



CUYAHOGA COUNTY LAND REUTILIZATION CORPORATION

MINUTES OF BOARD OF DIRECTORS'

SPECIAL MEETING

LOCATION: Lakeside Place
323 Lakeside Ave. W., Conference Room 400
Cleveland, OH 44113

DATE/TIME: May 27, 2011; 10:00 A.M. ET

PURPOSE: Special meeting to consider the following business:

1. *Call to order by the Chair.* A special meeting of the Cuyahoga County Land Reutilization Corporation (the CCLRC) was held on May 27, 2011 at 323 Lakeside Avenue W, Suite 140, Cleveland, Ohio and called to order at 10:08 a.m. Vice-Chair Mayor Georgine Welo, Mayor Cyril Kleem, Cuyahoga County Councilman Dan Brady, Ms. Robin Thomas, Interim Cuyahoga County Treasurer, Mr. Nate Kelly, representative for County Executive Ed FitzGerald, Mr. Chris Warren and Councilman Anthony Brancatelli representing the City of Cleveland were present and constituted a quorum.

The special meeting scheduled for April 29, 2011 by the Board itself with all Board members present and in agreement as to date, was called at the request of Councilman Brancatelli to discuss objections both to Resolution 2011-1 adopted at the Board's March 18, 2011 meeting and to the notice required for adoption of such resolution.

Mr. Rink, Corporate Legal Secretary for the Corporation, reviewed the Code of Regulations (the Code) in connection with the issue of improper notice and the effect, if any, that it had on the adoption of Resolution 2011-1, advising that pursuant to Section 4.8 of the Code objection to the notice had been waived.

After discussion, Mr. Kelly stated that he wished to postpone the meeting to allow counsel to review the changes to the Code of Regulations made at the March 18, 2011 meeting.

Councilman Brancatelli inquired whether the Board would continue to operate under its current status pending the resolution of all issues raised by Mr. Kelly. Mayor Welo and Mr. Warren stated that it would be beneficial to identify to the Board the specific issues being raised by Mr. Kelly. Pending resolution of the issues raised by Mr. Kelly, the Board consensus was that the current Board of Directors of the CCLRC would operate consistent with the Board's actions on March 18, 2011.

Councilman Brady asserted that the Board should continue to operate in its current status pending resolution of all issues and suggested that respective counsel discuss issues raised by Mr. Kelly.

Mayor Welo suggested outside counsel be retained to mediate the discussion and resolution of all issues at hand.

Pending the outcome of the issues raised, Mr. Kelly suggested that his objections to Resolution 2011-1 be tabled until the next board meeting scheduled for July, 2011.

Accordingly, Mr. Brancatelli moved to postpone reconsideration of Resolution 2011-1 to the next regularly scheduled Board meeting with the understanding that the Corporation will operate under its existing status and by-laws and that any issues regarding Resolution 2011-1 be put in writing by Mr. Kelly or his counsel and submitted to the CCLRC Board within ten days of the next regularly scheduled board meeting.

Mr. Chris Warren restates the motion before the Board as follows: Motion for postponement of consideration of Resolution 2011-1 until the next CCLRC Board meeting; that the CCLRC will continue to operate under its current status as of March 18, 2011; and the specific concerns of Mr. Kelly be presented to the CCLRC Board in writing and with sufficient time to discuss between the CCLRC Board and counsel. Mr. Kelly objected to the current motion as stated. Mr. Warren stated that the Board and Corporation needed clarity of operation pending outcome of the issues raised by Mr. Kelly. A voice vote was called for the Motion: Vice Chair Mayor Welo, Mayor Cyril Kleem, Chris Warren, Councilman Brancatelli and Councilman Brady voted in favor of the motion; Nate Kelly, representative for Executive FitzGerald and Interim Treasurer Robin Thomas voted against said motion. The motion was adopted.

Other Business – Councilman Brancatelli inquired if the Board and/or Corporation has a letter of designation from Executive FitzGerald for his appointment of Mr. Kelly to the Board. Mr. Frangos stated that the Corporation does not have such a letter, but that the Corporation recognizes Mr. Kelly as County Executive FitzGerald’s appointee. Mayor Welo asked that a copy of this letter be provided for the records of the Corporation and for the use of the State Audit or in its audit of the Corporation.

Public Comment – Mr. Frank Ford of Neighborhood Progress, Inc. directed a public comment to the Board regarding the Corporation’s importance to the City of Cleveland, the County of Cuyahoga and to Community Development and the Foreclosure Response. The Corporation is a nationally recognized land bank corporation; is creative in carrying out its mission; and has assembled and maintains a creative staff. Mr. Ford then credited the Board for its support of the creative staff.

There were no further public comments or questions.

Adjournment. There being no more business to come before the Board of Directors of the CCLRC, Mr. Anthony Brancatelli, seconded by Mr. Chris Warren, that the meeting of the Board of Directors of the CCLRC be adjourned. A voice vote was taken and the motion carried unanimously. The meeting of the Board of Directors of the CCLRC was adjourned at approximately 10:35 a.m.

I hereby certify that the minutes related to the Board of Directors’ annual meeting of May 27, 2011 set forth above are the minutes approved by the Board of Directors at their meeting of July 15, 2011.

/s/ Robert Rink

Robert Rink, Secretary

Cuyahoga County Land Reutilization Corporation