONTINUED EXISTENCE**  
Effective Date: 10/02/2023

Document No(s):  
**202327503050**



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 2nd day of October, A.D. 2023.

**Ohio Secretary of State**

Form 522 Prescribed by:

Date Electronically Filed: 10/2/2023



Toll Free: 877.767.3453 | Central Ohio: 614.466.3910

[OhioSoS.gov](http://OhioSoS.gov) | [business@OhioSoS.gov](mailto:business@OhioSoS.gov)

File online or for more information: [OhioBusinessCentral.gov](http://OhioBusinessCentral.gov)

## Statement of Continued Existence

### Filing Fee: \$25

### Form Must Be Typed

#### CHECK ONLY ONE (1) Box

(1)  Statement of Continued Existence (163-CCE)  
(Domestic Nonprofit Corporation)

(2)  Verification of Foreign Nonprofit (173-FCE)  
(Foreign Nonprofit Corporation)

**By submitting this form the corporation is verifying with the secretary of state's office that it is still actively engaged in exercising its corporate privileges**

Name of Corporation

Charter or License Number

#### Complete the information in this section if box (1) is checked

Location of Principal Office    
City County

Date of Incorporation   
Date

#### Complete the information in this section if box (2) is checked

Date of Qualification in Ohio   
Date

Jurisdiction of Formation   
Jurisdiction

Address of Principal Office   
Mailing Address

City State Zip Code

**All Corporations must complete this section**

Current Statutory Agent's Name and Address

RICHARD BOYDSTON

Name of Agent

P.O. BOX 68050

Mailing Address

CINCINNATI

City

OH

State

45206

Zip Code

**By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.**

**Required**

The statement must be signed by a director, officer, or three members in good standing.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

THE EAST WALNUT HILS ASSEMBLY, INC.

Signature

VINCENT ACCORINTI

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

**CODE OF REGULATIONS  
OF  
THE EAST WALNUT HILLS ASSEMBLY, INC.**

This is the Code of Regulations of The East Walnut Hills Assembly, Inc., an Ohio not for profit corporation (the “Corporation”) and replaces all by-laws and codes of regulation, as amended, of the Corporation in effect prior to the adoption of this Code of Regulations.

**Article I. The East Walnut Hills Neighborhood**

The term “the East Walnut Hills Neighborhood” shall mean the following geographic area:

Starting on the center line of Victory Parkway as it crosses from Eden Park and extends along the center line of Victory Parkway in a generally northerly direction to a point corresponding to the center line of Merrimac Street, then east along the center line of Merrimac Street to Woodburn Avenue, then north along the center line of Woodburn Avenue to a point corresponding with the south (or rear) boundary of parcels fronting on the south side of Fairfax Avenue, then east along the boundary of such parcels to Owl’s Nest Park, then clockwise around the boundary of Owl’s Nest Park to the intersection of Elmhurst Avenue and Madison Road, then along the center line of Elmhurst Avenue to Torrence Parkway, then along the center line of Torrence Parkway to Columbia Parkway, then along the center line of Columbia Parkway to Kemper Lane, then along the center line of Kemper Lane to the point lying under the center line of Victory Parkway.

**Article II. Members**

**Section 2.1. Qualification.** Any person age 18 or older who resides, or owns real property, or regularly conducts business, in the East Walnut Hills community or who wishes to promote and support the activities of the Corporation and who pays dues set by the Board of Trustees of the Corporation (the “Board”) shall be a member of the Corporation (a “Member”). Membership shall be open without regard to race, gender, religion, creed, national origin, sexual orientation, or nature of housing.

**Section 2.2. Voting Rights of New Members Limited.** A new Member shall become entitled to vote as a Member beginning with the second meeting of the Members held after the date that the new Member’s dues are received and recorded. If a Member has paid dues during one or more of the preceding five calendar years, that Member shall be entitled to vote as a Member immediately after that Member’s current dues are received and recorded.

**Section 2.3. Special Voting Rights of Residents.** Any person who is a resident of the East Walnut Hills Neighborhood but who is not a Member with voting rights may nevertheless vote at any meeting of the Members on any matter concerning the Neighborhood Support Program or any other issue open to the vote of residents of the East Walnut Hills Neighborhood by ordinance or regulation of the City of Cincinnati. In compliance with the provision of City of Cincinnati Ordinance No. 220-1989 at least once per year any group of five or more residents of

the East Walnut Hills Neighborhood may require a special vote at which only residents of the East Walnut Hills Neighborhood may vote to determine whether persons other than residents of the East Walnut Hills Neighborhood shall continue to have voting privileges or be eligible to hold office.

**Section 2.4. Additional Rules.** The Board may, from time to time, set further rules governing dues and membership, so long as such rules are not in conflict with this Article II or other provisions of these regulations.

### **Article III. Meetings of Members**

**Section 3.1. Annual Meeting.** An annual meeting of the Members (the “Annual Meeting”) shall be held each year in April or May. Notice of the Annual Meeting shall be given to Members at least thirty days prior to the date of the Annual Meeting and shall contain an agenda and said notice may be by ordinary United States mail or by electronic communication. A written proxy delivered to the chair of the Annual Meeting shall be voted at an Annual Meeting as provided in the proxy. Action may be taken by the Corporation at an Annual Meeting upon the affirmative vote of a majority of the Members present and voting in person or by proxy.

**Section 3.2. Monthly Meetings.** Monthly meetings of the Members (“Monthly Meetings”) shall be held as and when from time to time scheduled by the Board. Action may be taken by the Corporation at a Monthly Meeting upon the affirmative vote of a majority of the Members present and voting in person.

**Section 3.3. Special Meetings.** A special meeting of the Members (a “Special Meeting”) may be held pursuant to the request of at least ten percent of the Members or by at least twenty five percent of the Board. The purpose of a Special Meeting shall be set forth in the request for the Special Meeting. No business other than that set forth as the purpose for the Special Meeting in the request shall be conducted at the Special Meeting. A Special Meeting shall be held within thirty days of the receipt by the President of the request. Notice of the Special Meeting shall be given to Members at least twenty days prior to the date of the Special Meeting and shall contain a statement of the purpose of the Special Meeting. Notice may be by ordinary United States mail or by electronic communication. A written proxy delivered to the chair of the Special Meeting shall be voted at a Special Meeting as provided in the proxy. Action may be taken by the Corporation at a Special Meeting upon the affirmative vote of a majority of the Members present and voting in person or by proxy.

**Section 3.4. Meetings Open to All Residents.** All meetings of the Members shall be open to all residents of the East Walnut Hills Neighborhood, whether or not such residents are Members.

**Section 3.5. Quorum.** The quorum for all Annual Meetings, Monthly Meetings and Special Meetings shall be attendance of at least fifty percent of the Board.



## **Article IV. Board of Trustees**

**Section 4.1. Composition of Board.** The Board of Trustees shall be comprised of up to eighteen individuals (each a “Trustee”).

**Section 4.2. Election of Trustees.** Except as provided for the 2016 Annual Meeting or in the case of a vacancy, each Trustee shall be elected by the Members at an Annual Meeting to serve for a term of three years (a “Full Term”). If for any reason the election of Trustees is delayed, not performed or is not finalized, those Trustees whose terms are ending shall serve until their successors are elected.

Beginning in 2016, terms of Trustees shall be staggered so that no more than six Trustees are elected for Full Terms at each Annual Meeting.

In order to transition to staggered terms, the Nominating Committee shall deliver to the Board prior to the 2016 Annual Meeting a list of Trustee candidates, with approximately one-third nominated for a one-year term, approximately one-third nominated for a two-year term, and approximately one-third nominated for a Full Term. Those individuals who are Trustees prior to the 2016 Annual Meeting and are to be nominated for re-election shall be allocated among these term lengths by random draw.

**Section 4.3. Eligibility and Term Limits.** To be eligible for election as a Trustee or for appointment as a Trustee to fill a vacancy, an individual must be a Member, and must not have served as a Trustee for more than five of the last six years. For this purpose, service as a Trustee before the 2016 Annual Meeting shall be disregarded.

**Section 4.4. Past President.** If the term of a trustee who is serving as President would otherwise cease, that individual may serve as an *ex officio* Trustee for a period of one year as Past President.

**Section 4.5. Removal of Trustees.** A Trustee may be removed upon the vote of two-thirds of the Trustees then in office, after reasonable written notice given to that Trustee of the proposed removal. Furthermore, a Trustee who fails to attend six regularly scheduled Board meetings in any twelve-month period (an “Absent Trustee”) shall be removed as a Trustee automatically, without further action by the Board; provided, however, that the Board may, in its discretion, by a two-thirds vote of those present and voting, retain the Absent Trustee if the failure to attend is due to illness or other extraordinary circumstances.

**Section 4.6. Filling of Vacancies.** The Board may appoint an individual to fill a vacant Trustee position, whether such vacancy is due to resignation, removal, death, or a failure to fill an open position at the Annual Meeting. An individual appointed by the Board to fill a vacancy shall serve until the next Annual Meeting, and shall continue to serve thereafter only if elected by the Members to serve for the remaining balance of that Full Term. If not elected, such individual may not be reappointed to fill a vacancy for at least one year after that Annual Meeting. The Members may elect an individual to fill a vacant Trustee position at an Annual

Meeting. An individual elected to fill a vacant Trustee position at an Annual Meeting shall serve for the remaining balance of that Full Term.

**Section 4.7. Meetings.** The Board shall endeavor to meet monthly. Meetings of the Board may be convened by the President or by one third of the Trustees. Except as provided herein, notice of meetings of the Board shall be given to Trustees by ordinary United States mail or by electronic communication at least three days prior to the meeting and include an agenda. No notice shall be required for a meeting of the Board held for the appointment of Officers immediately at the conclusion of the Annual Meeting. All Board meetings shall be open to any Member unless the Board determines to limit attendance. A written proxy delivered to the chair shall be voted at a Board meeting as provided in the proxy. The presence of at least fifty percent of the Trustees then in office shall constitute a quorum for a Board Meeting. A Trustee shall be considered present if present in person or by proxy, or if participating electronically in a manner that the Trustee can hear and be heard by all present. If a quorum is present, action may be taken by the Board at a Board Meeting upon the affirmative vote of a majority of Trustees present and voting.

**Section 4.8. Action Without Meeting.** Action may be taken by the Board without a meeting upon the affirmative vote in writing of all of the Trustees.

**Section 4.9. Authority.** The Board shall have full authority to take any act which may be taken by the Corporation. All actions taken by the Board shall be reported to the Members by at least the next monthly meeting of Members

**Section 4.10. Committees.**

A. **Standing Committees.** The following shall be standing committees of the Board:

(1) **Executive Committee.** There shall be an Executive Committee which may act in the intervals between meetings of the Board. The members of the Executive Committee shall be the President, Vice President, Secretary, Treasurer, and up to two additional Trustees appointed by the Board. The President shall serve as chair of the Executive Committee. The Executive Committee shall have all powers and authority of the Board except for (a) the expenditure of funds, in excess of \$1,000 or the approval of actions which would require payment in excess of \$1,000; (b) the removal of a Trustee; (c) the appointment of a Trustee, Officer, or member of the Executive Committee, and (d) the taking of such other actions that would be required under the non-profit corporation law of the State of Ohio to be taken by members, including, without limitation, amendment or restatement of the Articles of Incorporation or these regulations, and approval of the dissolution and liquidation of the Corporation. All actions taken by the Executive Committee shall be promptly reported in writing by the Executive Committee to the Board. The agreement of a majority of the members of the Executive Committee shall be required to authorize any action by the Executive Committee. The Executive Committee may establish from time to time such rules as it deems proper for the operation of the Executive Committee.

(2) **Nominating Committee.** The Board shall annually appoint a chair and at least one other person as a member of the Nominating Committee. The Nominating Committee shall deliver to the Board a list of candidates for election as Officers and Trustees at least thirty days prior to the next Annual Meeting. The Nominating Committee shall consider the diversity of the Board, shall include representatives from the Business Association and the DeSales Corner Development Corporation as appropriate.

(3) **Development Committee.** The Board shall annually appoint a chair and at least two other persons as members of the Development Committee. The Development Committee shall be responsible for coordinating neighborhood development activities of the Corporation with the City of Cincinnati and with other entities and individuals interested in the development of East Walnut Hills, such as the DeSales Corner Development Corporation and the Walnut Hills Redevelopment Foundation.

B. **Other Committees.** The Board may establish from time to time all such other committees as the Board deems proper.

C. **Term.** The term of all committee appointments shall end with the Annual Meeting.

## **Article V. Officers**

**Section 5.1. Officers.** There shall be four principal officers of the Corporation as follows (collectively, the “Officers”): President, Vice President, Secretary, and Treasurer. In addition, the Board may from time to time appoint an Assistant Secretary and Assistant Treasurer.

**Section 5.2. Appointment and Term.** The principal Officers shall be appointed by the Board at its first meeting following the Annual Meeting, and shall serve for a term of one year or until their respective successors are elected. In the event that an Officer position becomes vacant prior to the expiration of the term, the Board may appoint a Trustee to complete that term. An Assistant Secretary or Assistant Treasurer may be appointed and shall serve at the pleasure of the Board.

**Section 5.3. Eligibility and Term Limits.** Only Trustees shall be eligible for election as a principal Officer. No person may be elected to serve in the same principal Officer position for more than four consecutive years. At the end of twelve consecutive months, such person may upon election return to service again in that same principal Officer position. An Assistant Secretary or Assistant Treasurer need not be a Trustee or Member.

**Section 5.4. Removal.** An Officer may be removed upon a two-thirds vote of the Trustees then in office, after reasonable written notice given to that Officer of the proposed removal.

**Section 5.5. Duties.** The duties of the Officers shall be as follows:

A. **President**. The President shall be the principal officer of the Corporation and preside at the Annual Meeting, Monthly Meetings, Special Meetings and meetings of the Board and see to the carrying out of the actions, policies and programs approved by the Members and the Board.

B. **Vice President**. The Vice President shall act for the President (1) at the request of the President and (2) in the event the President is unable to perform the duties of President and, in addition to the foregoing, the Vice President shall also perform all such other duties as may be from time to time requested by the President.

C. **Secretary**. The Secretary shall see to the taking and distribution of minutes of all meetings of the Board and of the Annual Meeting, Monthly Meetings and Special Meetings and to the delivery of notices for all such meetings and also perform all such other duties as may be from time to time requested by the President. The Secretary shall prepare and send all correspondence for the Corporation as may be directed by the Board and also perform all such other duties as may be from time to time requested by the President.

D. **Treasurer**. The Treasurer shall (1) take control of and account for all funds received and owned by the Corporation; (2) annually make a report to the Members on the financial affairs of the Corporation; (3) annually propose a budget to the Board for the following fiscal year; (4) see that all reports required are timely made to all government entities with respect to the income of the Corporation; and (5) also perform all such other related duties as may be from time to time requested by the President.

## **Article VI. Other Matters**

### **Section 6.1. Conflict of Interest.**

A. **Disclosure**. Any Trustee, Officer, or committee member that has a direct or indirect financial interest in a transaction or decision of the Corporation shall disclose all material facts to the Board (or to a committee to which the Board has delegated its authority with respect to the transaction or decision).

B. **Determination of Conflict**. After the disclosure of such a financial interest, the Board (or committee) shall determine whether the financial interest is material and gives rise to a conflict of interest. The individual with the financial interest shall not vote on the determination, nor be present during the portion of any meeting during which such determination is discussed and made.

C. **Consideration of Conflict**. If a conflict of interest is determined to exist, the Board (or committee) shall approve the proposed transaction or decision only after exercising due diligence and determining that the proposed transaction or decision is fair, reasonable, and in the best interest of Corporation. If appropriate, the Board (or committee) shall consider other alternatives and whether a more advantageous arrangement may be available with reasonable effort. The individual who has the conflict of interest shall be allowed to present his or her views of the proposed transaction or decision, but shall not vote on the transaction or decision, nor be

present during the portion of any meeting during which the proposed transaction or decision is discussed and voted upon.

**Section 6.2. Indemnification.** Each person who is or was a Trustee, Officer, member of a committee established by the Board or an employee of the Corporation (including heirs, executors or administrators of the estate of such person) shall be indemnified by the Corporation to the full extent permitted by the non-profit corporation laws of the State of Ohio, as amended from time to time, against any liability, cost or expense incurred by him or her in his or her capacity or status as a Trustee, Officer, member of a committee established by the Board or an employee of the Corporation, except in relation to matters as to which such person is adjudged in an action, suit or proceeding to be liable for gross negligence or intentional misconduct in the performance of his or her duty to the Corporation. The Corporation may, but shall not be obligated to, maintain insurance at its expense to protect itself and any such person against any such liability, cost or expense (for purposes of this Article, references to “the Corporation” include all constituents absorbed in a consolidation or merger as well as the resulting or surviving corporation)

## **Article VII. Amendment**

**Section 7.1. Review of Proposed Amendment by the Board.** Each proposed amendment to these regulations shall be submitted in writing to the Board for review. The Board, in its discretion, may decide to submit the proposed amendment to the Members for a vote at an Annual Meeting or at a Special Meeting called for that purpose.

**Section 7.2. Discharge of Proposed Amendment by Vote of Membership.** If the Board fails to submit a proposed amendment to these regulations within three months of its submission to the Board, then a Member has the right to offer the same proposed amendment from the floor at any Annual Meeting or Monthly Meeting held within twelve months of its submission to the Board. If a majority of those Members present and voting at such meeting so direct, the Board shall be required to submit the proposed amendment to the Members for a vote within the next two months, at either at an Annual Meeting or at a Special Meeting called for that purpose.

**Section 7.3. Notice of Proposed Amendment.** If a proposed amendment to these regulations is to be submitted to the Members for a vote at an Annual Meeting, copies of the proposed amendment shall be made available at the Monthly Meeting preceding that Annual Meeting. If a proposed amendment to these regulations is to be submitted to the Members for a vote at a Special Meeting, copies of the proposed amendment shall be made available at a Monthly Meeting or Annual Meeting preceding that Special Meeting by at least two weeks. In addition, a copy of the proposed amendment shall be made available on any website or similar mode of electronic communication maintained by the Corporation at least two weeks prior to the Annual Meeting or Special Meeting at which the vote will be held. With any copy of a proposed amendment, the Board may include its recommendation that the proposed amendment be adopted or rejected, and provide the reasons for that recommendation.

**Section 7.4. Adoption of Proposed Amendment.** A proposed amendment to these regulations submitted to the Members at an Annual Meeting or Special Meeting shall be adopted upon the affirmative vote of a majority of those Members present and voting, in person or by proxy.