

The Bainbridge Township Board of Trustees met in special session at the Bainbridge Town Hall on June 12, 2003 to discuss and consider the Operating and Management Agreement between YMCA of Greater Cleveland and Bainbridge Township Board of Trustees and to consider any other necessary business. Those present were trustees Mr. Samuel Desiderio, Mr. Charles Hesse and Mr. Christopher Horn and clerk Susan R. Angelino. Mr. Hesse presided and called the meeting to order at 7:31 P.M.

The trustees met with representatives from Chagrin River Land Conservancy, Greg Cook from the YMCA and Ed Dell from KCE to discuss the proposed agreement.

The trustees were in general agreement to pursue added liability insurance of up to five million dollars (\$5,000,000).

The trustees were in general agreement to extend the execution of this agreement until June 23, 2003.

TERMINATION OF OPERATING AND MANAGEMENT AGREEMENT

Bainbridge Township Board of Trustees and the YMCA were in general agreement that if the Bainbridge Trustees wish to terminate the agreement they will give notice of that intention to the YMCA. Bainbridge Township Board of Trustees and YMCA agreed the dispute resolution procedures they agreed on will then be followed. If those procedures do not change the trustees' intention to terminate the agreement, the trustees will then enter a decision of termination and the YMCA may then appeal that decision to the Geauga County Court of Common Pleas. Geauga County Prosecutor to draft provision and to present additional language regarding operating fees and indemnification to the YMCA.

Since there was no further business to come before this meeting of the Bainbridge Township Board of Trustees, the meeting was adjourned at 10:15 P.M.