



# John S. Stith

*counsel to the firm*

Jack's career of almost 50 years in the Cincinnati legal community includes 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 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, 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. Under Jack's leadership

## 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

as chair of the Board since 2007, Ohio Bar Liability Insurance Company has generated millions of dollars in dividends paid to the OSBA.

#### BAR ADMISSIONS

- Ohio

#### PROFESSIONAL ASSOCIATIONS

- Ohio Bar Liability Insurance Company, Board of Directors, 2005-present; Chair, 2007-present
- Ohio State Bar Association, President, 2006-2007; Board of Governors, Budget and Headquarters Committee, 2002-2005, Chair, 2004-2005; Corporation Law Committee; Committee on Specialization
- Ohio State Bar Foundation, Trustee, 2006-2013; Audit & Finance Committee, 2006-present
- Cincinnati Bar Association, President, 1989-1990
- Cincinnati Bar Foundation, Trustee, 2008-2014
- 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
- Ohio State Bar Foundation, Honorary Life Fellow, 2002
- Cincinnati Bar Association, Trustees' Award, 2000
- University of Cincinnati College of Law Alumni Association, Distinguished Alumnus Award, 1992
- Boy Scouts of America, Dan Beard Council, Silver Beaver Award, 1995
- 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-present
- 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-present

#### SERVICES (CONTINUED)

##### Business Competition, Advice & Litigation

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

##### Labor & Employment

- Executive compensation

##### Entrepreneurship & Startups