

CLERMONT COUNTY LAND REUTILIZATION CORPORATION
BOARD OF DIRECTORS

The Board of Directors (the “Board”) of the Clermont County Land Reutilization Corporation (the “Corporation”) met on January 10th, 2024, at 2:00 PM at 101 E Main Street, Third Floor, Batavia, Ohio 45103, with the following members present:

RESOLUTION NO. 2024-03

RESOLUTION ADOPTING A VIRTUAL MEETING POLICY & PROCEDURES

WHEREAS, a Land Reutilization Corporation may hold a meeting by interactive video conference or by teleconference, provided that the requirements of ORC Section 1724.1 are satisfied; and

WHEREAS, this Board has determined to approve the Virtual Meeting Policies and Procedures and maintain the Virtual Meeting Policy as a part of the Code of Regulations for the life of the Corporation.

NOW, THEREFORE, BE IT RESOLVED by the Board that:

Section 1. This Board hereby formally adopts the Virtual Meeting Policy and Procedures attached as Attachment A and agrees to maintain the Virtual Meeting Policy for the life of the Corporation, which Virtual Meeting Policy may be amended from time to time in accordance with the terms of the Code of Regulations.

Section 2. This Board hereby finds and determines that all formal actions taken relative to the passage of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of its committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with applicable legal requirements, including Ohio Revised Code Section 121.22.

Section 3. This Resolution shall be in full force and effect immediately upon its passage.

Adopted at a regularly scheduled meeting of the Board of Directors of the Clermont County Land Reutilization Corporation, Clermont County, Ohio, this 10th day of January 2024.

Motion to Pass Resolution: Mr. Painter

Seconded by: Mr. Baumgarth

Upon roll call of the motion to adopt **Resolution 2024-03**, the vote was as follows:

Ms. Zurmehly yes

Mr. Painter yes

Ms. Batchler yes

Mr. Doss absent

Mr. Baumgarth yes

Passed: 1/10, 2024

BOARD OF DIRECTORS,
CLERMONT COUNTY LAND
REUTILIZATION CORPORATION

Attest: Keney Bjess
Secretary

Jannine M Zurmehly
Chair

CERTIFICATE

The undersigned Secretary of the Board of Directors of the Clermont County Land Reutilization Corporation hereby certifies that the foregoing is a true copy of a resolution duly adopted by the Board of Directors of said Corporation on January 10th, 2024

Keney Bjess
Secretary, Board of Directors
Clermont County Land Reutilization Corporation

CLERMONT COUNTY LAND REUTILIZATION CORPORATION

VIRTUAL MEETING POLICIES AND PROCEDURES

INTRODUCTION

As a land reutilization corporation organized under Chapter 1724 of the Ohio Revised Code (“ORC”), the Board of Trustees (the “Board”) of the Clermont County Land Reutilization Corporation (the “CCLRC”) may hold a meeting by interactive video conference or by teleconference, provided that the requirements of ORC Section 1724.11 are satisfied. The Board of the CCLRC has authorized Board members to remotely attend Board meetings by interactive video conference or teleconference, or by a combination thereof, in lieu of attending the meeting in person, provided that the policy requirements and procedures herein are followed. Remote attendance shall be reserved only for extenuating circumstances, and the Board’s strong preference remains that all Board members participate in-person at all regular and special meetings when the Board is meeting at a physical location.

VIRTUAL MEETING POLICIES AND PROCEDURES

- 1) The meeting room at 101 E. Main Street, 3rd Floor, Batavia, Ohio 45103, shall serve as the primary meeting location of the Board of the CCLRC, which meeting room shall be open and accessible to the public.
- 2) Board members attending Board meetings remotely shall provide twenty-four (24) hours’ prior written notice to the Executive Director of the CCLRC.
- 3) Board members attending Board meetings remotely in accordance with the policies and procedures herein shall be considered present for all purposes and may be part of a quorum.
- 4) All meeting-related materials that are available before any meeting shall be sent via electronic mail to each Board member.
- 5) When available, the Board shall utilize interactive video conference for the purpose of holding virtual meetings; provided, however, that if necessary, a meeting by teleconference or by a combination of interactive video conference and teleconference at the same meeting shall also satisfy the requirements of these policies and procedures.
- 6) In the case of each interactive video conference, the Board shall cause a clear video and audio connection to be established that enables all meeting participants at the primary meeting location to see and hear each Board member.
- 7) In the case of a teleconference, the Board shall cause a clear audio connection to be established that enables all meeting participants at the primary meeting location to hear each Board member.
- 8) All Board members shall have the capability to receive meeting-related materials that are distributed during a Board meeting.
- 9) A roll call voice vote shall be recorded for each Board vote taken if any member of the board attends a meeting remotely.

- 10) The minutes of each applicable Board meeting shall identify which Board members remotely attended the meeting by interactive video conference or teleconference. The identity of each Board member that remotely attends a meeting by teleconference shall be confirmed by the Secretary of the Board via electronic mail communication from such Board member's electronic mail address on file with the Secretary.
- 11) A minimum of 2 Board members must be physically present in person at the primary meeting location if the Board conducts a meeting by interactive video conference or teleconference.
- 12) Not more than one Board member remotely attending a Board meeting by teleconference is permitted to be physically present at the same remote location.
- 13) Board members participating by interactive video conference or teleconference shall be physically present in the United States of America.
- 14) All meeting-related materials shall be distributed and circulated to Board members, the public, and the media in advance of or during a meeting at which Board members are permitted to attend by interactive video conference or teleconference, in the same manner as such materials are distributed and circulated in anticipation of or during a Board meeting without virtual Board member attendance.

EFFECTIVE DATE

Effective upon approval of the Board on January 10, 2024.