



CUYAHOGA COUNTY LAND REUTILIZATION CORPORATION MINUTES AND ACTIONS OF BOARD OF DIRECTORS' SPECIAL MEETING OF DECEMBER 18, 2009

LOCATION: Conference Room 140
Lakeside Place
323 Lakeside Avenue W – Suite 160
Cleveland, OH 44113

DATE/TIME: December 18, 2009; 10:00 a.m. ET

PURPOSE: Special meeting for CCLRC Business

1. *Call to order.* A special meeting of the Cuyahoga County Land Reutilization Corporation (the CCLRC) was held on December 18, 2009 at 323 Lakeside Avenue W, Suite 160, Cleveland, Ohio. The meeting was called to order at 10:04 a.m. Chair of the Board, County Treasurer James Rokakis, Mr. Paul Oyaski representing County Commissioner Jimmy Dimora, Mayor Georgine Welo of the City of South Euclid, Chris Warren, Chief of Regional Development and Councilman Anthony Brancatelli, Ward 12 Councilman, representing the City of Cleveland were present and constituted a quorum for conducting the CCLRC's business at the meeting. Mayor Cyril Kleem of the City Berea and Commissioner Peter Lawson Jones were not present.

2. *Approval of Minutes of Prior Board Meeting.* The minutes of the Regular Board Meeting of November 20, 2009 were distributed and approved by voice vote without revision.

3. *Call for Public Hearing.* The public hearing commenced at approximately 10:08 a.m. - The Board Chair, without objection, next opened the public hearing on the CCLRC's proposed 2010 budget required by Section 9.3 of the CCLRC's Code of Regulations. The Chair then orally presented the rules governing the public hearing and noted for the public who were present that copies of the proposed 2010 budget were available at the door to the meeting room.

Councilman Brancatelli inquired as to when HUD would be announcing the NSP2 award. Mr. William Whitney of the CCLRC stated that the consortium is expecting HUD to announce the award by the end of January. Mr. Brancatelli inquired as to if the CCLRC is award NSP2 what affect will this have on the 2010 budget of the CCLRC. Mr. Whitney indicated that the budget item for staff will be affected as well as office expenses as the CCLRC is expecting to hire three full time staff to assist with NSP2. Mr. Frangos indicated that the 2010 Budget is footnoted to reflect the NSP2 grant award and once the financing is in place, portions of the money will be for debt services and it will be a dollar to dollar for programming. The budget was fashioned in accordance with the anticipated award. Mr. Chris Warren requested an updated budget be presented to the Board once all funding is approved and the programs are outlined. Mr. Frangos stated that the award will be utilized in accordance with the mission and business plan of the CCLRC and in accordance with the terms of the grant.

There being no further discussions, the public hearing on the 2010 budget was officially adjourned at 10:15 a.m.

4. *Resolution 2009-23.* There being no further discussion on the 2010 annual budget for the Corporation, Treasurer Rokakis offered for consideration and adoption Resolution 2009-23. Councilman Brancatelli moved to adopt resolution 2009.23; Mr. Paul Oyaski seconded said motion.

Resolution 2009-23 was adopted by unanimous vote.

5. *Resolution 2009-24.* Treasurer Rokakis offered for consideration Resolution 2009-24 authorizing the President on behalf of the Corporation to enter into a line of credit with Key Bank, National Association and approving certain of the terms of the line of credit and related matters. Key Bank agreed that the CCLRC could draw on the available funding immediately upon execution of the financing documents, anticipated to be completed by the end of January.

Mr. Komlosi noted that the line of credit was a short term financing vehicle that would eventually be refunded by the CCLRC's first bond issue and that a meeting of the bond financing team, including bond counsel, has been scheduled during the latter half of January, 2010.

Mr. Komlosi, reporting on the repayment status of the County's internal borrowing that funded the special tax advances made at the end of October, 2009, stated that the collections of delinquent taxes to date have permitted repayment of 41% of the principal amount of the delinquent tax collection anticipation notes issued by the County in late October, 2009.

There being no further discussion, Mr. Paul Oyaski moved to adopt resolution 2009.25; Mr. Anthony Brancatelli seconded said motion.

Resolution 2009-24 was adopted by unanimous vote.

6. *Resolution 2009-25.* Treasurer Rokakis offered for consideration Resolution 2009-25 which authorizes a declaration of official intent under U.S. Treasury regulations by an officer of the CCLRC to reimburse from subsequently available note and bond proceeds temporary advances made from the CCLRC's general funds for programmatic payments prior to the issuance of the notes and bonds. Mr. Robert Rink stated that federal tax law requires that if the CCLRC issues tax exempt bonds or notes and intends to use a portion of the proceeds of such tax exempt bonds or notes to reimburse itself for expenditures made prior to the bond or note issue from "non-bond or note proceeds" of the CCLRC, an official declaration of the intent to do so must be made contemporaneously with the use of "non-bond or note proceeds." The form of Resolution 2009-25 was prepared by the CCLRC's bond counsel to ensure compliance with the treasury regulations governing this matter.

There being no further discussion, Mr. Paul Oyaski moved to adopt resolution 2009.25; Mayor Welo seconded said motion.

Resolution 2009-25 was adopted by unanimous vote.

6. *Other Business.* Treasurer Rokakis read an e-mail from Frank Alexander, Professor of Law, Emory University School of Law, who is an expert in land reutilization and tax foreclosure statutes. This e-mail praised the work of Mr. Frangos and Mr. Rink in drafting Senate Bill 353, the CCLRC's authorizing legislation. Treasurer Rokakis also acknowledged Mr. Frangos recent work with Ohio Representatives in regards to legislation which is pending for land bank expansion in counties in Ohio with a population of 100,000 or more. Councilman Brancatelli congratulated the Land Bank on its ground breaking agreement with Fannie Mae. Treasurer Rokakis raised the issue of the new legislation passed by the citizens of Cuyahoga County to restructure the body of government and how this will affect the Board of the CCLRC. Mr. Rink stated that legislation is pending to deal with the issue.

7. *Adjournment.* There being no more business to come before the Board of Directors of the CCLRC, Councilman Brancatelli moved, seconded by Mr. Chris Warren, that the meeting of the Board of Directors of the CCLRC be adjourned. The meeting of the Board of Directors of the CCLRC was adjourned at approximately 11:00 a.m.

I hereby certify that the minutes related to the Board of Directors' meeting of December 18, 2009 set forth above are the minutes approved by the Board of Directors at their meeting of January 22, 2009.

/s/Robert P. Rink

Robert P. Rink, Secretary

Cuyahoga County Land Reutilization Corporation