

Merom Brachman, *Chairman*
Mark A. Vander Laan, *Vice Chairman*
Megan C. Kelley
Mary M. Ross-Dolen
Christian H. Stickan
Elizabeth E. Tracy



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Paul M. Nick
Executive Director

OHIO ETHICS COMMISSION
MINUTES OF MEETING
DECEMBER 3, 2025

MEMBERS OF THE COMMISSION

Merom Brachman	Megan C. Kelley	Elizabeth E. Tracy
Mary M. Ross-Dolen	Christian H. Stickan	Mark A. Vander Laan

CALL TO ORDER

The meeting of the Ohio Ethics Commission was called to order at 12:07 p.m. in Room 2 on Level 2 of the William Green Building, at 30 West Spring Street, in Columbus, Ohio.

ROLL CALL

The following Commission Members were present: Mr. Brachman, Ms. Kelley, Ms. Ross-Dolen, Mr. Stickan, Ms. Tracy, and Mr. Vander Laan. Staff present: Executive Director Paul M. Nick; Deputy Director/General Counsel Jed Hood; Education and Communications Administrator Susan Willeke; IT and Financial Disclosure Administrator Brian Ring; HR & Fiscal Manager Alan Carlson; Chief Advisory Attorney Chris Woeste; Investigative Attorney Molly Bruns; Advisory Attorneys Melissa Riggins and Tim Gates; and Investigative Assistant Shana Kaplan. Assistant Attorney General Hilary Damaser joined the meeting at 12:58 p.m. during the Executive Session. Lily Bartholomew from the Ohio Department of Education and Workforce joined the meeting after the Executive session.

EXECUTIVE SESSION

MOTION by Mr. Vander Laan, seconded by Mr. Stickan, to go into Executive Session to discuss matters that are statutorily confidential, including pending litigation, updates on investigations and complaints, and the confidential financial disclosure report. Ms. Kelley, Ms. Ross-Dolen, Mr. Stickan, Ms. Tracy, Mr. Vander Laan, and Mr. Brachman voted “yes.” The motion was approved, and the Commission, pursuant to Section 102.06 and 121.22 of the Revised Code, went into Executive Session at 12:08 p.m.

The Commission returned to open session at 1:02 p.m.

PREVIOUS MEETING MINUTES

The Commission reviewed the draft minutes from the October 15, 2025, Commission meeting.

MOTION by Mr. Stickan, seconded by Ms. Tracy, that the Commission approve the minutes of the October 15, 2025, Commission meeting. Ms. Kelley, Ms. Ross-Dolen, Mr. Stickan, Ms. Tracy, Mr. Vander Laan, and Mr. Brachman voted yes. The motion was approved.

ADVISORY OPINIONS AND STATISTICS

Mr. Nick introduced the advisory and investigative statistics and the advisory activity reports. Mr. Woeste highlighted two advisory opinions regarding individuals who serve on boards and commissions for the City of Columbus and described his follow-up with the city regarding the withdrawal requirement. Mr. Brachman asked whether the follow-up was consistent with the opinion. Mr. Woeste responded that it was, and that the purpose of the follow-up was to clarify the withdrawal requirement.

Ms. Ross-Dolen asked about the staff advisory opinion issued to a college professor and whether the college professor's daughter's purchase of blinds from the college professor's former mother-in-law was prohibited. Mr. Woeste explained that the portion of the advisory opinion identified by Ms. Ross-Dolen was permissive and provided an explanation of the advisory opinion.

Mr. Brachman asked about the advisory opinion issued to legal counsel for a Columbus City Council member and whether the language in the opinion was strong enough to address the relevant prohibition. Mr. Woeste explained that the council member was required to withdraw from matters involving the Columbus Urban League that are before the city council. Mr. Brachman asked if legal counsel was made aware of the situation. A representative of the city who was present at the meeting noted that legal counsel is typically made aware of these types of situations.

Mr. Nick then introduced three memoranda in the packet regarding the financial disclosure requirements of members of three different public entities. Mr. Woeste described the general legal parameters under R.C. 102.02(B) relevant to the question of whether the Commission may require board or commission members to file financial disclosure statements.

1. Elevator Safety Review Board

Mr. Woeste summarized the memorandum that addressed the filing requirements of the members of the Elevator Review Safety Board. He noted that the members of this state board are not compensated, so their statements would be confidential. He also noted that the memorandum concluded that, due to the nature and degree of the administrative discretion exercised by members of the Elevator Review Safety Board, Commission staff recommended that the board members be required to file financial disclosure statements. Mr. Brachman asked if the Director was required to file, and Mr. Woeste responded yes.

MOTION by Mr. Vander Laan, seconded by Ms. Kelley, that the Ethics Commission finds that an Elevator Safety Review Board member engages in the substantial and material exercise of the sovereign authority of the state, and that any person appointed to the Board under the Commission's authority will be required to file a financial disclosure statement with the Ethics Commission, with the first statement being due within 90 days after his or her appointment. The motion passed unanimously.

2. Ohio Ireland Trade Commission

Mr. Woeste summarized the memorandum that addressed the filing requirements of the members of the Ohio Ireland Trade Commission. He noted that the members of this state commission are not compensated, so their statements would be confidential. Ms. Ross-Dolen commented that the language in the memorandum appeared to state that only certain individual members were required to file instead of all commission members. Mr. Woeste indicated that some of the commission members were required to file with the Ethics Commission and others were required to file with the Joint Legislative Ethics Committee. Ms. Ross-Dolen asked that the language in the memorandum be refined to make clear who the Ethics Commission is requiring to file, and Mr. Woeste said that the language would be refined in future memos.

MOTION by Ms. Ross-Dolen, seconded by Ms. Tracy, that the Ethics Commission finds that an Ohio Ireland Trade Commission member engages in the substantial and material exercise of the sovereign authority of the state, and that any person appointed to the Commission under the Commission's authority will be required to file a financial disclosure statement with the Ethics Commission, with the first statement being due within 90 days after his or her appointment or, if already appointed, then within 90 days after this decision. The motion passed unanimously.

3. Governing Authority Board Members of Community Schools

Mr. Woeste introduced and summarized the memorandum related to the Commission's ongoing review of the financial disclosure statement filing requirements of these community school officials. He explained certain points of the memorandum, such as the language that the disclosure statements would be public statements even though some governing board members are not compensated for their roles. He also described the potential difficulty in obtaining contact information for the members of community school governing boards. Mr. Woeste stated that the memorandum concludes that the Commission has the authority to require community school governing authority board members to file financial disclosure statements based on the nature and degree of their administrative discretion over the formulation of public policy and expenditure of public funds.

Mr. Brachman asked about giving possible extensions of the filing deadline in the event there is difficulty identifying individual filers. Mr. Nick stated that the deadline could be extended by the Commission. Mr. Nick noted that Commission staff did not provide a recommendation for sponsors or operators of community schools at this time because we are waiting for more information from the Attorney General's office. Ms. Ross-Dolen asked about staff's interactions with the Ohio Department of Education and Workforce, and Mr. Woeste described the technical assistance they have provided over the past couple of months. Ms. Kelley asked whether there is a relevant trade association for community schools that might be a contact, and Ms. Willeke provided the name of a council that might be a good contact.

MOTION by Ms. Kelley, seconded by Mr. Vander Laan, that the Ethics Commission finds that a community school governing authority board member engages in the substantial and material exercise of the sovereign authority of the state, and that any person appointed to a governing authority board will be required to file a financial disclosure statement with the Ethics Commission, with the first statement being due on May 15, 2026 for any governing authority board member serving on or after January 1, 2026. Those

appointed after February 15, 2026, are required to file within 90 days after their appointment. The motion passed unanimously.

EXECUTIVE DIRECTOR'S REPORT

Mr. Nick reviewed the report including an update on collections efforts with the Attorney General's Office. He also welcomed back Tim Gates to the Advisory Attorney team. Finally, he reported that he, Mr. Hood, and Ms. Willeke will be attending the annual COGEL conference next week. Mr. Brachman expressed his appreciation that he will be receiving the annual COGEL Award which recognizes those who have made significant contributions to the field of governmental ethics.

Mr. Nick also reported that he received a call from counsel at the Public Utilities Commission requesting that the Commission review again potential PUCO board members in advance of their appointment. The Chairman commented that this new process begun last year is beneficial to the state as a whole.

LEGISLATION UPDATE

Mr. Hood reviewed the legislative report as shown in the packet and invited any questions from members.

PUBLIC EDUCATION AND INFORMATION

Ms. Willeke reviewed the material in the packet and noted that the fourth quarter newsletter was issued just prior to the beginning of the Commission meeting. She also encouraged any Commission member who may need CLE credit to take advantage of the 2025 e-course and one final live webinar on December 18, 2025.

She also repeated a compliment from an attorney at the Ohio Supreme Court who recently commented that the OEC is producing the best online training in state government. Ms. Willeke commended staff member, Nick Rohrbaugh, for his hard work and creativity in creating the course and noted that she has given full authority to him for the creation of the 2026 e-course.

FINANCIAL DISCLOSURE STATISTICS REPORT/COMPLAINT REPORT

Mr. Ring reviewed the material in the packet. Staff anticipates making calendar year 2025 statements available for filing beginning January 2, 2026. Mr. Brachman inquired about disclosure by filers of an entity owning another entity. Mr. Nick noted that the instructions and statute offer guidance on completing that portion of the form and Mr. Ring added that the online FAQs also address that information.

Ms. Bruns reported on recent administrative hearings on complaints filed against persons who have failed to file their required disclosure statements.

MOTIONS

Late Fee Waivers:

MOTION by Ms. Ross-Dolen, seconded by Ms. Kelley, to waive the financial disclosure statement late fees for the individuals listed in the packet report. The motion passed unanimously.

Complaints to be Dismissed:

MOTION by Mr. Stickan, seconded by Ms. Tracy, to dismiss the financial disclosure complaints filed against the individuals listed in the packet report, for good cause shown. The motion passed unanimously.

Referrals to Ohio Attorney General's Office for Collections:

MOTION by Ms. Kelley, seconded by Mr. Vander Laan, to refer to the Attorney General's Office for collections the individuals listed in the packet report. The motion passed unanimously.

DATE OF FUTURE MEETINGS

The Commission scheduled its next meeting for Thursday, January 22, 2026, at noon, with the Investigative Committee meeting at 11 a.m.

The meeting was adjourned at 1:55 p.m.

These minutes are respectfully submitted by:

/s/ Paul M. Nick

Paul M. Nick
Executive Director