

The Board of Directors of the Cuyahoga County Land Reutilization Corporation (the "Board of Directors" or this "Board") met for its regular quarterly meeting on the 18th 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 via Zoom as authorized by 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 and voting on this Resolution as indicated:

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 Nathan Kelly, Managing Director, Cushman & Wakefield/CRESCO
W. Christopher Murray II, Cuyahoga County Treasurer
Brad Sellers, Mayor of Warrensville Heights and Board Vice Chair
Meghan F. George, Mayor, City of Lakewood
April Urban, CWRU Center on Urban Poverty and Community Development

Treasurer Murray moved the adoption of the following Resolution (this "Resolution"):

RESOLUTION NO. 2020-6

AMENDING THE CREDIT CARD
POLICY OF THE CORPORATION

WHEREAS, on June 26, 2020 this Board adopted Resolution 2020-3 approving a policy for officers and employees of the Cuyahoga County Land Reutilization Corporation (the "CCLRC") related to the use of corporate credit cards for, on behalf of and in the name of the CCLRC (the "CCLRC Credit Card Policy" and each such credit card "CCLRC Credit Card"); and

WHEREAS, in the opinion of the Finance Director, the President and Chief Operating Officer of the CCLRC as and for the reasons heretofore reported to this Board, it is necessary to amend the CCLRC Credit Card Policy; and

WHEREAS, the form of the proposed CCLRC Credit Card Policy, as amended, is attached to this Resolution as Attachment A (the "Amended CCLRC Credit Card Policy"); and

WHEREAS, this Board now desires to approve the form of the Amended CCLRC Credit Card Policy with changes, if any, verbally agreed to at this Board meeting, so that use of the corporate credit cards can continue to be utilized in the operations of the CCLRC; 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 hereby approves and adopts the Amended CCLRC Credit Card Policy with changes, if any, verbally agreed to at this Board meeting.

Section 2. This Board hereby authorizes and directs that a copy of the Amended CCLRC Credit Card Policy be distributed to any Board member, officer or employee of the CCLRC who requests the same or to whom a CCLRC Credit Card is made available and that a copy of such Policy shall also be given to any other interested party who requests it.

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

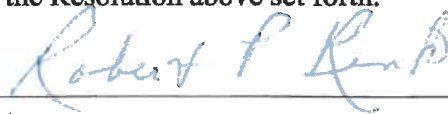
Mr. Kelly seconded the motion.

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

Ayes: 8

Nays: 0

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.



Dated: December 18, 2020

Secretary
Cuyahoga County Land Reutilization Corporation

<p>FUNDING INFORMATION FOR RESOLUTION (CHECK AND COMPLETE APPLICABLE SELECTION) <u>X</u> Not Applicable to this Resolution since no specific expenditure is being authorized. Fund to be charged: # _____ Account to be charged: # _____ Unencumbered Funds Available: \$ _____ Amount to be charged: \$ _____</p>

ATTACHMENT A

Form of Amended CCLRC Credit Card Policy

ATTACHMENT A

Cuyahoga County Land Reutilization Corporation (CCLRC) Credit Card Policy

1. This policy applies to all (i) payment cards, checks or other payment instruments associated with a credit account issued by a financial institution or a retailer, and (ii) donated payment cards. All such cards and instruments are referred to herein as "credit cards".
2. CCLRC will not obtain or maintain any debit cards.
3. The Finance Director will work with the appropriate financial institutions and retailers that issue credit cards to determine the best type of credit card accounts for CCLRC.
 - a. The Finance Director is responsible for working with the issuers to determine the dates when credit cards expire and the re-issuance of replacement cards.
 - b. The Finance Director is responsible for determining, when necessary, the need to cancel a credit card account and any adjustment to credit limits on the credit cards.
 - c. The Finance Director is responsible for notifying the issuers of a lost or stolen card immediately upon learning of the loss or theft.
4. Credit cards issued by a financial institution will be established in the name of the Cuyahoga County Land Reutilization Corp. and in the specific name of a staff member with a maximum credit limit for the organization of \$60,000 and with maximum credit limit for certain employees as follows:
 - a. the President with a credit limit up to \$5,000
 - b. the Executive Assistant to the President with a credit limit up to \$10,000
 - c. the Director of Information Technology with a credit limit up to \$10,000
 - d. the Director of Programs with a credit limit up to \$7,500
 - e. the Finance Director with a credit limit up to \$5,000
 - f. the Chief Operating Officer with a credit limit up to \$5,000
 - g. the Assistant General Counsel with a credit limit up to \$5,000
 - h. the Senior Programs Housing Specialist with a credit limit up to \$5,000
5. Credit cards issued by retailers are limited to those from building material retailers, construction supply retailers and home appliance retailers. These credit cards will be established in the name of the Cuyahoga County Land Reutilization Corporation and in the specific name of a designated employee with a maximum credit limit established for each employee. Retailer credit cards may be issued in the name of the Director of Programs with a maximum credit limit of \$15,000. The Director of Programs may also recommend that an employee be approved for being issued one or more retailer cards at credit limits up to \$15,000 per card. Such recommendation shall be approved by the Finance Director, the Chief Operating Officer and the President prior to the card(s) being issued.

6. Cardholders are responsible for safekeeping of the credit card and shall not permit anyone else to use the card or disclose to anyone other than to a vendor, if required to make a purchase, the card number, expiration date, CVV or other pertinent card information.
7. Prior to initial receipt of a credit card, each individual must agree to and sign the Credit Card Responsibility and Use Procedures. (sample form attached)
8. The Board authorizes the use of CCLRC credit cards for use in connection with Board-approved and/or CCLRC-related activities and for only those types of expenses that are for the benefit of CCLRC that serve a valid and proper public purpose shall be paid for by credit card. Credit cards issued by a financial institution will be used primarily for travel expenses to conferences and/or workshops and pre-payment of materials when required by a vendor. In any event, credit cards may be used only for expenditures that are within the applicable budget and departmental guidelines.
9. For each purchase made using a credit card, an itemized receipt indicating the amount paid, the vendor, and the goods/services purchased must be submitted to the Finance Director monthly by the 10th of the month following the charge.
10. Use of a credit card for personal expenditures, for expenditures in excess of the applicable credit limit, or otherwise in violation of this policy constitutes a misuse of the credit card. Any CCLRC personnel engaging in misuse of a credit card will be responsible to reimburse CCLRC for any unauthorized expenditures and may be subject to disciplinary action up to and including termination of employment.
11. CCLRC Board of Directors will appoint a CCLRC staff member other than the Finance Director to serve as Compliance Officer to review all credit card accounts every six months, including: the number of accounts and issued/active cards, account expiration dates and credit limits. The Finance Director may not also serve as the Compliance Officer.
12. The Compliance Officer may not authorize issuance or usage of credit cards to other CCLRC personnel. However, if the Compliance Officer is also a staff member who is listed in section 5 of this policy then staff member serving as Compliance Officer may be issued a card with the prior authorization of the Finance Director and use it in accordance with this policy.
13. If a credit card is lost or stolen, or if CCLRC personnel become aware of unauthorized or fraudulent use of any of the CCLRC's credit card accounts, the same must be reported immediately to the Finance Director and the Compliance Officer.
14. All monthly credit card statements and other correspondence associated with the credit card accounts will be sent to CCLRC's offices. Payment of the monthly statements must be made in a timely fashion so that finance charges and late payment fees are not

incurred.

15. If the staff member who also serves as the Compliance Officer is issued a credit card then, on a monthly basis, the Finance Director (or the Finance Director's designee, who shall not be the Compliance Officer) will review the credit card statements and sign an attestation to such review.
16. On an annual basis, the Finance Director will submit a report to the CCLRC Board of Directors if any credit card rewards have been received by the CCLRC.

Cuyahoga County Land Reutilization Corp. (CCLRC)
Credit Card Responsibility and Use Procedures

A credit card account has been established to meet the needs of your department for incidental purchases. Upon receipt of proper documentation and itemized receipt, credit card expenditures will be paid through the Finance Director's office. **Please note that a credit card does not replace requisitions and purchase orders.**

Enter name of card issuer: _____

Print your name: _____

Conditions of Use. Expenses may be incurred with the credit card only if all of the following conditions are met:

1. Expenditures must be within the guidelines of the particular activity of your department and budget. The expenditure may only be made after the approval of any required requisition and/or purchase order that is required under other CCLRC policies. The credit card is not to be used for any personal expenses.
2. Expenditures to be paid must be less than your credit limit of \$_____. There are no exceptions.
3. Proper documentation to support the expenditure must be sent to the Finance Director upon receipt of the monthly statement.
 - a. Proper documentation is to include:
 - i. Itemized paid receipt indicating the amount paid, the vendor, and an itemized description of the purchase.
 - ii. In the case of items that have been ordered in advance, including on-line orders, a copy of the order form or document, and the packing slip or other receiving document.
 - iii. If a receipt has been lost, or in cases where no receipt was issued, you may submit a CCLRC Document Form for Non-Receipt Transaction, however, repeated loss of receipts on your part may, at the discretion of the Finance Director, result in revocation of your credit card.
 - b. Examples of documentation not allowed:
 - i. Non-itemized cash register receipts.
 - ii. Handwritten requests for reimbursement without receipts or other verification.

The Cuyahoga County Land Reutilization Corp. is exempt from sales tax, and all reasonable efforts should be made to ensure that sales tax is not charged by vendors in connection with purchases made via credit card. A tax exemption certificate is available in the Finance Director's office. In some cases, if you merely mention to the vendor that the purchase is tax exempt, no sales tax will be charged.

Safekeeping. You are responsible for the safekeeping of the credit card. You shall not permit anyone else to use the credit card or disclose to anyone (other than the vendor/merchant in connection with a purchase) the card account number, CVV, or other pertinent account information.

Unauthorized Use. If you become aware of any unauthorized or fraudulent use of the credit card, or if the credit card is lost or stolen, you must immediately report same to the Finance Director and the Compliance Officer, who is currently the COO.

No Right to Credit Card. The credit card is issued to you on a temporary basis and remains the sole property of the financial institution or retailer from which it was issued. The right to use the credit card may be revoked at any time without notice by the issuing financial institution or retailer or by the CCLRC's Finance Director or President. You must immediately return the credit card to CCLRC upon termination of your employment with CCLRC or in the event of a change in your position/title.

Personal Responsibility. You are personally responsible for any unauthorized credit card expenditures and expenditures made in violation of applicable CCLRC policy and, by signing below, agree to reimburse CCLRC for such expenditures.

Policy. In addition to the terms set out herein, use of the credit card is subject to the CCLRC's Credit Card Policy.

I have read and fully understand and accept my personal responsibilities and liabilities regarding this credit card issued to me, including the terms set out in the Cuyahoga County Land Reutilization Corp.'s Credit Card Policy. I further acknowledge that any misuse of this credit card may result in disciplinary action up to and including termination of employment.

Cardholder Signature: _____ Date: _____

Witness: _____ Date: _____