

The Board of Directors of the Cuyahoga County Land Reutilization Corporation (the "Board of Directors" or this "Board" and the "CCLRC" respectively) met for its regular quarterly meeting on the 18<sup>th</sup> day of December, 2020 at 10:00 o'clock, a.m., eastern time, either in person in the Board Conference Room of its offices located at 812 Huron Rd. E., Suite 800, Cleveland, Ohio 44115 or by teleconference as authorized under Section 1702.17(C) of the Revised Code applicable to the CCLRC pursuant to Section 1724.08 of the Revised Code, with the following Directors present:

Dan Brady, Cuyahoga County Council Appointee, represented by: Kahlil Seren  
Anthony Brancatelli, Councilman, Ward 12, City of Cleveland and Board Chair  
Armond Budish, Cuyahoga County Executive, represented by: William Mason  
Meghan F. George, Mayor, City of Lakewood  
Nathan Kelly, Managing Director, Cushman & Wakefield/CRESCO  
W. Christopher Murray II, Cuyahoga County Treasurer  
Brad Sellers, Mayor of Warrensville Heights and Board Vice Chair  
April Urban, Research Associate, Case Western Reserve University

Mr. Kahlil Seren moved the adoption of the following resolution (this "Resolution"):

RESOLUTION NO. 2020-5

AMENDING RESOLUTION 2017-2 WHICH AMENDED THE POLICY RELATING TO  
THE AUTHORITY OF THE PRESIDENT AND CHIEF OPERATING OFFICER  
OF THE CORPORATION TO ENTER INTO CONTRACTS ON BEHALF  
OF THE CORPORATION WITHOUT APPROVAL OF OR  
RATIFICATION BY THE BOARD OF DIRECTORS

WHEREAS, the Board of Directors of the Cuyahoga County Land Reutilization Corporation (respectively, this "Board" or "Board of Directors" and the "CCLRC") at its meeting of August 28, 2009 adopted Resolution No. 2009-18 authorizing the President of the CCLRC to enter into contracts on behalf of the CCLRC within certain aggregate limitations related to the type of goods or services which the contract was to provide, in each case without approval by resolution of this Board and establishing a written Policy Delegating Contracting Authority (the "Policy") consistent with such Resolution; and

WHEREAS, Resolution 2009-18 has been amended by ( i ) Resolution No. 2012-2 adopted by the Board of March 30, 2012, (ii) Resolution 2014-2 adopted by the Board on September 26, 2014, (iii) Resolution No. 2014-4 adopted by the Board on December 19, 2014, (iv) Resolution 2015-3 adopted by the Board on December 18, 2015, (v) Resolution 2016-3 adopted by the Board on December 16, 2016 and (vi) Resolution 2017-2 adopted by the Board on July 7, 2017 and with the adoption of each such Resolution this Board approved an amendment to the Policy consistent with the provisions of such Resolutions; and

WHEREAS, due to continued growth and development of the CCLRC's programs, budget, vendors, staff and expanded activities, it is necessary to make further adjustments to such Policy that accurately align with, promote and reflect the CCLRC's operations; and

WHEREAS, the Policy as amended in accordance with this Resolution is attached hereto as Exhibit A; and

WHEREAS, the Board of Directors hereby finds and determines that all formal actions relative to the adoption of this Resolution were taken in an open meeting of this Board, and that all the deliberations of this Board, and of its committees, if any, which resulted in formal actions, were taken in meetings open to the public, in full compliance with applicable legal requirements, including Section 121.22 of the Revised Code.

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

Section 1. This Board of Directors upon review hereby finds that the Policy Delegating Contracting Authority attached hereto as Exhibit A, with changes having been made thereto, is in a form which this Board determines will promote the efficient and economical pursuit of the public purposes of the CCLRC without loss of the oversight responsibilities of this Board.

Section 2. This Board of Directors hereby delegates its authority to contract for and on behalf of the CCLRC to the President and the Chief Operating Officer of the CCLRC, or any one of them, without further approval of or ratification by this Board, subject to and in accordance with the limitations set forth in the Policy and hereby approves the form of the Policy attached hereto as Exhibit A. From and after the date of adoption of this resolution, until amendment or revocation of such Policy by a resolution of this Board, the President and Chief Operating Officer of the CCLRC, or any one of them, are hereby authorized to enter into contracts on behalf of the CCLRC, subject to the limitations set forth in such Policy, without any prior approval of or subsequent ratification by this Board.

Section 3. This Resolution shall take effect and be in force immediately upon its adoption.

Treasurer Murray seconded the motion.

Upon roll call on the adoption of this Resolution, the vote was as follows:

Ayes: 7

Nays: 0

Abstain: 1

The undersigned, Secretary of the Cuyahoga County Land Reutilization Corporation, certifies that the foregoing is a true and correct excerpt from the minutes of the meeting of December 18, 2020, of the Board of Directors of the Cuyahoga County Land Reutilization Corporation, showing the adoption of the Resolution above set forth.

  
Secretary  
Cuyahoga County Land Reutilization Corporation

Dated: December 18, 2020

**FUNDING INFORMATION FOR RESOLUTION**  
(CHECK AND COMPLETE APPLICABLE SELECTION)

Not Applicable to this Resolution since only Budget and not specific expenditure is being authorized.

Fund to be charged: # \_\_\_\_\_  
Account to be charged: # \_\_\_\_\_  
Unencumbered Funds Available: \$ \_\_\_\_\_  
Amount to be charged: \_\_\_\_\_

**EXHIBIT A**

**POLICY DELEGATING CONTRACTING AUTHORITY**

EXHIBIT A

**POLICY DELEGATING TO THE PRESIDENT AND CHIEF OPERATING OFFICER  
OF THE CORPORATION LIMITED AUTHORITY TO ENTER INTO CONTRACTS ON BEHALF  
OF THE CORPORATION WITHOUT APPROVAL OF OR RATIFICATION  
BY THE BOARD OF DIRECTORS**

*(As approved by Resolution 2009-18 adopted August 28, 2009; and amended by Resolution 2012-2 adopted March 30, 2012; Resolution 2014-2 adopted September 26, 2014; Resolution 2014-4 adopted December 19, 2014; Resolution 2015-3 adopted December 18, 2015; Resolution 2016-3 adopted December 16, 2016; Resolution 2017-2 adopted July 7, 2017)*

The President or the Chief Operating Officer may enter into contracts on behalf of the CCLRC without the express approval of or ratification by the Board of Directors, provided however, when expenditures on such contracts during any one fiscal year exceed the limits set forth below, a report shall be provided to the Board of Directors at the next subsequent Board meeting for ratification by the Board:

- I. cumulative expenditures per fiscal year with any one contractor up to and including **\$1,000,000** for each of the following categories of contracts:
  - A. Demolition and asbestos abatement contractors
  - B. Field service contractors
  - C. Construction/renovation contractors
  - D. Property casualty and general liability insurance vendors;
  
- II. cumulative expenditures per fiscal year with any one contractor up to and including **\$600,000** for each of the following categories of contracts:
  - A. Outside Legal Counsel for extraordinary litigation expenses (not covered by insurance)
  
- III. cumulative expenditures per fiscal year with any one contractor up to and including **\$100,000** for each of the following categories of contracts:
  - A. Architects and urban planning/design firms
  - B. Communications consultants
  - C. Real estate brokers/agents
  
- IV. cumulative expenditures per fiscal year with any one contractor up to and including **\$60,000** for each of the following categories of contracts:
  - A. Outside Legal Counsel for all but extraordinary litigation expenses;
  - B. Computer software licenses and software development vendors
  - C. Computer Services - CWRU-NEOCando
  - D. Leased office equipment vendors
  - E. Marketing/advertising collateral design and printing vendors
  - F. Lobbying firms;
  - G. Strategic planning/business planning consultants;

- V. cumulative expenditures per fiscal year with any one contractor up to and including **\$40,000** for each of the following categories of contracts:
  - A. Outside accounting/auditing firms
  - B. Computer hardware/maintenance vendors
  - C. Field equipment vendors
  
- VI. cumulative expenditures per fiscal year with any one contractor up to and including **\$30,000** for each the following categories of contracts:
  - A. Computer service vendors (including web hosting, internet/VOIP/wireless)
  - B. Furniture/fixtures vendors
  - C. Staff training vendors