

The Board of Directors of the Cuyahoga County Land Reutilization Corporation (the "Board of Directors") met for a special meeting on the 28th day of August, 2009 at 10:00 o'clock, a.m., Eastern Time, in Conference Room 140 of Lakeside Place at 323 Lakeside Ave. W, Cleveland, Ohio 44113 with the following Directors present:

James Rokakis, Cuyahoga County Treasurer and Chair of the Board
Jimmy Dimora, Cuyahoga County Commissioner, represented by: Paul Oyaski
Peter Lawson Jones, Cuyahoga County Commissioner
Georgine Welo, Mayor of the City of South Euclid and Vice Chair of the Board
Cyril Kleem, Mayor of the City of Berea
Anthony Brancatelli, Councilman, Ward 12, City of Cleveland
Chris Warren, Chief of Regional Development, City of Cleveland

Mr. Anthony Bracatelli moved the adoption of the following resolution (this "Resolution"):

RESOLUTION NO. 2009-19

APPROVING A POLICY WITH RESPECT TO INFORMAL COMPETITIVE BIDDING FOR GOODS AND SERVICES TO BE ACQUIRED BY THE CORPORATION

WHEREAS, notwithstanding that Ohio Attorney General has opined in Opinion No. 2003-037 that a community improvement corporation organized under Ohio Revised Code Chapter 1724 is not required to follow the statutory competitive bidding procedures applicable to a county in connection with its procurement of goods and services; and

WHEREAS, the Cuyahoga County Land Reutilization Corporation (the "CCLRC") is a community improvement corporation organized under Ohio Revised Code Chapter 1724 and as such is not, based upon OAG Opinion No. 2003-037, required to follow the statutory competitive bidding procedures applicable to a county in connection with its procurement of goods and services; and

WHEREAS, the Board of Directors of the CCLRC (the "Board" or "Board of Directors") recognizes that best-practices for non-profit corporations and "quasi-governmental" organizations, such as the CCLRC, recommend adoption of a policy setting forth certain estimated cost-based thresholds for and in excess of which the CCLRC should utilize an informal competitive bidding procedure to ensure that it pays a fair, market-based cost for the acquisition of goods and services (the "Policy Regarding the Use of Informal Competitive Bidding"); and

WHEREAS, the President of the CCLRC has heretofore delivered to members of this Board for their review the Policy Regarding the Use of Informal Competitive Bidding and is now requesting approval by this Board of such Policy in the form attached to this resolution as Exhibit A; and

WHEREAS, this 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 hereby finds that upon review of the Policy Regarding the Use of Informal Competitive Bidding and after making provision for changes, if any, thereto, it is in

a form which this Board determines will promote the procurement of goods and services by the CCLRC at a fair, market-based cost.

Section 2. This Board of Directors, therefore, approves the Policy Regarding the Use of Informal Competitive Bidding and hereby authorizes and directs the President to promulgate such Policy to employees of the CCLRC and to any other interested party so requesting a copy of the Policy. From and after the date of adoption of this resolution, until amendment or revocation of such Policy by a resolution of this Board, the procurement of goods and services by the CCLRC is hereby subject to informal competitive bidding in accordance with the provisions of such Policy.

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

Mr. Paul Oyaski seconded the motion.

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

Ayes: 7

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 August 28, 2009, 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: August 28, 2009

EXHIBIT A

POLICY REGARDING THE USE OF INFORMAL COMPETITIVE BIDDING IN THE PROCUREMENT OF GOODS AND SERVICES BY THE CUYAHOGA COUNTY LAND REUTILIZATION CORPORATION

(As approved by Resolution 2009-19, adopted August 28, 2009)

In connection with the procurement of goods and services by the Cuyahoga County Land Reutilization (“CCLRC”), the CCLRC shall utilize an informal competitive bidding process to procure such goods and services if the estimated cost of the goods and services being procured, when added to the original contract amount of all open contracts with any single provider of such goods and services who is eligible to be the provider of the goods and services being procured, would cause the aggregate amount of costs for all such contracts to exceed the limit set forth below that is applicable to such goods and services. For purposes of this policy, “informal competitive bidding” means a process by means of which the CCLRC obtains in writing at least three bids from various providers on the cost of the applicable goods or services being procured if procured from such providers. Nothing in this policy is intended to prohibit or limit the solicitation of, or the method by which the CCLRC solicits, informal competitive bids or prohibit the CCLRC from the use of formal competitive bidding procedures. If the CCLRC in good faith attempts to obtain at least three written bids from prospective providers of the goods or services to be procured, but receives less than three bids, the CCLRC, acting through its President, may accept one of such bids if the prospective provider is, or in good faith seems to be, the “sole supplier” or if, with respect to the receipt of two bids, the President in his sole discretion determines that the two bids represent fair, market-based costs for such goods or services.

- I. In respect to a contract for each of the following goods and services, if the estimated cost of such contract, when added to the original contract amount of all open contracts with the same prospective provider of the goods and services being procured, would cause the aggregate amount for such provider to exceed \$75,000:
 - A. Demolition Services;
 - B. Field Services;
 - C. Rehabilitation Services;
 - D. Insurance Contracts;
 - E. Other Goods and Services Related to the Acquisition, Rehabilitation or Disposition of Real and Personal Property by the CCLRC.

- II. In respect to a contract for each of the following goods and services, if the estimated cost of such contract, when added to the original contract amount of all open contracts with the same prospective provider of the goods and services being procured, would cause the aggregate amount for such provider to exceed \$50,000:
 - A. Computer Systems Software, Office Equipment Leases, General Office Supplies and Furniture; Information Technology Services; Telephone and Technology Services and Field Equipment;
 - B. Staff Training and Planning (e.g. Strategic Planning; Business Plan)
 - C. Signage, Brochures and Marketing Literature;
 - D. All Other Necessary or Appropriate Consulting Services.

III. In respect to a contract for each of the following goods and services, if the estimated cost of such contract, when added to the original contract amount of all open contracts with the same prospective provider of the goods and services being procured, would cause the aggregate amount for such provider to exceed \$30,000:

- A. Outside Legal Services (excluding bond counsel services); Outside Accounting Services;
- B. Investment Banking and Underwriting Services;
- C. Lobbying and Media Relations Services.