

ORDINANCE RECORD
COUNCIL OF THE CITY OF BRECKSVILLE

Ordinance No. 5237

**AN ORDINANCE AMENDING THE THIRD AND EIGHTH
ARTICLES OF INCORPORATION OF THE BRECKSVILLE
COMMUNITY IMPROVEMENT CORPORATION;
AND DECLARING AN EMERGENCY**

WHEREAS, the CIC was formed on March 28, 2014 by filing Articles of Incorporation with the Ohio Secretary of State, which were duly approved by the Ohio Attorney General, as required by Section 1724.04 of the ORC, on April 8, 2014; and

WHEREAS, the Board of Directors of the CIC wishes to amend the Articles of Incorporation as originally filed in order to clarify the CIC's purpose and dissolution clauses so as to facilitate the CIC's pending application to the Internal Revenue Service for tax-exempt status; and

WHEREAS, the Articles of Incorporation may be amended by the unanimous written consent of the Directors of the CIC, provided that any such amendment shall be first approved by the City Council of the City of Brecksville, Ohio.

NOW, THEREFORE, BE IT ORDAINED by the Council of the City of Brecksville, County of Cuyahoga, and State of Ohio, that:

SECTION 1. Article Third of the Articles of Incorporation is hereby amended to read as follows:

“THIRD: The **Corporation is formed exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any future United States internal revenue law). In particular, the** sole purposes for which the Corporation is formed are to advance, encourage and promote the industrial, economic, commercial and civic development of the City of Brecksville, Ohio and to act as the designated agency of the City of Brecksville, Ohio, for the industrial, commercial, distribution and research development in such political subdivision in accordance with Section 1724.10 of the Ohio Revised Code.”

SECTION 2. Article Eighth of the Articles of Incorporation is hereby amended to read as follows:

“EIGHTH: In the event of any voluntary or involuntary dissolution or liquidation of the corporation, or in the event of failure to reinstate these Articles after cancellation thereof, any remaining assets of the Corporation shall be paid over and distributed as determined by the directors with the approval of the Court of Common Pleas of Cuyahoga County, to the City of Brecksville, **a political subdivision of the state of Ohio**, to be used exclusively for designated civic projects or **other** public charitable purposes within the City of Brecksville.”

SECTION 3. All other Articles except Articles Third and Article Eighth as amended by this Ordinance, shall remain in full force and effect.

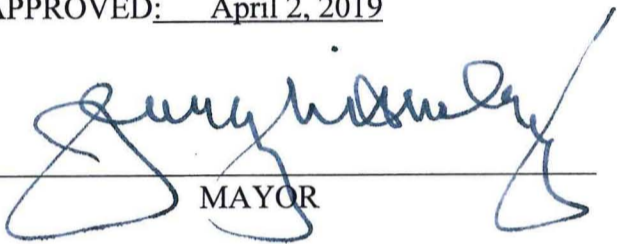
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SECTION 4. Council declares this Ordinance to be an emergency measure necessary for the immediate preservation of the public peace, health, safety and welfare, the reason for the emergency is the necessity for Council to approve the amendments before the CIC can amend their Articles of Incorporation, therefore, said Ordinance shall be in full force and effect immediately upon its adoption by this Council and approval by the Mayor, otherwise from and after the earliest period allowed by law.

PASSED: April 2, 2019

APPROVED: April 2, 2019

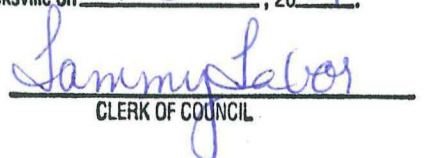


MAYOR



CLERK OF COUNCIL

I do hereby certify that the foregoing is a true and correct copy of Ordinance No. 5237 duly passed by the Council of the City of Brecksville, Ohio, on 4-2, 20 19 and that same was duly posted in accordance with the existing Charter of the City of Brecksville on 4-5, 20 19.



CLERK OF COUNCIL