

October 24, 2017

The Honorable D. Vincent Faris
Clermont County Prosecuting Attorney
101 East Main Street
Batavia, Ohio 45103

SYLLABUS:

2017-037

1. The positions of Director of the Clermont County Department of Community and Economic Development and member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau are incompatible.
2. The positions of Assistant Director of the Clermont County Department of Community and Economic Development and member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau are incompatible when the Assistant Director serves as the acting Director in the Director's absence and prepares and administers the annual budget of the Department, or when one of the assigned duties of the Assistant Director is assisting in the preparation of the annual budget of the Department.



MIKE DEWINE

★ OHIO ATTORNEY GENERAL ★

Opinions Section
Office 614-752-6417
Fax 614-466-0013

30 East Broad Street, 15th Floor
Columbus, Ohio 43215
www.OhioAttorneyGeneral.gov

October 24, 2017

OPINION NO. 2017-037

The Honorable D. Vincent Faris
Clermont County Prosecuting Attorney
101 East Main Street
Batavia, Ohio 45103

Dear Prosecutor Faris:

You have requested an opinion whether a commissioner, auditor, or deputy auditor of Clermont County, or an employee of the Clermont County Department of Community and Economic Development also may serve as a member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau. A member of your office has clarified that you would like us to consider two positions of employment with the Clermont County Department of Community and Economic Development: the Director and the Assistant Director. This opinion addresses whether the Director or Assistant Director of the Clermont County Department of Community and Economic Development may serve simultaneously as a member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau.¹ Whether a Clermont County Commissioner, the Clermont County Auditor, or a Clermont County deputy auditor may serve simultaneously as a member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau is addressed in 2017 Op. Att’y Gen. No. 2017-034, 2017 Op. Att’y Gen. No. 2017-035, and 2017 Op. Att’y Gen. No. 2017-036.

The Clermont County Convention and Visitors Bureau is a private, nonprofit corporation organized under R.C. Chapter 1702. Insofar as the Clermont County Convention and Visitors Bureau is a private entity, this opinion concerns the simultaneous holding of a public position (Director or Assistant Director of the Clermont County Department of Community and Economic Development) and a private position (member or Treasurer of the Board of Trustees of the Clermont County

¹ For the purpose of this opinion, a “trustee” of a private, nonprofit corporation is the same as a “director” of the private, nonprofit corporation. *See* R.C. 1702.01(K) (“[d]irectors’ means the persons vested with the authority to conduct the affairs of the corporation irrespective of the name, such as trustees, by which they are designated”). Although R.C. Chapter 1702 uses the term “directors,” we have used the term “trustees” to be consistent with the designation in the Articles of Incorporation and the Bylaws of the Clermont County Convention and Visitors Bureau.

Convention and Visitors Bureau).² A five-question test is used to determine whether a person may hold simultaneously a public position and a private position. 2012 Op. Att’y Gen. No. 2012-040, at 2-349 to 2-350. Pursuant to that test, a person may not hold simultaneously a public position and another position if performance of the duties of the positions will subject the person to an impermissible conflict of interest. *See id.* at 2-349. “A public office is a public trust and the prosecution of such a trust must always be consonant with the fiduciary and confidential relationship that the office imposes.” *Halliday v. Norfolk & W. Ry. Co.*, 2d Dist. No. 3767, 62 N.E.2d 716, 719 (Franklin County 1945); *accord* 2016 Op. Att’y Gen. No. 2016-011, at 2-112. A conflict of interest exists “when an individual’s ‘responsibilities in one position are such as to influence the performance of his duties in the other position, thereby subjecting him to influences which may prevent his decisions from being completely objective.’” 1989 Op. Att’y Gen. No. 89-052, at 2-220 (quoting 1985 Op. Att’y Gen. No. 85-100, at 2-427). Furthermore, “a conflict of interest exists when a public servant is subject to divided loyalties and conflicting duties or exposed to the temptation of acting other than in the best interest of the public.” 1998 Op. Att’y Gen. No. 98-033, at 2-188 to 2-189.

Determining whether a conflict of interest exists between multiple positions requires an examination of the powers and duties of each position.³ According to the Articles of Incorporation of the Clermont County Convention and Visitors Bureau, Inc. (“Articles of Incorporation”), the purposes of the Clermont County Convention and Visitors Bureau are:

- To promote conventions and tourism within Clermont County, Ohio,
- To provide a service of advice, direction and assistance to persons desiring to visit or hold conventions in Clermont County, Ohio,
- To promote, foster and encourage the employment and utilization of the commercial, historical, political and natural resources of Clermont County, Ohio,
- To participate in the publicity of events, fairs, festivals, attractions, natural resources, historical sites, and facilities within Clermont County, Ohio,
- To cooperate with the communities, organizations and other entities within Clermont County, Ohio in their activities for the development of events and attractions,

² This opinion does not determine whether the Clermont County Convention and Visitors Bureau constitutes a public office for the purpose of the public records law or the open meetings law.

³ Insofar as the Ohio Ethics Commission is authorized to determine the applicability of the ethics and conflict of interest provisions of R.C. Chapter 102 and R.C. 2921.42-43, R.C. 102.08, the Attorney General “refrain[s] from interpreting and applying [those] provisions by way of a formal opinion.” 2011 Op. Att’y Gen. No. 2011-008, at 2-60 n.1. Thus, we recommend that you contact the Ohio Ethics Commission for a determination of whether the provisions of R.C. Chapter 102, R.C. 2921.42, or R.C. 2921.43 apply to the positions addressed in this opinion.

To prepare, compile, distribute and disseminate information and data of all kinds which may be useful in furthering the purposes of this corporation,

To print, broadcast, publish, distribute and circulate among the general public advertisements, books, maps, pamphlets, periodicals, papers, and magazines in connection with the activities of the corporation,

To initiate and assist activities in the best interests of Clermont County, Ohio, and

To purchase, lease or hire real property, services, materials and goods in the furtherance of these purposes[.]

Article II, Section 1 of the Bylaws of the Clermont County Convention and Visitors Bureau, Inc. (“Bylaws”) states that “[t]he government and policy-making responsibilities of the Bureau shall be vested in the Board of Trustees ..., which shall control its property, be responsible for its finances, and direct its affairs.” Article II, Section 2 of the Bylaws sets forth the following specific powers of the Board of Trustees:

A. Purchase or otherwise acquire, lease as lessee, invest in, hold use, lease or leaser, encumber, sell, exchange, transfer, and dispose of property of any description or any interest in property of any description;

B. Make contracts;

C. Form or acquire the control of domestic or foreign nonprofit corporations or corporations for profit;

D. Be a partner, member, associate, or participant in other enterprises or ventures, whether profit or nonprofit;

E. Borrow money, and issue, sell, and pledge its notes, bonds, and other evidences of indebtedness, and secure any of its obligations by mortgage, pledge, or deed of trust, of all or any of its property, and guarantee or secure obligations of any person;

F. Become a member of another corporation;

G. Conduct its affairs in this state and elsewhere;

H. Resist a change or potential change in control of the corporation, if the trustees, by a majority vote of a quorum, determine that the change of [*sic*] potential change is opposed to or not in the best interests of the corporation, upon consideration of any of the matters set forth in division (E) of section 1702.30 of the Revised Code[.]

The Board of Trustees is also “responsible for establishing procedure and formulating policy of the organization.” Bylaws, Art. II, Sec. 5.

The Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau is an officer and member of the Board of Trustees. Article III, Section 2 of the Bylaws states that “[t]he duties of the officers shall be such as their titles, by general usage would indicate, such as required by law, and such as may be assigned to them respectively by the [Board of Trustees] from time to time.” The Treasurer keeps the books and accounts of the

Clermont County Convention and Visitors Bureau. The Treasurer is also a member of the Executive Committee, which is responsible for adopting the budget of the Clermont County Convention and Visitors Bureau and for approving and ordering disbursements of the Bureau's moneys or property.⁴

An office of economic development may be created by a board of county commissioners "to develop and promote plans and programs designed to assure that county resources are efficiently used, economic growth is properly balanced, and that county economic development is coordinated with that of the state and other local governments." R.C. 307.07(A). A board of county commissioners may appoint a director of economic development to manage and supervise the office of economic development.⁵ R.C. 307.07(A). R.C. 307.07(B) sets forth the following functions and duties of the director of economic development:

- (1) With the approval of the board, hire such staff and employ such technical and advisory personnel as the director sees fit to enable the director to carry out the functions and duties of the office;
- (2) With the approval of the board, contract for services necessary to enable the director to carry out the functions and duties of the office;
- (3) With the approval of the board, enter into agreements with federal, state, and local governments and agencies thereof, and with public, private, or nonprofit organizations to carry out the functions and duties of the office;
- (4) Maintain membership in development organizations;

⁴ Your letter asks whether the Director or Assistant Director of the Clermont County Department of Community and Economic Development may serve simultaneously as a member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau. Because the Treasurer is also a member of the Board of Trustees, the conflicts of interest that exist between the positions of the Director or Assistant Director of the Clermont County Department of Community and Economic Development and member of the Board of Trustees of the Clermont County Convention and Visitors Bureau also confront a member of the Board of Trustees who is also the Treasurer of the Board of Trustees.

⁵ For the purpose of R.C. 307.07, the General Assembly adopted the same definition of "economic development" as set forth in R.C. 307.64, which provides:

"[E]conomic development" means promoting the economic welfare and improving the economic opportunities of the people in the county or in the counties participating in a joint office of economic development by assisting in the establishment or expansion within the county or counties of industrial, commercial, or research facilities and by creating and preserving job and employment opportunities for the people of the county or counties.

- (5) With the approval of the board, make loans or grants and provide other forms of financial assistance for the purpose of economic development, including financial assistance for permanent public improvements, in compliance with applicable laws of this state, and fix the rate of interest and charges to be made for such financial assistance;
- (6) With the approval of the board, receive and accept grants, gifts, and contributions of money, property, labor, and other things of value, to be held, used, and applied only for the purpose for which they are made, from individuals, private and public corporations, the United States government or any agency thereof, from the state or any agency thereof, or from any political subdivision or any agency thereof, and may agree to repay any contribution of money or return any property contributed or the value thereof in amounts, and on terms and conditions, excluding the payment of interest, as the director determines, and may evidence the obligations by written evidence;
- (7) Establish with the board any funds that are necessary for the deposit and disbursement of gifts or contributions of money accepted for economic development purposes;
- (8) With the approval of the board, design, implement, monitor, oversee, and evaluate economic development plans, programs, strategies, and policies;
- (9) Purchase real property to convey to a county land reutilization corporation to be used in accordance with its public purposes;
- (10) Perform all acts necessary to fulfill the functions and duties of the office.

The job description for the Director of the Clermont County Department of Community and Economic Development provides that the following specific duties shall be performed by the Director:

Administers various tax abatement programs (i.e. Enterprise Zone, Community Reinvestment Area). Supervises staff in preparation of all required applications, agreements, and periodic state or federal reporting. Coordinates the County's participation in economic development grant programs of various state and federal agencies. Proactively seeks out and, when necessary, administers grants and other financial incentives that promote economic development, revitalization, and infrastructure development projects for the County. Manages the preparation of incentive and assistance proposals to companies that may construct new facilities or purchase an existing facility in the County.

Collaborates and advocates for comprehensive workforce development strategies which will assist current and prospective employers with recruiting, training and retaining employees. Provides staff services for the work of the County's Community Improvement Corporation (CIC). Supervises the dissemination to County employers of available local, state and federal grants, financing, and other assistance that will provide cost savings to companies.

Plans and coordinates the preparation and administration of the annual budget and appropriations and related budgetary management. Monitors and

assures the grants programs such as CDBG, CHIP, OPWC and NSP are appropriately applied for and remain in compliance with the associated rules and regulations as set forth by the State and Federal Government. Recommends and follows through with required corrective actions for both the budget and the programs if necessary.

Conducts planning studies which require extensive coordination with local governments, other agencies and County departments. Required to make presentations to the public, Planning Commission and the Board of County Commissioners. Collects and analyzes demographic and socio-economic data as required in the completion of planning projects. This function includes routine subdivision work, zoning reviews and lot splits. Also included are ongoing projects like the County Thoroughfare Plan and a Comprehensive Plan to be developed and maintained. Oversees and incorporates Geographic Information Systems program data into reports and studies as appropriate.

Under the administrative direction of the Assistant County Administrator is responsible for planning, directing, managing, and coordinating the professional and administrative functions of the Geographic Information Systems (GIS) and the Community and Economic Development Department in the development and implementation of programs (i.e., statutory compliance, staff development, labor relations, fiscal management, personnel systems, policy and program coordination) to ensure compliance with county, state, and federal regulations.

Provides direct supervision to subordinate assigned staff: determines need for hiring new staff; interviews applicants and makes effective recommendations for hiring; disciplines subordinates; reviews and approves or denies leave requests; completes performance evaluations on subordinates; meets with subordinates and addresses grievances; trains subordinates; assigns and reviews subordinate's [*sic*] work.

Works alone or with other persons in short- or long-term team projects to resolve problems or conflicts in any area of county operations or to complete assigned projects at the direction of any county supervisor or Department Head when assigned. Participates in cross-training and maintains proficiency in area of cross-training as necessary. New and other related duties as assigned. Works aggressively to reduce or eliminate safety/risk concerns in current position or work location.

The Assistant Director of the Clermont County Department of Community and Economic Development performs the following duties as set forth in the job description provided to us:

Under general direction from the Director, manages the performance and outcomes of staff in the Communications Division. Establishes goals, performance metrics and proofing work prior to distribution to the public. Provides input to Director for annual budget to ensure adequate equipment, supplies, software, and services are available for Division staff to be able to perform job functions and meet expected outcomes. Provides direct supervision

to subordinate staff, determines need for hiring new staff, interviews applicants and makes effective recommendations for hiring, disciplines subordinates, reviews and approves or denies leave requests, completes performance evaluations on subordinates, meets with subordinates and addresses grievances, and trains subordinates.

Under general direction from the Director, manages the performance and outcomes of staff in the Planning Division. Establishes goals, performance metrics and proofing work prior to distribution to the public. Provides input to Director for annual budget to ensure adequate equipment, supplies, software, and services are available for Division staff to be able to perform job functions and meet expected outcomes. Provides direct supervision to subordinate staff, determines need for hiring new staff, interviews applicants and makes effective recommendations for hiring, disciplines subordinates, reviews and approves or denies leave requests, completes performance evaluations on subordinates, meets with subordinates and addresses grievances, and trains subordinates.

Under general direction from the Director, manages the performance and outcomes of staff in the Economic Development Division. Economic development activities which must be completed include: conduct business retention visits and complete any required post-visit assistance, administer economic development grant programs, prepare tax incentive agreements, respond to prospect or consultant inquiries for available property, update content of the county economic development website, and development of content with Communications Coordinator for quarterly economic development newsletters or other publications.

Assists Director with administrative and programmatic implementation; serves as Acting Director in his or her absence.

Works alone or with other persons in short- or long-term team projects to resolve problems or conflicts in any area of county operations or to complete assigned projects at the direction of any county supervisor or Department Head when assigned. Participates in cross-training and maintains proficiency in area of cross-training as necessary. New and other related duties as assigned. Works aggressively to reduce or eliminate safety/risk concerns in current position or work location.

Our review of the duties of the positions reveals a substantial potential conflict of interest. Pursuant to R.C. 307.693, “[a] board of county commissioners may appropriate moneys from the general fund to make contributions to convention and visitors’ bureaus operating within the county.” Similarly, under R.C. 307.07(A), a board of county commissioners may appropriate moneys from the county’s general fund for a county office of economic development “for the creation and operation of the office, for any economic development purpose of the office, and to

provide for the establishment and operation of a program of economic development[.]”⁶ The county’s general fund is a finite pool of moneys. When moneys are appropriated for one purpose, less moneys are available for another purpose. In this regard, entities that are entitled to an appropriation of moneys from the county’s general fund are in adverse positions.

A person serving simultaneously as the Director of the Clermont County Department of Community and Economic Development and as a member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau may find it difficult to impartially assess the expenses and needs of the Clermont County Department of Community and Economic Development when the Board of Trustees of the Clermont County Convention and Visitors Bureau may also benefit from an appropriation of general revenue fund moneys of the county. An Assistant Director, who also serves as a member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau, may experience a similar difficulty remaining impartial when assisting in the preparation of the annual budget for the Clermont County Department of Community and Economic Development. In such a situation, the Director or Assistant Director’s responsibilities as a member or Treasurer of the Clermont County Convention and Visitors Bureau could, intentionally or unintentionally, influence the performance of the person’s duties as Director or Assistant Director of the Clermont County Department of Community and Economic Development, thereby subjecting the person to a conflict of interest.

Finding the existence of a potential conflict of interest between two positions does not necessarily mean that a person is prohibited from holding both positions. 1998 Op. Att’y Gen. No. 98-033, at 2-189. Rather, whether a potential conflict of interest is impermissible depends upon several factors. *Id.* 2006 Op. Att’y Gen. No. 2006-010, at 2-86 to 2-87 summarized the approach taken if a conflict of interest is found to exist between the two positions:

[i]f our review discloses such conflicts, we must next determine the immediacy of the conflicts to see whether the conflicts may be sufficiently avoided or eliminated entirely so as to allow the person to serve simultaneously in both positions. The pertinent factors used in making this determination include, but are not limited to, the probability of the conflict, the ability of the person to remove himself from the conflict (should it arise), whether the person exercises decision-making authority in both positions, and whether the conflict relates to the primary functions of each position, or to financial or budgetary matters.

Upon consideration of the duties of the positions and the immediacy of the conflict of interest, we believe that the potential conflict of interest cannot be sufficiently avoided or

⁶ A board of county commissioners may also appropriate for the county office of economic development moneys derived from a special levy imposed pursuant to R.C. 5705.19(EE). R.C. 307.64.

eliminated entirely. The amount of moneys necessary to pay the expenses of the Clermont County Department of Community and Economic Development and the operation of a program of economic development is a determination that shall be made annually by the Director of the Department, with the assistance of the Assistant Director. Many of the regular decisions made by the Director and the Assistant Director throughout the year affect the expenses of the Department. Even if the Clermont County Convention and Visitors Bureau does not currently receive an appropriation, the question of whether the Bureau may receive an appropriation from the county's general fund arises annually. Thus, the probability of the conflict of interest is not remote or speculative.

Moreover, the person who serves as Director of the Clermont County Department of Community and Economic Development and as a member or Treasurer of the Clermont County Convention and Visitors Bureau exercises decision-making authority in both positions. Although the Assistant Director of the Clermont County Department of Community and Economic Development does not make the final decision regarding the annual budget of the Department, the input he provides to the Director with respect to the budget may be affected by preliminary decisions made by the Assistant Director. Making determinations as to the fiscal and budgetary needs of the Clermont County Department of Community and Economic Development are not ministerial actions; rather, those determinations necessitate independent judgment and decision-making. An insufficient appropriation affects the ability of the Department to perform its core responsibilities. While the final decision about an appropriation is made by the Clermont County Board of Commissioners, that decision is informed by the submission of an estimate of expenses and expenditures by the Director of Community and Economic Development. *See* R.C. 5705.28(C)(1) (“[t]o assist in the preparation of the tax budget, the head of each department, board, commission, and district authority entitled to participate in any appropriation or revenue of a subdivision shall file with the taxing authority ... an estimate of contemplated revenue and expenditures for the ensuing fiscal year”); R.C. 5705.41(A) (“[n]o subdivision or taxing unit shall ... [m]ake any appropriation of money except as provided in [R.C. Chapter 5705]”). The Clermont County Board of Commissioners relies upon the familiarity and expertise of the Director of the Clermont County Department of Community and Economic Development to accurately and adequately estimate the Department's revenue and expenditures.

Insofar as this conflict of interest that relates to the primary functions of the position of Director of the Clermont County Department of Community and Economic Development is likely to arise each year, it is impractical for the Director to continually recuse from such financial and budgetary responsibilities. Delegation of the Director's responsibilities with respect to the preparation of the Department's budget to the Assistant Director or another employee also does not avoid or eliminate the conflict of interest. The Director supervises assigned subordinate staff and is authorized to evaluate and discipline them. The Assistant Director performs his duties under the general direction of the Director. Furthermore, the Director is responsible for the general operation of the Department and exerts his influence when fulfilling those duties. Accordingly, the Director is directly or indirectly involved in all activities of the Department and is unable to remove himself from the conflict of interest when it arises.

See 2016 Op. Att’y Gen. No. 2016-033, at 2-395 (“[a]s the elected law director for the City he is directly or indirectly involved in all matters where legal advice or representation is sought and he exerts his influence in the performance of these duties”); 2012 Op. Att’y Gen. No. 2012-041, at 2-364 to 2-365 (“[a] county treasurer cannot remove himself from overseeing or participating in all matters related to moneys allocated and disbursed from the treasurer’s DETAC fund insofar as he is responsible for either exercising or delegating this authority. This means that a county treasurer is directly or indirectly involved in all decisions related to the allocation or disbursement of moneys from the DETAC fund to a county land reutilization corporation and therefore exerts his influence in those matters”); 2006 Op. Att’y Gen. No. 2006-023, at 2-207 (“[a]s the head of the township’s police department, the police chief may not abstain from overseeing or participating in all departmental matters or investigations insofar as the chief is responsible for exercising or delegating all departmental decision-making authority. This means that a township police chief is directly or indirectly involved in all departmental matters or investigations, and, as a result, exerts his influence in such matters or investigations”).

Therefore, the potential conflict of interest arising from competition for an appropriation from the county’s general fund renders the positions of Director of the Clermont County Department of Development and member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau incompatible. *See* 1987 Op. Att’y Gen. No. 87-092, at 2-604 (“[s]ince an individual serving [as a board member of a regional airport authority and county engineer for a county included within the territory of the regional airport authority] could become involved in a conflict of interest over competition for appropriations from the county general fund, I conclude ... that the potential conflict involving funding renders these two positions incompatible”); *cf.* 2011 Op. Att’y Gen. No. 2011-048, at 2-385 (“a person who serves simultaneously as the president of the board of health of a combined general health district and a member of the board of education of a local school district situated within the health district is unable to mitigate or eliminate the conflict of interest resulting from competition for tax revenue generated within the ten-mill limitation. For this reason, an impermissible conflict of interest exists between the two positons, and thus a person may not serve in both positions at the same time”).

The deputies or assistants of a principal officer are not necessarily precluded from holding any position that, because of a conflict of interest, the principal is precluded from holding. Rather, “when the facts set forth specific, limited duties that the deputy may perform, such that ‘performance of those duties in no way ... conflicts with any of the duties and responsibilities he undertakes’ in the other position, the two positions are not necessarily incompatible.” 2011 Op. Att’y Gen. No. 2011-023, at 2-189 to 2-190 n.2 (quoting 1986 Op. Att’y Gen. No. 86-035, at 2-184 n.2); *accord* 2016 Op. Att’y Gen. No. 2016-024, at 2-274 to 2-275. Based upon the information provided to us, it is evident that one of the primary duties of the Assistant Director of the Clermont County Department of Community and Economic Development is assisting the Director in the preparation of the Department’s annual budget. Accordingly, the Assistant Director’s duties conflict with the duties of a member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau. When the Assistant Director, who is also a member or Treasurer of the Board of Trustees of the Clermont

County Convention and Visitors Bureau, provides input to the Director of the Clermont County Department of Community and Economic Development concerning the financial needs of the Department, the Assistant Director is subject to the same divided loyalties and conflicting duties as would a Director who serves simultaneously as a member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau. So long as the assigned primary duties of the Assistant Director of the Clermont County Department of Community and Economic Development includes participating in the preparation of the Department's budget and serving as acting Director in the Director's absence, the Assistant Director is unable to refrain from undertaking those responsibilities and cannot remove himself from the conflict of interest should it arise. Therefore, the positions of Director or Assistant Director of the Clermont County Department of Community and Economic Development and member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau are incompatible.

Based upon the foregoing, it is my opinion, and you are hereby advised that:

1. The positions of Director of the Clermont County Department of Community and Economic Development and member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau are incompatible.
2. The positions of Assistant Director of the Clermont County Department of Community and Economic Development and member or Treasurer of the Board of Trustees of the Clermont County Convention and Visitors Bureau are incompatible when the Assistant Director serves as the acting Director in the Director's absence and prepares and administers the annual budget of the Department, or when one of the assigned duties of the Assistant Director is assisting in the preparation of the annual budget of the Department.

Very respectfully yours,

A handwritten signature in blue ink that reads "Michael Dewine". The signature is written in a cursive, flowing style.

MICHAEL DEWINE
Ohio Attorney General