

RESOLUTION

Resolution: Creating the Cleveland-Cuyahoga County Convention Facilities Authority (CFA) effective May 4, 2004.

WHEREAS, under the authority of Ohio Revised Code Section 351.02, a county may create a convention facilities authority (CFA) by resolution of the county commissioners, provided that in no case shall the same county create more than one convention facilities authority.

WHEREAS, under the authority of Ohio Revised Code Section 5739.09 (H)(5), the Board of County Commissioners determines the manner of selection, the qualifications, the number, and terms of office of the members of the board of directors of a convention facility authority.

NOW, THEREFORE, BE IT RESOLVED that, the Board of Cuyahoga County Commissioners hereby creates the Cleveland-Cuyahoga County Convention Facilities Authority for the purpose of paying the direct and indirect costs of constructing, improving, expanding, equipping, financing or operating a new convention center in the City of Cleveland.

BE IT FURTHER RESOLVED that, the Board of Directors of the CFA shall be comprised of eleven (11) members and the manner of selection is as follows: four (4) members shall be appointed by the Cuyahoga County Commissioners; three (3) members shall be appointed by the Mayors and Managers Association of Cuyahoga County; four (4) members shall be appointed by the Mayor of the City of Cleveland.

BE IT FURTHER RESOLVED that, the initial terms of the Board of Directors shall be as follows:

Board of Commissioners	Terms
1 Member	1 Year Term
1 Member	2 Year Term
1 Member	3 Year Term
1 Member	3 Year Term
Mayors and Managers Association	
1 Member	1 Year Term
1 Member	2 Year Term
1 Member	3 Year Term
Mayor of City of Cleveland	
1 Member	1 Year Term
1 Member	2 Year Term
1 Member	2 Year Term
1 Member	3 Year Term

BE IT FURTHER RESOLVED, that following the expiration of each initial term, each successor shall serve for a term of three (3) years, except that any person appointed to fill a vacancy shall be appointed to only the unexpired term. Any Director shall be eligible for reappointment.

BE IT FURTHER RESOLVED that, all appointing authorities must make their appointments to the CFA Board of Directors within 30 days of the creation of the authority. In the event that an appointment to the Board of Directors is not made in a timely manner by the Mayors and Managers Association or by the Mayor of the City of Cleveland, the Board of Cuyahoga County Commissioners will make the appointment(s) for that term.

BE IT FURTHER RESOLVED that, the Board of County Commissioners shall appoint a chair of the CFA who will act in this capacity until all appointing authorities make their appointments. Once all appointments have been made, the CFA membership shall elect one of the appointed members the chair of the CFA. This individual will serve as chair for one full year. Thereafter, the selection of chair shall be according to bylaws adopted by the CFA.

BE IT FURTHER RESOLVED that, CFA appointees shall be qualified electors of Cuyahoga County, reflect the diversity of Cuyahoga County, shall have demonstrated qualities of concern for the public interest, professional expertise, relevant background and experience, and other qualities appropriate to contribute to the success of the CFA. No appointee shall be an elected official.

BE IT FURTHER RESOLVED that, the members of the Board of Directors shall serve without compensation unless the Board of Cuyahoga County Commissioners deem otherwise appropriate, but shall be permitted to receive from the CFA reimbursement for reasonable expenses in the performance of their duties as determined by the CFA.

BE IT FURTHER RESOLVED that, any member of the Board of Directors may be removed with or without cause by the entity appointing such member.

BE IT FURTHER RESOLVED that, in the event that any member of the Board of Directors resigns or is removed, the entity first empowered to make that appointment of such member shall make the substitute appointment promptly to fill such vacancy for the remaining duration of the term of any such member. Until the appointment of a replacement for a Board member whose term has expired but has not resigned or been removed, such member shall continue to serve as a Board member. A majority of the CFA Board of Directors in office at the time shall constitute a quorum.

BE IT FURTHER RESOLVED that the Clerk of the Board be, and she is, hereby instructed to transmit a copy of this resolution to Jane L. Campbell, Mayor of the City of Cleveland; Frank G. Jackson, President of Cleveland City Council; Cleveland City Council Members; Thomas J. Longo, Chairman of the Mayors and Managers Association and David Reines, County Administrator.

**On Motion of Commissioner Dimora, seconded by Commissioner McCormack,
the foregoing resolution was duly adopted.**

Ayes: Dimora, McCormack, Jones.

Nays: None.

Resolution Adopted.

**Penelope M. Hughes,
Clerk of the Board**

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