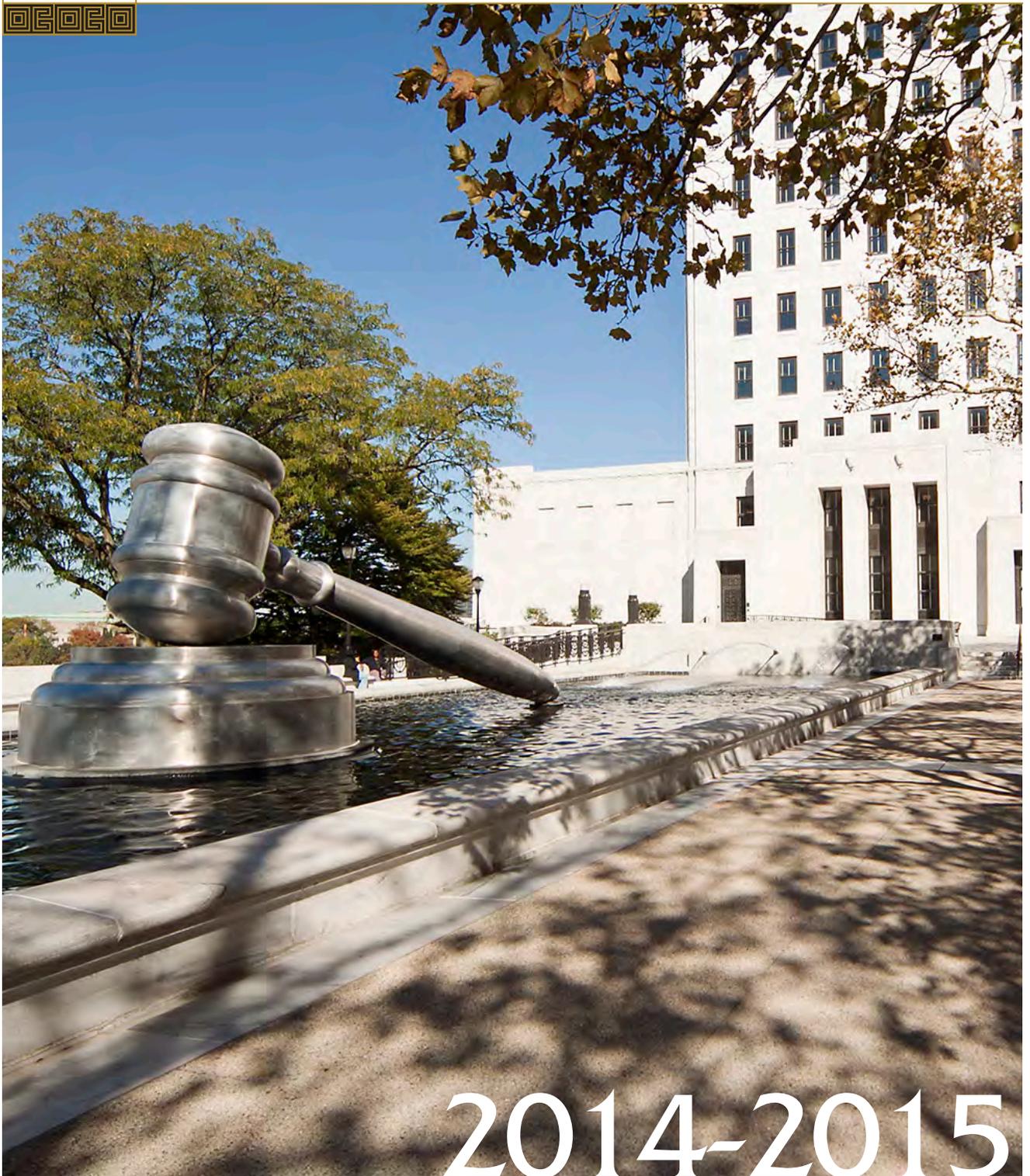




THE SUPREME COURT *of* OHIO



# 2014-2015 ANNUAL REPORT

Commission on the Thomas J. Moyer Ohio Judicial Center

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Commission on the  
Thomas J. Moyer Ohio Judicial Center



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CHIEF JUSTICE

**PAUL E. PFEIFER**

**TERRENCE O'DONNELL**

**JUDITH ANN LANZINGER**

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JUSTICES

**MICHAEL L. BUENGER**

ADMINISTRATIVE DIRECTOR

**MINDI L. WELLS**

DEPUTY ADMINISTRATIVE DIRECTOR

# COMMISSION ON THE THOMAS J. MOYER OHIO JUDICIAL CENTER

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2014

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2015

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**ALAN OHMAN**  
STAFF LIAISON

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# INTRODUCTION

## **The Commission**

The Commission on the Thomas J. Moyer Ohio Judicial Center (“Commission”) exists to assist and advise the Supreme Court of Ohio regarding the preservation of the artistic, architectural, and historic integrity and the public use of the Moyer Judicial Center. Commission membership includes individuals who have an appreciation for and understanding of the significance and symbolism of the Moyer Judicial Center as the home of the judicial branch of Ohio government and the history and timelessness of the art and architecture displayed in the Moyer Judicial Center.

The Commission was established pursuant to regulations adopted by the Ohio Supreme Court, effective July 1, 2005, for the purpose of establishing standards for the use, management, and operation of the building and grounds of the Thomas J. Moyer Ohio Judicial Center.

The Commission consists of 10 voting members: seven members appointed by the Supreme Court, one representative of the Ohio Facilities Construction Commission, one representative of the Ohio Arts Council, and one representative of the Ohio History Connection. The Supreme Court administrative director, or the director’s designee, serves as a nonvoting, ex-officio member of the Commission. Additionally, court staff may be assigned to assist the Commission.

## **The Foundation**

The Thomas J. Moyer Ohio Judicial Center Foundation Board of Directors (“Foundation”) serves as the legal entity through which the Commission receives gifts and donations associated with its mission and that of the Commission. In setting priorities, the Foundation, a 501(c)(3) organization, seeks input from the Supreme Court of Ohio staff associated with the areas for which the Commission has identified within their mission. Staff from such areas and the Commission staff assist in identifying the needs and providing content for the Commission.

The Foundation:

- Receives funds and administers gifts
- Advises the Commission about potential funding sources relative to specific funding priorities and needs
- May directly solicit funds and gifts based upon specific priorities and the expertise of Foundation members
- Sets fundraising priorities to promote the autonomy of the Foundation and ensure the Foundation exercises control over funds in its possession.

# 2014-2015 OVERVIEW

Under the leadership of Chair Richard Simpson, Vice Chair Mick Ball and former Vice Chair Richard Wallace, 2014 and 2015 were productive years for the Commission. Working with Supreme Court staff, the Commission was involved in many notable accomplishments.

- The Board met or held meetings at the Moyer Judicial Center on the following dates: **March 12, 2014; June 3, 2014; April 8, 2015; and Oct. 7, 2015.**
- The Commission helped celebrate the 10th anniversary of the Thomas J. Moyer Ohio Judicial Center in 2014, as well as the 10th anniversary of the Civic Education Center in 2015.
- The Commission assisted with planning the Ohio County Courthouses Symposium on May 15 and 16, 2014. The symposium covered a wide range of topics and hosted 229 guests. Interim Administrative Director Mindi Wells offered welcoming remarks on the behalf of Chief Justice Maureen O'Connor in the Grand Concourse.
- Several noteworthy pieces of art were acquired for display in the Moyer Judicial Center, either through direct purchase or by way of loan from another institution.
- In 2015, the Foundation began exploring the utilization of the Columbus Foundation for its financial management.

On Dec. 31, 2014, the terms of former Vice Chair Wallace and Commissioner Neema Bell concluded.

**Richard Wallace** (*Commission member 2008-2014*) is a partner at the law firm of Elsass, Wallace, Evans, Schnelle & Co., L.P.A. He began his practice in 1975 after serving in the U.S. Navy and completing law school. Mr. Wallace joined EWES in 1978. He devotes many hours of service to the Shelby County community and is active in many not for profit activities including the Shelby County Historical Society, Sidney First United Methodist Church, and Samaritan Works, Inc.

**Neema Bell** (*Commission Member 2008-2014*) is a partner at the law firm of Shumaker, Loop & Kendrick, LLP. She began her legal practice as a law clerk for the Hon. Richard B. McQuade, Jr., U.S. District Court for the Northern District of Ohio, Western Division. For the past 24 years she has been primarily engaged in defending civil litigants. Ms. Bell has been recognized in Best Lawyers of America® in the civil rights and employment area and has successfully handled significant numbers of sexual harassment and other civil rights investigations, administrative matters before the Ohio and Michigan Civil Rights Commissions, the Equal Employment Opportunity Commission, and the U. S. Department of Education. She also has significant experience

representing clients in disputes arising under various federal laws, including the Employee Retirement Income Security Act (ERISA), the Freedom of Information Act (FOIA), Americans With Disabilities Act (ADA), the Federal Rehabilitation Act (FRA), Emergency Medical Treatment and Active Labor Act (EMTALA), environmental and civil rights laws.

On Dec. 31, 2015, both Chair Simpson and Vice Chair's Ball's terms concluded. They each made valuable contributions throughout their tenure on the Commission.

**Richard Simpson** (*Commission member 2008-2015*) is a lawyer who began his practice at the firm now known as Bricker & Eckler LLP in 1972. His practice is focused on municipal bonds, emphasizing general obligation and utility revenue bond and note financings for municipalities, school districts and other political subdivisions. He also provides general corporate representation emphasizing finance. He has served as lead bond counsel for hundreds of municipal bond financings throughout Ohio and has lectured frequently on bond-related topics for organizations such as the Ohio Municipal League, the Ohio Prosecuting Attorneys Association, the Buckeye Association of School Administrators, and the Ohio School Boards Association. He is a past chair of the firm's Public Finance Practice Group. From 2000 to 2010 Rich served as managing partner and chair of the Executive Committee of Bricker & Eckler LLP. In 2010 Mr. Simpson retired from Bricker & Eckler LLP and was appointed dean of the Capital University Law School, where he served until July, 2014. He currently maintains an office and serves as Of Counsel at the Bricker firm.

**Mick Ball** (*Commission member 2008-2015*) was appointed to the Commission in January 2008 and reappointed for a second term in January 2013. He has participated as part of the Art Acquisition and the Architectural Committees for his entire tenure. In 2010, Mr. Ball chaired the committee to form the Ohio Judicial Center Foundation and was later named chair of the foundation. Working with Commission Chair Chad Readler, the foundation lead the campaign to raise \$70,000 to fund the portrait of former Chief Justice Thomas J. Moyer and the display designed for the Grand Concourse of the Thomas J. Moyer Ohio Judicial Center. In 2011, Mr. Ball led efforts to secure a \$75,000 grant from an anonymous donor to support the work of the foundation. He is a graduate of the Knowlton School of Architecture at The Ohio State University and is a registered architect in the State of Ohio. Mr. Ball is a member of the American Institute of Architects and past president of AIA Ohio. Mr. Ball currently serves as regional director of healthcare business development for AECOM, an internationally based professional services firm with offices in 150 countries. Mr. Ball is the immediate past president of the Board of the Peggy R. McConnell Arts Center of Worthington and a member of the St. Peter Catholic Church Parish Council.

At its final meeting of 2015, the Commission selected Commissioner Lane Beougher as acting chair; a new chair and vice chair will be elected at the Commission's first meeting of 2016.

# SUBCOMMITTEES

## Architecture Committee

On May 15 and 16, 2014, the Architecture Committee helped the Ohio Supreme Court host the Ohio County Courthouses Symposium to honor the 10th anniversary of the Thomas J. Moyer Ohio Judicial Center restoration. The event was co-hosted by the County Commissioners Association of Ohio, the Ohio History Connection, Heritage Ohio, AIA Columbus, and others. Interim Administrative Director Mindi Wells welcomed the more than 220 guests, who had the opportunity to tour the building and view videos about its history. Symposium speakers discussed how to renovate historic courthouses, how to obtain funding, and why renovation is important, among other topics. The Foundation also donated \$2,500 to the event. For more information on the history of the Thomas J. Moyer Ohio Judicial Center, please visit <http://bit.ly/1thzawL>.



## Civic Education Committee

In May 2014, the Civic Education Committee played an integral role in bringing David Blake of the Colorado Department of Law to speak at the Supreme Court of Ohio Forum on the Law lecture series. Mr. Blake spoke about Colorado's marijuana legalization and the myriad unintended legal consequences.

Commissioner Donald Melhorn and Ohio State University Professor David Stebenne proposed a future series of publications to encourage interest in Ohio's legal history. More details on these publications are expected to be announced in 2016.

The Committee helped memorialize December 2015 as the 10th anniversary of the opening of the Visitor Education Center. The center has been visited by more than 105,000 people during its first decade.

The transportation grant program continued during 2014 and 2015. The Supreme Court provided \$7,480 in grant funds in 2014, and the Foundation provided \$9,570 in 2015. An additional \$19,800 in grant money has been set aside for the 2015-2016 school year — a total that will fund 60 school trips.



*David Blake of the Colorado Department of Law speaks during the May 2014 Forum on the Law Lecture Series: Marijuana Legalization and the Law of Unintended Consequences.*



*Students from Lindbergh Elementary School in Columbus can't wait to answer questions while learning about the main Courtroom of the Moyer Judicial Center.*

## Fine Arts Committee

In 2014 and 2015, the Fine Arts Committee approved the Moyer Judicial Center's receipt of the several pieces of art (*see below*). Additionally, the Committee is working to assess artwork needs in public spaces around the Judicial Center. More information is expected in 2016.



1



2



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6



7

1 **Reminant Shadows of Bygon Days**  
By Nolan Pennell  
*On loan from the Ohio History Connection*

2 **Autumn Scene**  
By Leslie Cope  
*On loan from the Ohio History Connection*

3 **Autumn Garden with Blue Bench**  
By Joseph O'Sickey  
*Collection of the Supreme Court of Ohio*

4 **Landscape**  
By Charles Sullivan  
*On loan from the Ohio History Connection*

5 **E.P. Wilbur Steamboat**  
Unknown  
*On loan from the Columbus Museum of Art*



3



4



6

*Summer Day in Holmes County*  
Christiane Curry  
*On loan from the Zanesville Museum of Art*

7

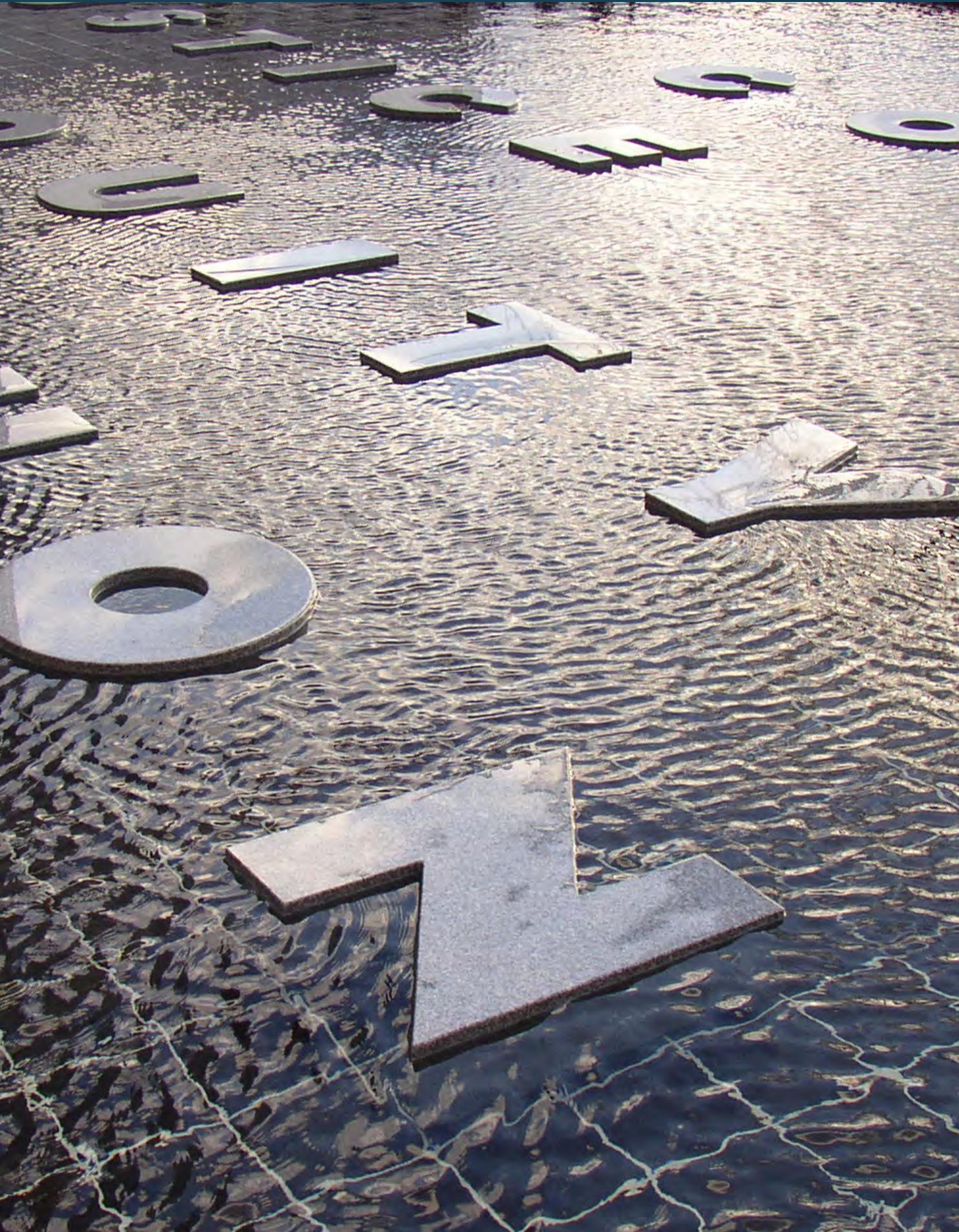
*Hyroglyth*  
Kenneth Shaffer  
*On loan from the Zanesville Museum of Art*



8

8

*A New and Correct Map of the Whole World*  
A map created in 1719, generously donated by Mr. Sheldon Taft, depicting the world's landmasses. The map, which portrays California as an island, is now prominently displayed in Room 108 alongside other maps donated by the Taft family.



# 2016 GOALS

The Commission's goals for 2016 are consistent with its duties and responsibilities as expressed in OJC Reg. 36(G) and in particular will focus on:

1. Acquisition and display of artworks in the Moyer Judicial Center
2. Promotion of the Moyer Judicial Center as a destination for citizens of Ohio and in particular a destination for students at the elementary and secondary level
3. Development of programming targeted to lawyers and members of the general public to inform and stimulate discussion about the importance of the judiciary and the rule of law in our society
4. Ways in which financial resources can be generated to carry out the duties and responsibilities of the Commission.



**2503.45 Entity to operate and maintain the facilities and attendant exterior grounds of state-owned real estate located in Franklin County.**

(A) The supreme court may create a board, commission, or other entity to be responsible for the operation and maintenance of the facilities and attendant exterior grounds included within the real estate described in division (A) of Section 2 of Sub. House Bill No. 388 of the 125th general assembly. The supreme court may authorize any board, commission, or other entity so created to establish a trust for the purpose of receiving, restoring, maintaining, and displaying items of historic, artistic, or educational value in the facilities or on the grounds.

(B) The facilities and attendant exterior grounds granted to the supreme court pursuant to division (A) of Section 2 of Sub. House Bill No. 388 of the 125th general assembly, and any income from the possession or operation of those facilities and grounds, are exempt from taxation and assessments.

Effective Date: 03-02-2004

**OJC Reg. 36. Commission on the Thomas J. Moyer Ohio Judicial Center.**

There is hereby created the Commission on the Thomas J. Moyer Ohio Judicial Center which shall have the limited powers, duties, and responsibilities as set forth in these regulations and that may, from time-to-time, be granted by the Supreme Court.

**(A) Membership**

The Commission shall consist of ten voting members as follows: seven members appointed by the Supreme Court; one representative of the Ohio Facilities Construction Commission; one representative of the Ohio Arts Council; and one representative of the Ohio Historical Society. The Administrative Director of the Supreme Court, or the director's, shall serve as a nonvoting, ex officio member of the Commission.

In appointing members to the Commission, Justices shall appoint members who have an appreciation for and understanding of the significance and symbolism of the Thomas J. Moyer Ohio Judicial Center as the home of the judicial branch of Ohio government, and the history and timelessness of the art and architecture displayed therein.

**(B) Terms**

Except as provided in this regulation, members of the Commission appointed by the Supreme Court shall serve three-year terms beginning on the first day of January. Members shall be eligible for reappointment, but shall not serve more than two consecutive terms of three years. Vacancies on the Commission shall be filled in the same manner as the original appointment. A member appointed to fill a vacancy prior to the expiration of the term for which the appointee's predecessor was serving shall hold office for the balance of the unexpired term. A member whose term has expired may continue to serve on the Commission for a period of ninety days or until his or her successor is appointed, whichever occurs first.

Initial appointments to the Commission shall be made as follows: two members shall be appointed to terms ending December 31, 2008; two members shall be appointed to terms ending December 31, 2009; and three members shall be appointed to terms ending December 31, 2010. (C) Officers The Supreme Court shall designate a member of the Commission to serve as chair of the Commission for a term ending December 31, 2008, and the Commission may elect such other officers as it deems appropriate to serve terms ending December 31, 2008. Thereafter, the Commission shall elect a chair and such other officers as it deems appropriate.

**(D) Meetings**

The Commission shall conduct meetings in a manner and at times it deems appropriate to execute its powers, duties, and responsibilities. Seven members of the Commission shall constitute a quorum, and no action shall be taken by the Commission unless approved by a majority of the Commission members. Members of the Commission shall serve without compensation but shall be reimbursed for expenses incurred in the performance of their official duties.

**(E) Staff**

The Commission shall receive staff support from persons designated by the Administrative Director or the director's designee.

**(F) Privileges; immunities**

Members of the Commission shall be accorded all of the privileges and immunities of an officer of the Supreme Court. Members of the Commission shall be indemnified by the Court for any attorney fees, legal expenses, judgments, fines, or settlements associated with any legal or administrative action taken against a member or members of the Commission as a result of their service on the Commission, to the extent allowable by Ohio law.

**(G) Duties; responsibilities**

**(1) Artistic, architectural and historic integrity.** The Commission shall assist the Supreme Court by providing advice on the preservation of the artistic, architectural, and historic integrity of the Thomas J. Moyer Ohio Judicial Center. Consistent with these duties, the Commission shall review and

recommend design standards for and the selection, placement, and preservation of artwork, artifacts, antiques, furniture, sculptures, awards, monuments, and memorials, including architectural and historic fixtures and murals in areas of the Thomas J. Moyer Ohio Judicial Center designated by the Supreme Court as historic display areas for review and, if approved, adoption by the Court. A work of fine art recommended by the Commission for acquisition shall be approved or disapproved by the Court within thirty days of the Court's receipt of the recommendation from the Commission. The vote of four justices shall be required to approve the acquisition of a work of fine art recommended by the Commission.

The Commission shall also review and recommend architectural and structural repairs, renovations, and improvements to areas of the Thomas J. Moyer Ohio Judicial Center designated by the Supreme Court as historic display areas for review and, if approved, adoption by the Court.

**(2) Public access, use, and assembly.** The Commission shall assist the Supreme Court by providing advice on the public use of the Thomas J. Moyer Ohio Judicial Center. Consistent with this duty, the Commission shall review and recommend standards regarding the public use of areas designated by the Court as public use areas for review and, if approved, adoption by the Court. In developing these standards, the Commission shall operate under the limitation that such public use shall be available only to the following entities or organizations:

- Governmental or educational entities;
- Organizations of the legal or judicial professions;
- Organizations dedicated to architectural or artistic interests, or
- the preservation of historic public places;
- Law firms, corporate law departments, or other similar organizations.

No entity or organization that practices invidious discrimination may use the Thomas J. Moyer Ohio Judicial Center.

In developing these standards, the Commission shall also operate under the additional limitation that permissible public use of the Thomas J. Moyer Ohio Judicial Center by the entities and organizations noted above shall be restricted to meetings and events centered on one or more of the following:

- The history of the Supreme Court or the judicial branch of Ohio government;
- An awareness and understanding of the role of the bar and the judiciary, and the significance of the principle of the rule of law in a constitutional democracy;
- The study of law and the scholarly comparison of legal systems;
- The promotion and understanding of the importance of art and architecture and the preservation of historic public places or the artistic, architectural, and historic features of the Thomas J. Moyer Ohio Judicial Center;
- Educational, business, or social gatherings for tax-exempt organizations.

Consistent with this duty, the Commission may also establish fees for such use payable to any trust, foundation, or other entity established by the Commission pursuant to OJC Reg. 37.

**(3) Sale of alcohol and intoxicating liquors.** Subject to the requirements of Revised Code Chapter 4303 and OJC Reg. 14, the Commission shall review and recommend standards for the sale and consumption of alcohol and intoxicating liquor by persons, groups, or organizations sponsoring a meeting or event in the Thomas J. Moyer Ohio Judicial Center, for review and, if approved, adoption by the Court.

Effective Date: July 1, 2005

Amended Effective: July 1, 2009; March 1, 2013.

*Guideline 36-1. Public Use of the Thomas J. Moyer Ohio Judicial Center.*

This guideline is adopted by the Supreme Court on the recommendation of the Commission on the Thomas J. Moyer Ohio Judicial Center to govern the public use of the Thomas J. Moyer Ohio Judicial Center and surrounding grounds. The Thomas J. Moyer Ohio Judicial Center is both a modern, fully functional office building serving as headquarters for Ohio's judicial branch of government and an architectural masterpiece of national importance that must be carefully maintained for the benefit of present and future generations of Ohioans.

**(A) General principles**

All public usage of the Thomas J. Moyer Ohio Judicial Center is controlled by the Supreme Court. Usage must be approved in advance and a permit issued under procedures established by the Commission. Usage shall be limited to the following:

- (1) Governmental or educational entities;
- (2) Organizations of the legal or judicial professions;
- (3) Organizations dedicated to architectural or artistic interests, or the preservation of historic public places;
- (4) Law firms, corporate law departments, or similar organizations.

**(B) Purposes of public use**

The purpose of the public use must be consistent with the design and fundamental purpose of the Thomas J. Moyer Ohio Judicial Center. Usage for artistic, charitable, civic, educational, governmental, judicial, or law-related functions as described below in most cases will be considered appropriate. Usage for purposes such as sales events or other business-related purposes by for-profit organizations, private parties, weddings, fundraisers, issue advocacy, or political rallies, will not be considered appropriate. Public usage shall be consistent with the purposes in this guideline and centered on one or more of the following general themes:

- (1) The history of the Supreme Court or the judicial branch of Ohio government;
- (2) An awareness and understanding of the role of the bar and the judiciary, and the significance of the principle of the rule of law in a constitutional democracy;
- (3) The study of law or the scholarly comparison of legal systems;
- (4) The promotion and understanding of the importance of art and architecture and the preservation of historic public places, or the artistic, architectural, and historic features of the Thomas J. Moyer Ohio Judicial Center.

**(C) Other limitations on public use**

The following limitations apply to any application for or permissible public use of the Thomas J. Moyer Ohio Judicial Center:

- (1) The usage shall not interfere with the primary use of the Thomas J. Moyer Ohio Judicial Center;
- (2) The usage shall be appropriate to the physical context of the Thomas J. Moyer Ohio Judicial Center;
- (3) The usage shall not unduly burden the management or operations of the Thomas J. Moyer Ohio Judicial Center;
- (4) The usage shall not create a hazard to the safety of the public or state employees;
- (5) The usage shall not expose the State to, or create unreasonable risk of exposure to, expenses or damages;

- (6) The usage shall not be in violation of local, state or federal laws, rules or regulations;
- (7) There shall be equal access for all groups for the use of the Thomas J. Moyer Ohio Judicial Center regardless of race, religion, color, national origin, sex or handicap;
- (8) Building security rules and procedures shall be followed in all cases;
- (9) The issuance of a permit for use of the Thomas J. Moyer Ohio Judicial Center shall not imply endorsement or approval by the State, the Supreme Court, or the Commission of the actions, objectives, or views of the permit holder;
- (10) The Supreme Court Office of Facilities Management reserves the right to limit the use of the Thomas J. Moyer Ohio Judicial Center, at any time, due to unforeseen operational circumstances. Every reasonable effort will be made to alleviate the effects of any such limitation;
- (11) The Court Room, Robing Room, private chambers of the Justices, and other restricted areas within the Thomas J. Moyer Ohio Judicial Center, are not available for public use;
- (12) The usage shall not relate to any matters pending before the Supreme Court.

**(D) Public use permit; additional fees; conditions of permitted usage.**

(1) Any person wishing to obtain a permit for use of the Thomas J. Moyer Ohio Judicial Center may submit an application in writing on the form specified by the Supreme Court Office of Facilities Management. The application shall be accompanied by an administrative fee of fifty dollars. No member or employee of the Supreme Court and no entity established by the Supreme Court shall be required to obtain a permit to hold a meeting, event, or other gathering in the Thomas J. Moyer Ohio Judicial Center.

(2) If a permit is granted, in addition to the administrative fee, the permit holder shall be responsible for a usage fee that may be levied in accordance with a schedule adopted by the Office of Facilities Management and with the approval of the Administrative Director. The usage fee is levied for the purpose of assisting the Supreme Court in maintaining and promoting the artistic, architectural, historic, and educational purposes and integrity of the Thomas J. Moyer Ohio Judicial Center. The usage fee will be discussed and agreed upon by the permit applicant in advance. The usage fee will be billed to and paid by the permit holder prior to the date of the event. If any additional charges are incurred during the event, the permit holder will be billed for those additional charges at the completion of the event.

(3) In addition to the exemption provided for in division (D)(1) of this guideline, the administrative and usage fees shall be waived by the Office of Facilities Management for any of the following organizations or entities:

- An organization or entity that receives financial or in-kind support from the Supreme Court;
- A nonprofit organization that receives financial or in-kind support from the Supreme Court and that is devoted to the law, legal education, art, architecture, or the preservation of historic public places;
- A governmental office or entity.

(4) All fees collected pursuant to this guideline shall be transferred to the Thomas J. Moyer Ohio Judicial Center Foundation and used for public charitable and educational purposes consistent with the Foundation's articles of incorporation and code of regulations.

(5) The permit holder may be required to provide a surety bond based upon the nature of the permitted event in order to guarantee payment of any property damages or other liability arising from the event. The bond amount will be as determined by the Supreme Court.

(6) The permit holder shall use the Thomas J. Moyer Ohio Judicial Center in a careful and responsible manner during the term of the permit, keeping the building clean, undamaged, and free

of debris. The permit holder will be responsible for any costs or damages resulting from the use of the Thomas J. Moyer Ohio Judicial Center.

- (7) In general, the Thomas J. Moyer Ohio Judicial Center will be available for use only during the business work week between the hours of 8:00 a.m. and 8:00 p.m.
- (8) Corporate banners and signs on sticks, poles, or stakes are prohibited.
- (9) The use of stickers, labels, cellophane or other pressure-sensitive tape, screws, nails, or other physical fasteners and mounting techniques that may adversely affect the structural or decorative condition of the Thomas J. Moyer Ohio Judicial Center is prohibited.
- (10) Smoking is prohibited within the Thomas J. Moyer Ohio Judicial Center.
- (11) No equipment, apparatus, machine, or vehicle may be brought into the Thomas J. Moyer Ohio Judicial Center without the prior written approval of the Office of Facilities Management of the Supreme Court.
- (12) Use of sound projection equipment must be approved in advance, shall be in compliance with local noise ordinances, and used in a manner so as to not interfere with the regular operations and activities of the Thomas J. Moyer Ohio Judicial Center.
- (13) No food, beverages, or merchandise shall be sold or dispensed at the Thomas J. Moyer Ohio Judicial Center without the express written consent of the Office of Facilities Management. No licensed street vendors or other transient vendors will be permitted to use the Thomas J. Moyer Ohio Judicial Center. Only caterers approved by the Office of Facilities Management of the Supreme Court will be permitted to provide on-site food service.
- (14) Staff security and maintenance personnel only will be utilized at the event, under the direction and control of the Office of Facilities Management of the Supreme Court.
- (15) The permit holder shall retrieve all materials left behind from the approved event within two business days. After that time, any remaining materials may be disposed of at the permit holder's expense.
- (16) The permit holder shall indemnify and hold harmless the State and the Commission against any and all claims, demands, actions, or causes of actions, together with any and all losses, costs, or related expenses asserted by any person or persons for bodily injury, death, or property damages resulting from or arising out of the permitted use.
- (17) The failure of a permit holder to comply with this guideline or any additional terms of an issued permit shall be grounds for the Office of Facilities Management taking either or both of the following actions:
  - Revoking an issued permit;
  - Denying a future permit application submitted by the permit holder.

Effective: March 1, 2010  
 Amended Effective: March 1, 2013

***Guideline 36-2. Acquisition by Purchase, Gift, Bequest, or Loan of Fine Art for the Thomas J. Moyer Ohio Judicial Center.***

This guideline is adopted by the Supreme Court on recommendation of the Commission on the Thomas J. Moyer Ohio Judicial Center to govern the acquisition of fine art for the Thomas J. Moyer Ohio Judicial Center. Acquisition may be by purchase, gift, bequest, or loan. The fine art collection for the Thomas J. Moyer Ohio Judicial Center includes art from renowned artists, with an emphasis on Ohio artists and themes unique to Ohio, and reflects the quality and diversity of the existing collection and of the original artwork and architecture of the Thomas J. Moyer Ohio Judicial Center building and grounds.

**(A) General criteria for fine art**

The Commission will recommend the acquisition of works of fine art that represent diversity in artists, are appropriate in content, and are in keeping with the art that makes up the collection at the Thomas J. Moyer Ohio Judicial Center. Fine art that is recommended for acquisition shall be capable of existing safely within the environmental conditions of the Thomas J. Moyer Ohio Judicial Center.

**(B) Specific criteria for means of acquisition**

(1) In purchasing works of fine art, the Commission shall operate within the budget approved by the Supreme Court for art acquisition, including framing costs. The Commission may give primary consideration to artwork created by a living or deceased Ohio artist who satisfies the following criteria:

- The artist has demonstrable connection to Ohio;
- The artist has devoted a substantial portion of the artist's time creating art;
- The artist has a documented history of public presentation;
- The artist has been recognized by his or her peers as a visual arts practitioner for a minimum of five years.

(2) In considering offered gifts and bequests of works of fine art, the Commission shall give primary consideration to the following criteria:

- The gift or bequest may be from one or more individuals or an institution;
- The gift or bequest may be anonymous;
- The gift or bequest must be unrestricted;
- The gift or bequest must have satisfactory documentation of provenance and title.

The Supreme Court or Commission will not make, arrange for, or pay for appraisals for donated work, but may provide names of two or more appraisers, without preference, if a request is made by the donor. The donor shall complete a deed of gift, provided by the Supreme Court, that includes a description and appraisal of the work. The Supreme Court may accept a copy of the will, or pertinent portions, to verify the bequest.

(3) In considering offered loans of works of fine art for permanent exhibition in the Thomas J. Moyer Ohio Judicial Center or possible acquisition by the Supreme Court, the Commission shall give primary consideration to the following criteria:

- The work to be loaned must be able to withstand the ordinary strains of packing and transportation;
- The loan shall have no unreasonable restrictions;
- The lending organization or individual shall possess satisfactory documentation of provenance and title.

The lender or Supreme Court shall provide a written loan agreement that outlines the reason for the loan, dates of the proposed loan, methods of travel, and insurance arrangements. The Supreme Court shall designate a staff member to monitor the loan using industry standards.

**(C) Selection process**

The Commission shall employ the following process in selecting works of fine art recommended for acquisition by the Supreme Court.

(1) The chair of the Art Acquisition Committee or designated Supreme Court staff shall be responsible for coordinating the consideration of purchases and offered gifts, bequests, and loans.

(2) In the case of works of fine art to be purchased, the chair, working with designated Supreme

Court staff and outside sources from the arts community, shall identify directors of Ohio visual arts organizations or professional arts consultants who have knowledge of visual artists in their region of Ohio. The Committee chair or designated Court staff will arrange one or more site visits. With either the director or arts consultant and will coordinate those visits with members of the Committee. If a Committee member is unable to attend a site visit, the Committee chair or designated Court staff will provide that member with images, via email, of works that are under consideration for recommendation to acquire. The Committee member shall have five business days to respond to the Committee chair with approval, disapproval, or any comments regarding the works under consideration.

(3) In the case of offers of gifts, bequests, or permanent loans of fine art, the chair, working with designated Supreme Court staff, shall review gift, bequest, or loan proposals and arrange a Committee site visit to view the work to be gifted, bequeathed, or loaned. If a Committee member is unable to attend a site visit, the Committee chair or designated Court staff will provide that member with an image, via email, of the work. The Committee member shall have five business days to respond to the Committee chair with approval, disapproval, or any comments regarding the work.

(4) Works of art recommended for acquisition by a majority of the Committee shall be presented to the Commission for consideration within ten business days after the work is identified. This may be done at a Commission meeting or by emailing an image of the work to the Commission members. A majority of a quorum of Commission members present at the meeting shall be required to recommend the acquisition of a work of art. If images are sent via email, votes shall be requested within five business days after receipt of the email, and a majority of the Commission members shall be required to recommend the acquisition of the work.

(5) The Commission shall make its recommendation to the Chief Justice and Justices of the Supreme Court within five business days of the decision to make a recommendation.

(6) In the case of a temporary loan of artwork to replace an out-going loan of artwork from the Supreme Court, the Committee chair and designated Court staff may accept the loan in accordance with the criteria and conditions set forth in division (B) of this guideline.

(7) In the case of all other temporary loans of artwork, the Committee chair, working with designated Court staff, shall review the work offered for loan to determine whether the work satisfies the criteria and conditions set forth in division (B) of this guideline. If a work satisfies the criteria and conditions set forth in division (B) of this guideline, the Committee chair shall arrange for the Committee to view the work through images or by other means. A work of art recommended by a majority of the Committee for acceptance on temporary loan shall be presented to the Commission for consideration within five business days after the work is identified. This may be done at a Commission meeting or by emailing an image of the work to the Commission members. A majority of a quorum of Commission members present at the meeting shall be required to recommend acceptance of the temporary loan. If images are sent via email, votes shall be requested within five business days after receipt of the email, and a majority of the Commission members shall be required to recommend acceptance of the temporary loan.

**(D) Framing and signage**

The Commission shall use museum quality framing and employ museum standards for label copy and didactic panels.

**(E) Installation of acquired art**

When recommending the acquisition of art to the Commission, the Committee shall include a recommendation regarding the location in which the work will be installed, considering the environmental safety of the work. The Committee shall assign the following installation priorities: public meeting rooms; public conference rooms; Civic Center Drive lobby; and conference rooms and other areas within office suites. Areas not appropriate for the installation of artwork include: grand concourse; courtroom; meeting rooms 102 and 106; Front Street lobby; first floor elevator lobby; and Native American lobby. When recommending the acquisition of fine art to the Supreme Court, the Commission shall address the above installation considerations.

Effective: July 1, 2009

Amended Effective: March 1, 2010

Amended Effective: March 1, 2013

**Guideline 36-3. Recordkeeping, Care, Inventory, Insurance, and Reappraisal of Fine Art at the Thomas J. Moyer Ohio Judicial Center.**

This guideline is adopted by the Supreme Court on the recommendation of the Commission on the Thomas J. Moyer Ohio Judicial Center to govern the proper care and conservation of work in the permanent fine art collection at the Thomas J. Moyer Ohio Judicial Center. The Commission and Supreme Court have an essential obligation to ensure the works of fine art are passed on to future generations in as good and safe a condition as possible using current knowledge and resources.

**(A) Recordkeeping**

The registration and recordkeeping for work in the permanent fine art collection at the Thomas J. Moyer Ohio Judicial Center is the responsibility of designated Supreme Court staff. The designated staff shall maintain accurate, up-to-date individual files on each work of fine art in the collection. For each work of fine art in the collection, the following information shall be documented:

- (1) The title and date of the work, the name of the artist, any provenance, research, or correspondence related to the work;
- (2) The means and date of acquisition;
- (3) A description of the work, including measurements, material, framing, and signage;
- (4) The location of the work at the Thomas J. Moyer Ohio Judicial Center;
- (5) The care activity, conservation treatment, and condition of the work;
- (6) The loan activity related to the work;
- (7) The documents related to deaccessioning of the work.

**(B) Care**

Each work of fine art shall be cared for using the highest standards of preventive conservation and kept in safe, secure, and appropriate environments.

**(C) Inventory**

The Supreme Court staff member designated to maintain records related to the collection shall conduct an annual inventory of the collection. A report of the annual inventory shall be provided to the Commission on the Thomas J. Moyer Ohio Judicial Center and the Supreme Court Director of Fiscal and Management Resources.

**(D) Insurance**

The Supreme Court shall procure appropriate insurance for each work of fine art in the collection.

**(E) Reappraisal**

Works in the permanent fine art collection at the Thomas J. Moyer Ohio Judicial Center shall be reappraised on an “as needed” basis, in the discretion of the designated Supreme Court staff member.

Effective: March 1, 2010

Amended Effective: March 1, 2013

**Guideline 36-4. Access to the Fine Art Collection at the Thomas J. Moyer Ohio Judicial Center.**

This guideline is adopted by the Supreme Court on the recommendation of the Commission on the Thomas J. Moyer Ohio Judicial Center to govern awareness of and access to the fine art collection at the Thomas J. Moyer Ohio Judicial Center. The Commission on the Thomas J. Moyer Ohio Judicial Center is responsible for advising the Supreme Court with regard to the maintenance of the fine art collection at the Thomas J. Moyer Ohio Judicial

Center and views this responsibility as including activities to promote and enhance awareness and understanding of the fine art in the permanent collection at the Thomas J. Moyer Ohio Judicial Center.

The Commission will support and encourage awareness and understanding of the fine art in the permanent collection at the Thomas J. Moyer Ohio Judicial Center through publications, programs, and web sites. The Commission will work with designated Supreme Court staff to provide access to the collection during business hours of the Thomas J. Moyer Ohio Judicial Center and by appointment. Arrangements to see the collection may be made by contacting the Civic Education Section of the Supreme Court.

Effective: March 1, 2010

Amended Effective: March 1, 2013

**Guideline 36-5. Deaccessioning of Fine Art at the Thomas J. Moyer Ohio Judicial Center.**

This guideline is adopted by the Supreme Court on the recommendation of the Commission on the Thomas J. Moyer Ohio Judicial Center to govern the deaccessioning of works in the fine art collection at the Thomas J. Moyer Ohio Judicial Center.

**(A) General criteria for deaccessioning**

The Commission shall give primary consideration for deaccessioning works of fine art at the Thomas J. Moyer Ohio Judicial Center for one or more of the following reasons:

- (1) The work of fine art has been damaged or has deteriorated and repair is impractical or unfeasible;
- (2) The work of fine art is incompatible with the collection;
- (3) The work of fine art is redundant.

**(B) Process for deaccessioning**

The Commission shall employ the following process when recommending works of fine art for deaccessioning:

- (1) Deaccessioning shall be considered only after a careful and impartial evaluation of the work of fine art by the Art Acquisition Committee, working with designated Supreme Court staff and an art conservator or curator;
- (2) Supreme Court staff shall make reasonable efforts to notify any living artist or the estate of a deceased artist whose work is being considered for deaccessioning;
- (3) The Art Acquisition Committee shall make a recommendation to deaccession a work of fine art to the Commission. The recommendation may be made at a Commission meeting or by emailing an image of the work and an explanatory statement to the Commission members;
- (4) A majority of a quorum of Commission members present at the meeting shall be required to recommend the deaccessioning of a work of fine art. If an image of the work is sent via email, a majority of the Commission members shall be required to recommend the deaccessioning of the work within five business days after receipt of the email;
- (5) The Commission shall make its recommendation to the Chief Justice and Justices of the Supreme Court within five business days of the decision to make a recommendation.

**(C) Proceeds from deaccessioning**

Any proceeds from deaccessioned works of fine art shall be deposited in the Thomas J. Moyer Ohio Judicial Center Foundation and used for the acquisition of other works of fine art.

Effective: March 1, 2010

Amended Effective: March 1, 2013

**OJC Reg. 37****Thomas J. Moyer Ohio Judicial Center Trust.**

The Commission on the Thomas J. Moyer Ohio Judicial Center may, upon the approval of the Supreme Court, establish a trust, foundation, or other appropriate nonprofit entity for the charitable public purpose of preserving the artistic, architectural, and historic integrity of the Thomas J. Moyer Ohio Judicial Center. The trust, foundation, or entity established by the Commission may contain artwork, monuments, memorials, awards, and other items of personal property suitable for display at the Thomas J. Moyer Ohio Judicial Center.

The Commission also may use the trust, foundation, or entity to accept gifts, grants, bequests, or donations in furtherance of the purpose of the trust, foundation, or entity. Any gifts, grants, bequests, or donations received by the Commission shall be deposited in the trust, foundation, or entity and used exclusively for the purchase or commissioning of artwork, monuments, memorials, awards, and other items suitable for display at the Thomas J. Moyer Ohio Judicial Center.

Effective Date: July 1, 2005

Amended Effective: March 1, 2013

**CODE OF REGULATIONS**

**OF**

**OHIO JUDICIAL CENTER FOUNDATION, INC.**

**ARTICLE I**  
**MEMBERS**

Section 1.1            Designation.

The individuals serving as Directors of Ohio Judicial Center Foundation, Inc. (the "Corporation"), shall be the Members of the Corporation, and, as such, shall have all the rights and privileges of Members under the provisions of the Ohio Nonprofit Corporation Law, as amended from time to time.

**ARTICLE II**  
**DIRECTORS**

Section 2.1            Authority.

Except where the law, the Articles of Incorporation (the "Articles") or this Code of Regulations (these "Regulations") provide otherwise, all the authority of the Corporation shall be exercised by or under the direction of the Board of Directors of the Corporation (the "Board of Directors").

Section 2.2            Board of Directors.

The Board of Directors shall consist of up to thirteen (13) directors as follows: those persons designated as the ten (10) voting members of the Commission on the Ohio Judicial Center (the "Commission Members") plus up to three (3) directors at large (collectively, the "At Large Directors"). The Board of Directors shall initially consist of the current Commission Members, who shall serve as directors so long as they remain Commission Members, and thereafter shall be replaced with their respective Commission Member replacements. At the first meeting, up to three (3) At Large Directors shall be elected for three (3) year terms.

Section 2.3            Resignation or Removal.

A director may resign at any time by giving notice in writing to the Board of Directors, and such resignation shall be effective immediately or at such time as the director may specify. A director may be removed from office by a two-thirds (2/3) vote of the whole authorized number of directors.

Section 2.4            Vacancy.

The office of a director shall become vacant if he or she dies, resigns or is removed from office. In the event of a vacancy in the office of an At Large Director, the directors shall fill the vacancy by a majority vote of all the remaining directors in office. In the event of a vacancy in the office of a director other than an At Large Director, the vacancy shall be filled in accordance with Section 2.2 of these Regulations.

Section 2.5            Meetings of Directors.

Meetings of the Board of Directors may be called by the chairperson or by any two directors upon delivery of a written request to the secretary. All meetings of the Board of Directors shall be at a place (within or without the State of Ohio), date, and time as shall be determined by the Board of Directors or by the Chair as authorized by the Board of Directors. Directors may participate at, and be counted in determining a quorum for, such meetings through any communications equipment if all persons participating can hear each other.

Section 2.6            Notice of Meetings.

Written notice stating the place, date, time, and purpose of any meeting of the Board of Directors shall be given to each director not less than three days before the date of the meeting. The notice may be delivered by first-class mail, postage prepaid, telegram, telefacsimile, or any other reasonable means. The notice shall be deemed to be given if mailed or otherwise sent or delivered to the director at his or her address as it appears on

the records of the Corporation or if evidence of receipt is received by the Corporation.

Section 2.7      Waiver of Notice.

The giving of notice shall be deemed to be waived by any director who shall attend and participate in any meeting other than to object to the transaction of any business because the meeting is not lawfully called or convened. The giving of notice may be waived, in writing, by any director either before or after the meeting.

Section 2.8      Quorum; Voting.

A quorum for the transaction of business at any meeting of the directors shall consist of a majority of the directors. Except as may be otherwise provided by the Articles or these Regulations, the vote of a majority of the directors present at any meeting at which there is a quorum shall be the act of the directors. A vote of two-thirds (2/3) of the members present at any meeting at which there is a quorum of the Board of Directors shall be required for the Corporation to do the following:

- (a) increase or decrease the number of At Large Directors to serve on the Board of Directors;
- (b) alter the term for which At Large Directors are to serve;
- (c) effect (or agree to effect) any sale, merger or sale of all or substantially all of the assets of the Corporation or sell, license or otherwise make any disposal in any calendar year of more than \$10,000 worth, in total consideration, of the properties and assets of the Corporation, whether in one transaction or in a series of related transactions, except in the ordinary course of business;
- (d) make or cause to be made any expenditure, whether capital or operating, in excess of \$10,000;
- (e) incur or cause to be incurred any indebtedness in excess of \$10,000;
- (f) establish or ratify the annual budget; or
- (g) amend these Regulations.

Section 2.9      Committees.

The Board of Directors may appoint one or more committees consisting of not less than one director and may delegate to such committees any of the authority of the Board of Directors with regard to:

- (a) the election and removal of officers;
- (b) the establishment of, or appointment of members to any committee; and
- (c) any other subject or area that the Board of Directors in its judgment deems necessary or advisable.

Each committee shall serve at the pleasure of the Board of Directors and shall keep regular minutes of its meetings and report its activities to the Board of Directors in such manner as the Board of Directors determines.

Section 2.10      Action Without a Meeting.

Any action that may be authorized or taken at a meeting of the Board of Directors may be authorized or taken without a meeting with the affirmative vote or approval of, and in writing or writings signed by, all of the members of the Board of Directors.

Section 2.11      Reimbursement of Expenses.

Directors and officers who are directors shall receive no compensation from the Corporation for their services to the Corporation in their capacities as members of the Board of Directors. However, directors, officers, employees and agents of the Corporation may receive reimbursement for necessary and reasonable out-of-pocket expenses, as determined by the Board of Directors.

**ARTICLE III  
OFFICERS**Section 3.1 Election.

The officers of the Corporation to be elected by the Board of Directors shall be a chair, a vice chair, a treasurer, a secretary, and, if desired, such other officers and assistant officers as the directors may from time to time elect. The Board of Directors may elect the Chair and Vice Chair, who must be directors. Any two or more offices may be held by the same person, but no officer shall execute, acknowledge, or verify any instrument in more than one capacity if such instrument is required by law, the Articles, or these Regulations to be executed, acknowledged, or verified by two or more officers.

Section 3.2 Removal.

The officers of the Corporation shall hold office at the pleasure of the Board of Directors. Any officer of the Corporation may be removed, either with or without cause, at any time, by the affirmative vote of a majority of all the directors then in office and any officer appointed by the Chair may be removed, either with or without cause, by the Chair. Any such removal, however, shall be without prejudice to the contract rights, if any, of the person so removed.

Section 3.3 Duties of the Chair.

The Chair shall preside at all meetings of the Board of Directors at which he or she is present. The Chair shall be the chief executive officer of the Corporation and shall exercise supervision over the business of the Corporation and shall have, among such additional powers and duties as the Board of Directors may from time to time assign to the Chair, the power and authority to sign all deeds, mortgages, bonds, contracts, notes and other instruments requiring the signature of the chief executive officer of the Corporation.

Section 3.4 Duties of the Vice Chair.

The Vice Chair shall report directly to the Chair and shall have such powers and duties as the Board of Directors shall from time to time assign to the Vice Chair.

Section 3.5 Duties of the Secretary.

It shall be the duty of the secretary, or of an assistant secretary, if any, in case of the absence or inability to act of the secretary, to keep minutes of all the proceedings of the members and the Board of Directors and to make a proper record of the same; to perform such other duties as may be required by law, the Articles or these Regulations; to perform such other and further duties as may from time to time be assigned to the secretary by the Board of Directors or the Chair; and to deliver all books, paper and property of the Corporation in the secretary's possession to the successor, or to the Chair.

Section 3.6 Duties of the Treasurer.

The treasurer, or an assistant treasurer, if any, in case of the absence or inability to act of the treasurer, shall receive and safely keep in charge all money, bills, notes, choses in action, securities and similar property belonging to the Corporation and shall do with or disburse the same as directed by the Chair or the Board of Directors; shall keep an accurate account of the finances and business of the Corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, stated capital and shares, together with such other accounts as may be required and hold the same open for inspection and examination by the Board of Directors; shall give bond in such sum with such security as the Board of Directors may require for the faithful performance of the treasurer's duties; shall, upon the expiration of the term of office, deliver all money and other property of the Corporation in the treasurer's possession or custody to the successor or the Chair and shall perform such other duties as from time to time may be assigned to the treasurer by the Board of Directors.

Section 3.7 Vacancies.

Any vacancy among the officers for any reason will be filled by nomination and majority vote by the Board of Directors, except that vacancies among the officers appointed by the Chair will be filled by the Chair.

**ARTICLE IV**  
**INDEMNIFICATION AND INSURANCE**

Section 4.1            Mandatory Indemnification.

The Corporation shall indemnify any officer or director of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including, without limitation, any action threatened or instituted by or in the right of the Corporation), by reason of the fact that he or she is or was a director, officer, employee, agent or volunteer of the Corporation, or is or was serving at the request of the Corporation as a director, trustee, officer, employee, agent or volunteer of another corporation (domestic or foreign, nonprofit or for profit), partnership, joint venture, trust or other enterprise, against expenses (including, without limitation, attorneys' fees, filing fees, court reporters' fees and transcript costs), judgments, fines and amounts paid in settlement actually and reasonably incurred by the officer or director in connection with such action, suit or proceeding if the officer or director acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation and, with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful; except that no indemnification shall be made in respect of any action or suit in which liability is asserted against a director and that liability is asserted only pursuant to Section 1702.55 of the Ohio Revised Code. A person claiming indemnification under this Section 4.1 shall be presumed, in respect of any act or omission giving rise to such claim for indemnification, to have acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation and, with respect to any criminal matter, to have had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement or conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, rebut such presumption.

Section 4.2            Court-Approved Indemnification.

Anything contained in these Regulations or elsewhere to the contrary notwithstanding:

(a) the Corporation shall not indemnify any officer or director of the Corporation who was a party to any completed action or suit instituted by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he or she is or was a director, officer, employee, agent or volunteer of the Corporation, or is or was serving at the request of the Corporation as a director, trustee, officer, employee, member, manager, agent or volunteer of another corporation (domestic or foreign, nonprofit or for profit), partnership, joint venture, trust or other enterprise, in respect of any claim, issue or matter asserted in such action or suit as to which he or she shall have been adjudged to be liable for acting with reckless disregard for the best interests of the Corporation or misconduct (other than negligence) in the performance of his or her duty to the Corporation unless and only to the extent that the Court of Common Pleas of Franklin County, Ohio or the court in which such action or suit was brought shall determine upon application that, despite such adjudication of liability, and in view of all the circumstances of the case, such person is fairly and reasonably entitled to such indemnity as such Court of Common Pleas or such other court shall deem proper; and

(b) the Corporation shall promptly make any such unpaid indemnification as is determined by a court to be proper as contemplated by this Section 4.2.

Section 4.3            Indemnification for Expenses.

Anything contained in these Regulations or elsewhere to the contrary notwithstanding, to the extent that an officer or director of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 4.1, or in defense of any claim, issue or matter therein, the officer or director shall be promptly indemnified by the Corporation against expenses (including, without limitation, attorneys' fees, filing fees, court reporters' fees and transcript costs) actually and reasonably incurred by him or her in connection therewith.

Section 4.4            Determination Required.

Any indemnification required under Section 4.1 and not precluded under Section 4.2 shall be made by the Corporation only upon a determination that such indemnification of the officer or director is proper in the circumstances because he or she has met the applicable standard of conduct set forth in Section 4.1. Such determination may be made only (A) by a majority vote of a quorum consisting of directors of the Corporation who were not and are not parties to, or threatened with, any such action, suit or proceeding, or (B) if such a quorum is not obtainable or if a majority of a quorum of disinterested directors so directs, in a written opinion by independent legal counsel other than an attorney, or a firm having associated with it an attorney, who has been retained by or who has performed services for the Corporation, or any person to be indemnified, within the past five (5) years, or (C) by the Court of Common Pleas of Franklin County, Ohio or (if the Corporation is

a party thereto) the court in which such action, suit or proceeding was brought, if any. Any such determination may be made by a court under division (C) of this Section 4.4 at any time (including, without limitation, any time before, during or after the time when any such determination may be requested of, be under consideration by or have been denied or disregarded by the disinterested directors under division (A) or by independent legal counsel under division (B) of this Section 4.4). No failure for any reason to make any such determination, and no decision for any reason to deny any such determination, by the disinterested directors under division (A) or by independent legal counsel under division (B) of this Section 4.4 shall be evidence in rebuttal of the presumption recited in Section 4.1. Any determination made by the disinterested directors under division (A) or by independent legal counsel under division (B) of this Section 4.4 to make indemnification in respect of any claim, issue or matter asserted in an action or suit threatened or brought by or in the right of the Corporation shall be promptly communicated to the person who threatened or brought such action or suit. Within ten (10) days after receipt of such notification such person shall have the right to petition the Court of Common Pleas of Franklin County, Ohio or the court in which such action or suit was brought, if any, to review the reasonableness of such determination.

Section 4.5                    Advances for Expenses.

Expenses (including, without limitation, attorneys' fees, filing fees, court reporters' fees and transcript costs) incurred in defending any action, suit or proceeding referred to in Section 4.1 shall be paid by the Corporation in advance of the final disposition of such action, suit or proceeding to or on behalf of the officer or director promptly as such expenses are incurred by him or her, but only if such officer or director shall first agree, in writing, to repay all amounts so paid in respect of any claim, issue or other matter asserted in such action, suit or proceeding in defense of which he or she shall not have been successful on the merits or otherwise:

- (A) if it shall ultimately be determined as provided in Section 4.4 that he or she is not entitled to be indemnified by the Corporation as provided under Section 4.1; or
- (B) if, in respect of any claim, issue or other matter asserted against the officer or director by or in the right of the Corporation in such action or suit, he or she shall have been adjudged to be liable for acting with reckless disregard for the best interests of the Corporation or misconduct (other than negligence) in the performance of his or her duty to the Corporation, unless and only to the extent that the Court of Common Pleas of Franklin County, Ohio or the court in which such action or suit was brought shall determine upon application that, despite such adjudication of liability, and in view of all of the circumstances, he or she is fairly and reasonably entitled to all or part of such indemnification.

Section 4.6                    Article IV Not Exclusive.

The indemnification provided by this Article IV shall not be exclusive of, and shall be in addition to, any other rights to which any person seeking indemnification may be entitled under the Articles or these Regulations or any agreement, vote of the member or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director of the Corporation and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Section 4.7                    Insurance.

The Corporation may purchase and maintain insurance or furnish similar protection, including but not limited to trust funds, letters of credit, or self-insurance, on behalf of any person who is or was a director, officer, employee, agent or volunteer of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, agent or volunteer of another corporation (domestic or foreign, nonprofit or for profit), partnership, joint venture, trust or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the obligation or the power to indemnify him or her against such liability under the provisions of this Article IV. Insurance may be purchased from or maintained with a person in which the Corporation has a financial interest.

Section 4.8                    Certain Definitions.

For purposes of this Article IV, and as examples and not by way of limitation:

- (a) A person claiming indemnification under this Article IV shall be deemed to have been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 4.1, or in defense of any claim, issue or other matter therein, if such action, suit or proceeding shall be terminated as to such person, with or without prejudice, without the entry of a judgment or order against

him or her, without a conviction of him or her, without the imposition of a fine upon him or her and without his or her payment or agreement to pay any amount in settlement thereof (whether or not any such termination is based upon a judicial or other determination of the lack of merit of the claims made against him or her or otherwise results in a vindication of him or her).

(b) References to an “other enterprise” shall include employee tax benefit plans; references to a “fine” shall include any excise taxes assessed on a person with respect to an employee benefit plan; and references to “serving at the request of the Corporation” shall include any service as a director, officer, employee, agent or volunteer of the Corporation which imposes duties on, or involves services by, such director, officer, agent or volunteer with respect to an employee benefit plan, its participants or beneficiaries; and a person who acted in good faith and in a manner he or she reasonably believed to be in the best interests of the participants and beneficiaries of an employee benefit plan shall be deemed to have acted in a manner “not opposed to the best interests of the Corporation” within the meaning of that term as used in this Article IV.

(c) The term “volunteer” shall mean a director, officer or agent of the Corporation, or another person associated with the Corporation, who (i) performs services for or on behalf of, and under the authority or auspices of, the Corporation, and (ii) does not receive compensation, either directly or indirectly, for performing those services. Compensation does not include (i) actual and necessary expenses that are incurred by the volunteer in connection with the services performed for the Corporation and that are reimbursed to the volunteer or otherwise paid; (ii) insurance premiums paid on behalf of the volunteer and amounts paid, advanced or reimbursed pursuant to this Article IV, Section 1702.12(E) of the Ohio Revised Code or any indemnification agreement, resolution or similar arrangement; or (iii) modest perquisites.

Section 4.9                      Venue.

Any action, suit or proceeding to determine a claim for indemnification under this Article IV may be maintained by the person claiming such indemnification, or by the Corporation, in the Court of Common Pleas of Franklin County, Ohio. The Corporation and (by claiming such indemnification) each such person consent to the exercise of jurisdiction over its or his or her person by the Court of Common Pleas of Franklin County, Ohio in any such action, suit or proceeding.

**ARTICLE V**  
**AMENDMENTS**

The Articles and these Regulations may be amended or repealed only by action in writing signed by all of the members pursuant to Section 1.6 hereof or by a vote of two-thirds (2/3) of the members present at a meeting called for such purpose at which there is a quorum of the Board of Directors.

Adopted Effective November 1, 2009.

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COMMISSION ON THE THOMAS J. MOYER OHIO JUDICIAL CENTER  
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