

Bylaws of the Economic Inclusion Advocacy and Accountability Board

I. Name

Economic Inclusion Advocacy and Accountability Board (EIAAB) (Ordained by Ordinance 271-2016)

II. Mission/Purpose

The mission of the EIAAB shall be to promote economic inclusion, serve as a public advocate for the City of Cincinnati's Department of Economic Inclusion (DEI), assist DEI in fulfilling the recommendations of the Economic Inclusion Advisory Council, and measure the impact of the economic inclusion programs and initiatives within the City of Cincinnati.

III. Functions and Duties

The EIAAB shall have the following functions and duties associated with economic inclusion:

- i. Recommending policies to implement the City's economic inclusion programs and services;
- ii. Recommending strategies to implement recommendations of the Economic Inclusion Advisory Council or its successor advisory group;
- iii. Measuring the community impact of the City's and DEI's economic inclusion programs and initiatives;
- iv. Preparing and distributing to the community an annual report on the city's inclusion efforts; and
- v. Ensuring that minority- and women-owned business inclusion programs and initiatives continue in the future.

IV. Board Membership and Term Structure

A. The EIAAB shall consist of up to 25 members appointed by the Mayor of the City of Cincinnati with the approval of City Council. Members shall be residents of Hamilton County.

B. Member Qualifications

Board members should have the following competencies and experiences:

- i. significant past board experiences;
- ii. diversity by race, ethnicity, gender, age, etc.;
- iii. knowledge of minority/women business growth and development issues;
- iv. passion for economic inclusion principles and an understanding of the societal and economic value of economic inclusion and its benefits;
- v. strategic thinking and the ability to connect the vision/mission/goals of economic inclusion with strategic ideas and plans;
- vi. action oriented to pursue results; and
- vii. collaborative ability to maximize working in a team.

C. A board term shall be for 3 years. The initial board member appointments will have 1, 2, or 3 year terms to ensure that approximately one-third of the board is appointed each year, which will allow continuity of operations and board experience. If fewer than 25 members are appointed initially, the members' terms will be distributed proportionately among 1, 2,

and 3 year terms so that the terms of approximately one-third of the total board expire in each of Years 1, 2, and 3 of the board.

Staggered Board Terms - Initial Appointments

25 members	Initial Term	Renewal 2nd Term	Total Years
9	3yrs.	3 yrs.	6yrs.
8	2yrs.	3yrs.	5yrs.
8	1 yr.	3yrs.	4yrs.

All new board members, thereafter, shall serve three year terms with a maximum of two consecutive terms.

D. A board member shall serve no more than two consecutive terms.

E. If a board member resigns or does not complete the member’s term for any reason, the Mayor shall appoint a person to complete the unexpired term. A board member’s completion of an unexpired term will not be counted as a term for the purposes of the term limits in Section IV.C and D.

F. The Director of DEI, or the director of the department that is the successor to the Department of Economic Inclusion, shall be an ex-officio and non-voting member of the EIAAB. The Director shall not count as one of the 25 appointed board members and shall not be counted for quorum purposes.

V. Officers

- A. The City Manager, in consultation with the Mayor, shall select from the board members a Chair and Vice Chair of the board. The Chair and Vice Chair shall serve one year terms. No person may remain in an office for more than two consecutive terms. Only those persons who have at least one year remaining in their term on the EIAAB or who are eligible for re-appointment to the EIAAB shall be eligible to run for office.
- B. The Chair shall preside at all meetings of the EIAAB. The Chair shall also call special meetings as deemed necessary, set the agenda for all meetings, and act on behalf of the EIAAB regarding communications. By nature of the office, the Chair will be an ex-officio member of all committees, including all ad hoc committees, but shall not vote, and shall perform such other functions as may be determined by the EIAAB.
- C. The Vice Chair shall perform the duties of the Chair in the event of the Chair’s absence or disability; and, at the Chair’s request, shall assist the Chair in the performance of the Chair’s functions.
- D. In the event of the absence of the Chair and Vice Chair, the members of the EIAAB present will elect a member to act as Chair.
- E. If the Chair resigns or becomes permanently unable to fulfill the Chair’s duties as Chair, the Vice Chair shall assume the role of Chair and the City Manager, in consultation with the Mayor, shall select from the members a new Vice Chair prior to the next board meeting. If the Vice Chair declines or is unable to assume the role of the Chair, the City Manager, in consultation with the Mayor, shall select from the members a new Chair. If the Vice Chair resigns or is unable to fulfill the Vice Chair’s role, the City Manager, in consultation with the Mayor, shall select a new Vice Chair from the members.

- F. Officers' terms expire at the end of the meeting at which their successors are sworn in.
- H. The board Chair, board Vice Chair, and the Director of DEI shall consult together and appoint the Committee chair positions
- I. The Director of DEI and the board Chair will provide a recommendation for re-appointment to the Mayor for each first term member, at least 60 days prior to the expiration of that member's term. Review will include such factors as:
 - i. Attendance at regular board and committee meetings;
 - ii. Adherence to the City conflict of interest policy; and
 - iii. Contribution and participation of the member.

VI. Meetings

- A. The EIAAB shall meet on a quarterly basis. Committees shall meet as required.
- B. The schedule and location of quarterly and committee meetings will be posted on the DEI website. The date, time, location, and purpose of special meetings will be posted on the DEI website at least 24 hours in advance of such special meeting.

VII. Committees

- A. The EIAAB shall have four standing committees as follows:
 - i. Certification Committee (up to 6 members). The function of this Committee shall be as follows:
 - 1. To encourage MBE/WBE certification;
 - 2. To support the growth and development of city-certified MBEs/WBEs with the City; and
 - 3. To serve as a sounding board to assure MBEs/WBEs have a good customer experience with the City.
 - ii. Community Outreach Committee (up to 6 members). The function of this Committee shall be as follows:
 - 1. Advise and assist DEI in the development of communication strategies and plans to disseminate information, updates, and progress on the City's inclusion efforts to the Cincinnati community and stakeholders; and
 - 2. Provide a process for citizens to share thoughts and concerns.
 - iii. Measurement and Accountability Committee (up to 6 members). The function of this Committee shall be as follows:
 - 1. Review and share the community impact of the City's and DEI economic inclusion programs and initiatives; and
 - 2. Distribute an annual report to the community on the City's inclusion efforts.
 - iv. Programs and Services Committee (up to 5 members). The function of this Committee shall be as follows:
 - 1. Recommend policies to implement the City's economic inclusion programs and services; and
 - 2. Recommend strategies to implement recommendations of the Economic Inclusion Advisory Council or its successor advisory group; and
 - 3. Ensure minority- and women-owned business inclusion programs and initiatives continue in the future.
- B. The board Chair may establish ad hoc committees of the board as necessary with the approval of the board.

VIII. Quorum

A majority of the currently-appointed members of the EIAAB shall constitute a quorum of the board for purposes of being able to conduct business. The EIAAB may hold a meeting to receive reports or presentations when less than a quorum is present, but the EIAAB may not take action on any items.

IX. Vote

A. No member shall vote on any question in which he or she is financially interested or which in any way directly involves the personal or private rights or obligations of a member or the immediate family of a member. A member wishing to be excused or excepted shall state the reason for excusal or exception.

B. In the event of a tie, the item fails.

X. Conflict of Interest

Board members are subject to ORC 102.03 (Ohio ethics law) and must disclose any potential conflicts of interest to the board.

XI. Robert's Rules of Order Newly Revised

The board shall be governed by these By-Laws and where these By-Laws are silent, Robert's Rules of Order newly revised, shall be the governing parliamentary authority for the EIAAB.

Date approved: August 28, 2017