



John S. Stith

counsel to the firm

Jack's career of more than 50 years in the Cincinnati legal community has included advising clients on matters of general business and corporate law; business structure, organization, and governance; securities law; fiduciary responsibilities, indemnification, and insurance coverage of directors and officers; mergers, acquisitions, and dispositions; capital formation, including venture capital; and complex contract issues. He has long been a leader in both the legal profession and the Cincinnati business community and has had substantial involvement with the nonprofit sector, both as a professional advisor and as a volunteer.

He has extensive experience in working with public companies as well as with entrepreneurial businesses of all kinds.

Jack served as outside general counsel for the Greater Cincinnati Chamber of Commerce (now the Cincinnati USA Regional Chamber) for nearly 20 years. In addition, he has been listed in *Who's Who in American Law*, as well as in every edition of *Best Lawyers*® since 1993 in the area of Corporate Law. He also has been recognized by *Ohio Super Lawyers*®.

Jack has been the recipient of numerous awards for professional excellence and community service. He has been a part of numerous civic, church-related, youth-oriented and other charitable activities, including The Greater Cincinnati Foundation, Ohio State Bar Foundation, Cincinnati Museum Center, Dan Beard Council, Boy Scouts of America, Cincinnati Arts Festival, Leadership Cincinnati, Stepping Stones Center, Cancer Family Care, and Hyde Park Center for Older Adults. He served as general counsel of the 2012 World Choir Games, a spectacularly successful international choral music festival held in Cincinnati. As president of the Ohio State Bar Association in 2006-2007, Jack is credited with overseeing that organization's first comprehensive strategic plan and initiating an in-depth review of its Constitution and other governance issues. He has been a key advocate of several measures including entrepreneurial activities that have enabled the OSBA to continue as one of the most effective professional organizations in the United States.

CONTACT

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EDUCATION

University of Cincinnati College of Law, J.D., *summa cum laude*, 1964

Princeton University, A.B., *cum laude*, 1961

SERVICES

Business Growth & Operation

- Organization, planning and financing
- Corporate governance
- Board and committee counsel

Mergers & Acquisitions

- Transaction structuring
- Due diligence
- Fairness opinions and special committees

Securities

- Regulatory compliance and corporate governance
- Equity, mezzanine and debt securities
- Investment advisors

Under Jack's leadership as chair of the Board from 2007-2021, Ohio Bar Liability Insurance Company, a wholly-owned subsidiary of the OSBA, has generated millions of dollars in dividends paid to its parent company.

BAR ADMISSIONS

- Ohio

PROFESSIONAL ASSOCIATIONS

- Ohio State Bar Association, President, 2006-2007; Board of Governors, 2003-2008; Budget and Headquarters Committee, 2002-2005, Chair, 2004-2005; Corporation Law Committee; Committee on Specialization; Senior Lawyers Section
- Ohio State Bar Foundation, Trustee, 2006-2013, 2016-2021; Treasurer, 2018-2021; Audit & Finance Committee, 2006-present; Chair, 2019-2021
- Ohio Bar Liability Insurance Company, Board of Directors, 2005-2022; Chair, 2007-2021
- Cincinnati Bar Association, President, 1989-1990
- Cincinnati Bar Foundation, Trustee, 2008-2014
- University of Cincinnati College of Law, Dean's Advisory Board, 2020-present
- Ohio Supreme Court Commission on Professionalism, 1993-1995, 1997-2002, Chair, 1999-2000
- Ohio Supreme Court Task Force on Commercial Dockets, 2007-2013
- Cincinnati Academy of Leadership for Lawyers, Founders' Steering Committee

HONORS | AWARDS

- *Best Lawyers*[®], Corporate Law
- *Ohio Super Lawyers*[®]
- Ohio State Bar Association, The Ohio Bar Medal, 2012
- Ohio State Bar Foundation, Honorary Life Fellow, 2002; George W. Ritter Award, 2021
- Cincinnati Bar Association, Trustees' Award, 2000
- Cincinnati Bar Foundation, John L. Muething Lifetime Achievement in Law Award, 2021
- University of Cincinnati College of Law Alumni Association, Distinguished Alumnus Award, 1992
- Boy Scouts of America, Dan Beard Council, Silver Beaver Award, 1995; Outstanding Eagle Scout Award, 2020
- United Way and Community Chest, William A. Mitchell Award, 1980

COMMUNITY

- The Greater Cincinnati Foundation, Governing Board, 1996-2004, Chair, 2001-2003
- Greater Cincinnati Venture Association, Board of Directors, 1999-2005
- Cincinnati USA Regional Chamber, Small Business Advisory Board, 2000-2014
- Boy Scouts of America, Dan Beard Council, Board of Directors, 1982-present
- Knox Presbyterian Church, Session, 2005-2008; Memorial and Endowments Committee, 2005-2011; Associate Clerk of Session, 2013-2015; Clerk of Session, 2016-2019

SERVICES (CONTINUED)

Business Competition, Advice & Litigation

- Non-compete, non-solicitation, non-recruitment and non-disclosure agreements

Labor & Employment

- Executive compensation

Entrepreneurship & Startups