

**CUYAHOGA COUNTY LAND REUTILIZATION CORPORATION
BOARD OF DIRECTORS**

The Board of Directors (the “Board”) of the Cuyahoga County Land Reutilization Corporation (the “Corporation”) met on September 12, 2025 at 11:00 a.m. at 812 Huron Road E, Suite 830, Cleveland, OH 44115, with the following members present:

Brad Cromes, Chair of the Board of Directors, Treasurer, Cuyahoga County

Anthony Brancatelli, Vice Chair of the Board of Directors, Former Council Member City of Cleveland

Michael King, representative of Cuyahoga County Council President Dale Miller

Sally Martin O'Toole, Director of Building and Housing, City of Cleveland, OH

Katherine Gallagher, representative for County Executive Chris Ronayne

Michael Booker, Mayor of the Village of Highland Hills, OH

Brancatelli moved for the adoption of the following resolution:

RESOLUTION NO. 2025-4

RESOLUTION ADOPTING A POLICY AND RELATED PROCEDURES
GOVERNING VIRTUAL MEETINGS OF THE BOARD OF DIRECTORS

WHEREAS, the Board of Directors desires to adopt a Policy and related Procedures governing virtual meetings of the Board of Directors.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Cuyahoga County Land Reutilization Corporation that:

Section 1. The Virtual Meeting Policy and Procedures attached hereto as Exhibit A is adopted as the official Policy and Procedures governing virtual meetings of the Board of Directors of the Corporation.

Section 2. This Board hereby finds and determines that all formal actions taken relative to the passage of this Resolution were taken in compliance with the laws of the State of Ohio and the Code of Regulations of the Corporation.

Section 3. This Resolution shall be in full force and effect immediately upon its passage.

King seconded the motion for adoption.

Upon roll call of the motion to adopt Resolution 2025-4, the vote was as follows:

Brad Cromes	Yea
Anthony Brancatelli	Yea
Michael King (Designated Representative Dale Miller)	Yea
Sally Martin O'Toole	Yea
Katherine Gallagher (Designated Representative Chris Ronayne)	Yea
Michael Booker	Yea

Adopted at a special meeting of the Board of Directors of the Cuyahoga County Land Reutilization Corporation on September 12, 2025.

CERTIFICATE

The undersigned, Secretary of the Cuyahoga County Land Reutilization Corporation, certifies that the foregoing is a true and correct excerpt from the minutes of its regular quarterly meeting of September 26, 2025, of the Board of Directors of the Cuyahoga County Land Reutilization Corporation, showing the adoption of the Resolution above set forth.


 Benjamin G. Chojnacki, Secretary
 Cuyahoga County Land Reutilization Corporation

EXHIBIT A

CUYAHOGA COUNTY LAND REUTILIZATION CORPORATION VIRTUAL MEETING POLICY AND PROCEDURES

The Board of Directors (the "Board") of the Cuyahoga County Land Reutilization Corporation (the "CCLRC") desires to authorize Board members to remotely attend Board meetings by interactive video conference or teleconference, or by a combination thereof, in lieu of attending the meeting in person, provided that the policy requirements and procedures set forth herein are followed. Board members attending Board meetings remotely in accordance with the following policies and procedures shall be considered present for all purposes and may be part of a quorum.

A. VIRTUAL MEETINGS PROCEDURES

1. Building 812 Huron Road E., Suite 830 Cleveland, OH 44115 shall serve as the primary meeting location of the Board of Directors of the CCLRC. The meeting location shall be open and accessible to the public.
2. Board members attending Board meetings remotely shall provide twenty-four (24) hours' prior written notice to the Board Chair.
3. All meeting-related materials that are available before any meeting shall be sent via electronic mail to each Board member.
4. In the case of each interactive video conference, the Board shall cause a clear video and audio connection to be established that enables all meeting participants at the primary meeting location to see and hear each Board member.
5. In the case of a teleconference, the Board shall cause a clear audio connection to be established that enables all meeting participants at the primary meeting location to hear each Board member.
6. All Board members shall have the capability to receive meeting-related materials that are distributed during a Board meeting.
7. A roll call voice vote shall be recorded for each Board vote taken if any member of the Board attends a meeting remotely.
8. The minutes of each applicable Board meeting shall identify which Board members remotely attended the meeting by interactive video conference or teleconference.

B. VIRTUAL MEETINGS POLICY

1. Board members are authorized to remotely attend board meetings by interactive video conference or teleconference, or by a combination thereof, in lieu of attending a meeting in person.
2. A minimum of two (2) Board members must be physically present in person at the primary meeting location if the Board conducts a meeting by interactive video conference or teleconference.
3. Not more than one Board member remotely attending a Board meeting by teleconference is permitted to be physically present at the same remote location.
4. Board members participating by interactive video conference or teleconference shall be physically present in the United States of America.
5. All meeting-related materials shall be distributed and circulated to Board members, the public, and the media in advance of or during a meeting at which Board

members are permitted to attend by interactive video conference or teleconference, in the same manner as such materials are distributed and circulated in anticipation of or during a Board meeting without virtual Board member attendance.

6. The identity of each Board member that remotely attends a meeting by teleconference shall be confirmed by the Secretary of the Board via electronic mail communication from such Board member's electronic mail address on file with the Secretary.

EFFECTIVE DATE

Effective upon approval of the Board on September 12, 2025.