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EXTENDED TO NOVEMBER 16, 2020

Form **990** (Rev January 2020) Department of the Treasury Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No 1545-0047 **2019** Open to Public Inspection

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A For the 2019 calendar year, or tax year beginning and ending

B Check if applicable: Address change; [X] Name change; Initial return; Final return/terminated; Amended return; Application pending

C Name of organization: CLEVELAND BUILDING TRADES FOUNDATION

Doing business as

Number and street (or P O box if mail is not delivered to street address): 541 JUSTO LANE — Room/suite

City or town, state or province, country, and ZIP or foreign postal code: SEVEN HILLS, OH 44131

D Employer identification number: 34-0967541

E Telephone number: 216-990-3689

G Gross receipts $ 263,641.

F Name and address of principal officer: TERRY MCCAFFERTY SAME AS C ABOVE

H(a) Is this a group return for subordinates? [ ] Yes [X] No

H(b) Are all subordinates included? [ ] Yes [ ] No — If "No," attach a list (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status: [ ] 501(c)(3) [X] 501(c) (4) ◀ (insert no) [ ] 4947(a)(1) or [ ] 527

J Website: ▶ N/A

K Form of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other ▶

L Year of formation: 1966 **M** State of legal domicile: OH

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: TO PROVIDE AFFORDABLE HOUSING FOR QUALIFIED LOW-INCOME SENIORS AND THE DISABLED.

2 Check this box ▶ [ ] if the organization discontinued its operations or disposed of more than 25% of its net assets

3	Number of voting members of the governing body (Part VI, line 1a)	3	5
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	0
5	Total number of individuals employed in calendar year 2019 (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	0
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 39	7b	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	0.	0.
	9	Program service revenue (Part VIII, line 2g)	0.	0.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	12,855.	13,850.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	249,791.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	12,855.	263,641.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	4,189.	5,208.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	4,189.	5,208.
	19	Revenue less expenses Subtract line 18 from line 12	8,666.	258,433.
			Beginning of Current Year	**End of Year**
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	3,726,996.	3,735,155.
	21	Total liabilities (Part X, line 26)	253,255.	2,981.
	22	Net assets or fund balances Subtract line 21 from line 20	3,473,741.	3,732,174.

Internal Revenue Service Received US Bank - USB 333 NOV 16 2020 Ogden, UT

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here ▶ Signature of officer — Date 11/4/2020

▶ TERRY MCCAFFERTY, DIRECTOR — Type or print name and title

	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
Paid Preparer Use Only	HERZL GINSBURG, CPA	Herzl Ginsburg	11/1/20	[ ]	P01351635
	Firm's name ▶ CIUNI & PANICHI, INC.		Firm's EIN ▶ 34-1322309		
	Firm's address ▶ 25201 CHAGRIN BLVD. #200 CLEVELAND, OH 44122-5683		Phone no. (216)831-7171		

May the IRS discuss this return with the preparer shown above? (see instructions) [X] Yes [ ] No

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Part III | Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III ☐

1 Briefly describe the organization's mission
TO PROVIDE AFFORDABLE HOUSING FOR QUALIFIED LOW-INCOME SENIORS AND THE DISABLED.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No
If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code ____) (Expenses $ ____ including grants of $ ____) (Revenue $ ____)
THE LOW-INCOME HOUSING UNIT WAS SOLD DURING 2013. THE BOARD IS CURRENTLY EXPLORING OPTIONS ON HOW IT WILL CONTINUE ITS EXEMPT PURPOSE AT ANOTHER LOCATION.

4b (Code ____) (Expenses $ ____ including grants of $ ____) (Revenue $ ____)

4c (Code ____) (Expenses $ ____ including grants of $ ____) (Revenue $ ____)

4d Other program services (Describe on Schedule O)
(Expenses $ ____ including grants of $ ____) (Revenue $ ____)

4e Total program service expenses ▶

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Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1		X
2	Is the organization required to complete *Schedule B, Schedule of Contributors*?	2		X
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in donor-restricted endowments or in quasi endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*	11a		X
b	Did the organization report an amount for investments - other securities in Part X, line 12, that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments - program related in Part X, line 13, that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e		X
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a		X
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? *If "Yes," complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		X

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K If "No," go to line 25a*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions, for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of any individual described in line 28a? *If "Yes," complete Schedule L, Part IV*	28b		X
c	A 35% controlled entity of one or more individuals and/or organizations described in lines 28a or 28b? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note:** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V ☐

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	0			
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c		

Part V Statements Regarding Other IRS Filings and Tax Compliance *(continued)*

					Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b		
	Note: If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)					
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			3a		X
b	If "Yes," has it filed a Form 990-T for this year? *If "No" to line 3b, provide an explanation on Schedule O*			3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		X
b	If "Yes," enter the name of the foreign country ▶					
	See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR)					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?			6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h		
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?			8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the sponsoring organization make any taxable distributions under section 4966?			9a		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state?			13a		
	Note: See the instructions for additional information the organization must report on Schedule O					
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b				
c	Enter the amount of reserves on hand	13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation on Schedule O*			14b		
15	Is the organization subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?			15		X
	If "Yes," see instructions and file Form 4720, Schedule N					
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income?			16		X
	If "Yes," complete Form 4720, Schedule O					

Part VI Governance, Management, and Disclosure *For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O See instructions*

Check if Schedule O contains a response or note to any line in this Part VI [X]

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year (1a: 5). If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O				
b	Enter the number of voting members included on line 1a, above, who are independent (1b: 0)				
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2			X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person?	3			X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		X	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5			X
6	Did the organization have members or stockholders?	6			X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a			X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b			X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a	The governing body?	8a		X	
b	Each committee with authority to act on behalf of the governing body?	8b		X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses on Schedule O*	9			X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code)*

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a		X
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	12a		X
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b		
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this was done*	12c		
13	Did the organization have a written whistleblower policy?	13		X
14	Did the organization have a written document retention and destruction policy?	14		X
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a		X
b	Other officers or key employees of the organization. If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)	15b		X
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ NONE

18 Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection Indicate how you made these available Check all that apply

[ ] Own website [ ] Another's website [X] Upon request [ ] Other *(explain on Schedule O)*

19 Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year

20 State the name, address, and telephone number of the person who possesses the organization's books and records ▶

TERRY MCCAFFERTY - 216-978-1319

541 JUSTO LANE, SEVEN HILLS, OH 44131

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

See instructions for the order in which to list the persons above

☒ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) NEIL GIERING DIRECTOR	0.00	X						0.	0.	0.
(2) TERENCE JOYCE DIRECTOR	0.00	X						0.	0.	0.
(3) TERENCE MCCAFFERTY TREASURER	0.00	X						0.	0.	0.
(4) DENNIS MEANY DIRECTOR	0.00	X						0.	0.	0.
(5) DAVID WONDOLOWSKI PRESIDENT	0.00	X						0.	0.	0.

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** *(continued)*

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
1b Subtotal ▶								0.	0.	0.
c Total from continuation sheets to Part VII, Section A ▶								0.	0.	0.
d Total (add lines 1b and 1c) ▶								0.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 0

		Yes	No
3 Did the organization list any **former** officer, director, trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	4		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address NONE	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 0

Part VIII **Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII [X]

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts 1 a Federated campaigns	1a					
b Membership dues	1b					
c Fundraising events	1c					
d Related organizations	1d					
e Government grants (contributions)	1e					
f All other contributions, gifts, grants, and similar amounts not included above	1f					
g Noncash contributions included in lines 1a-1f	1g	$				
h **Total.** Add lines 1a-1f ▶						
Program Service Revenue		Business Code				
2 a						
b						
c						
d						
e						
f All other program service revenue						
g **Total.** Add lines 2a-2f ▶						
Other Revenue 3 Investment income (including dividends, interest, and other similar amounts) ▶			13,850.			13,850.
4 Income from investment of tax-exempt bond proceeds ▶						
5 Royalties ▶						
	(i) Real	(ii) Personal				
6 a Gross rents 6a						
b Less rental expenses 6b						
c Rental income or (loss) 6c						
d Net rental income or (loss) ▶						
7 a Gross amount from sales of assets other than inventory 7a	(i) Securities	(ii) Other				
b Less cost or other basis and sales expenses 7b						
c Gain or (loss) 7c						
d Net gain or (loss) ▶						
8 a Gross income from fundraising events (not including $ ______ of contributions reported on line 1c) See Part IV, line 18	8a					
b Less direct expenses	8b					
c Net income or (loss) from fundraising events ▶						
9 a Gross income from gaming activities See Part IV, line 19	9a					
b Less direct expenses	9b					
c Net income or (loss) from gaming activities ▶						
10 a Gross sales of inventory, less returns and allowances	10a					
b Less cost of goods sold	10b					
c Net income or (loss) from sales of inventory ▶						
Miscellaneous Revenue		Business Code				
11 a FORGIVENESS OF PAYABLE		900099	249,791.	249,791.		
b						
c						
d All other revenue						
e **Total.** Add lines 11a-11d ▶			249,791.			
12 **Total revenue** See instructions ▶			263,641.	249,791.	0.	13,850.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns All other organizations must complete column (A)

Check if Schedule O contains a response or note to any line in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments See Part IV, line 21				
2 Grants and other assistance to domestic individuals See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (nonemployees)				
a Management				
b Legal	4,021.		4,021.	
c Accounting	850.		850.	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O)				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses on line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a MISCELLANEOUS EXPENSE	337.		337.	
b				
c				
d				
e All other expenses				
25 **Total functional expenses** Add lines 1 through 24e	5,208.	0.	5,208.	0.
26 **Joint costs** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X ☐

			(A) Beginning of year	Line	(B) End of year
Assets	1	Cash - non-interest-bearing	55,199.	1	49,531.
	2	Savings and temporary cash investments	3,671,797.	2	3,685,624.
	3	Pledges and grants receivable, net		3	
	4	Accounts receivable, net		4	
	5	Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges		9	
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D — 10a			
	b	Less accumulated depreciation — 10b		10c	
	11	Investments - publicly traded securities		11	
	12	Investments - other securities See Part IV, line 11		12	
	13	Investments - program-related See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets See Part IV, line 11		15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 33)	3,726,996.	16	3,735,155.
Liabilities	17	Accounts payable and accrued expenses	3,464.	17	2,981.
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22	Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		22	
	23	Secured mortgages and notes payable to unrelated third parties	249,791.	23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		25	
	26	**Total liabilities.** Add lines 17 through 25	253,255.	26	2,981.
Net Assets or Fund Balances		**Organizations that follow FASB ASC 958, check here ▶ [X] and complete lines 27, 28, 32, and 33.**			
	27	Net assets without donor restrictions	3,473,741.	27	3,732,174.
	28	Net assets with donor restrictions		28	
		Organizations that do not follow FASB ASC 958, check here ▶ ☐ and complete lines 29 through 33.			
	29	Capital stock or trust principal, or current funds		29	
	30	Paid-in or capital surplus, or land, building, or equipment fund		30	
	31	Retained earnings, endowment, accumulated income, or other funds		31	
	32	Total net assets or fund balances	3,473,741.	32	3,732,174.
	33	Total liabilities and net assets/fund balances	3,726,996.	33	3,735,155.

Form **990** (2019)

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	263,641.
2	Total expenses (must equal Part IX, column (A), line 25)	2	5,208.
3	Revenue less expenses Subtract line 2 from line 1	3	258,433.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	3,473,741.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain on Schedule O)	9	0.
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	3,732,174.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII ☐

			Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other ______ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
	If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b		X
	If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c		
	If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits	3b		

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2019

Open to Public Inspection

Name of the organization	Employer identification number
CLEVELAND BUILDING TRADES FOUNDATION	34-0967541

FORM 990, PART VI, SECTION A, LINE 4:

THE SIGNIFICANT CHANGE WAS THE ORGANIZATION CHANGED THEIR NAME FROM FEDERATION TOWERS, INC DBA LUPICA TOWERS TO CLEVELAND BUILDING TRADES FOUNDATION.

FORM 990, PART VI, SECTION B, LINE 11B:

RETURN IS REVIEWED BY THE BOARD PRESIDENT BEFORE FILING.

FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION DOES NOT MAKE ITS GOVERNING DOCUMENTS OR FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC.

FORM 990, PART VIII, LINE 11A, GAIN ON FORGIVENESS OF PAYABLE:

THE LIABILITY OF $249,791 FROM A PRIOR YEAR IS NOT EXPECTED TO BE COLLECTED.

(2) the declaration by resolution of the Board of a vacancy in the office of a Director who has been declared of unsound mind by an order of court or convicted of a felony; or

(3) the vote of two-thirds of the Directors to remove any Director(s) (i) for missing three (3) consecutive meetings without just cause, or (ii) for any other just reason.

B Resignations Except as provided below, any Director may resign by giving written notice to the President or the Secretary of the Board. The resignation shall be effective when notice is given unless it specifies a late time for the resignation to become effective. If a Director's resignation is effective at a later time, the Board may elect a successor to take office when the resignation becomes effective.

C Filling Vacancies. Vacancies on the Board may be filled by a majority of the Directors then in office, whether or not less than a quorum, or by a sole remaining Director.

5.5 Directors' Meetings.

A Place of Meetings. Meetings of the Board shall be held at any place within or outside Ohio that has been designated in the notice of the meeting .

B Meetings By Telephone. Any meeting may be held by conference telephone or similar communication equipment, as long as all Directors participating in the meeting can hear one another. All such Directors shall be deemed to be present in person at such a meeting

C Annual Meeting The Board shall hold a regular annual meeting for purposes of organization, election of officers, election of Directors, and the transaction of other business. Notice of the place, if any, and time of each meeting of the Directors shall be given to each Director at least two (2) days before the meeting.

D. Other Regular Meetings Other regular meetings of the Board may be held at such time and place as the Board may fix from time to time.

E Special Meetings. Special meetings of the Board for any purpose may be called at any time by the President or any three Directors

F Notice.

(1) Method. Notice of the time and place of meetings shall be given to each Director by one of the following methods

a. by personal delivery;
b. by first-class mail;
c. by telephone; or
d. by email.

All such notices shall be given or sent to the Director's address, telephone number, or e-mail address as shown on the records of the Corporation

(2) Time Requirements Notices sent by first-class mail shall be deposited in the United States mail at least four days before the time set for the meeting. Notices given by personal delivery, telephone, or email must be delivered at least 48 hours before the time set for the meeting.

(3) Notice Contents. The notice shall state the time of the meeting and the place. It need not specify the purpose of the meeting.

G. Quorum. A majority of the authorized number of Directors shall constitute a quorum for the transaction of business. Every action taken or decision made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be the act of the Board.

H Waiver of Notice. Notice of a meeting need not be given to any Director who, either before or after the meeting, signs a waiver of notice, a written consent to the holding of the meeting, or an approval of the minutes of the meeting. All such waivers. consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meetings. Notice of a meeting need not be given to any Director who attends the meeting and does not protest, before or at the commencement of the meeting, the lack of notice to him.

I. Adjournment. A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

J. Notice of Adjourned Meeting. Notice of the time and place of holding an adjourned need not be given if the time and place to which it is adjourned are fixed and announced at that meeting.

5.6 Action Without a Meeting. Any action that the Board is required or permitted to take may be taken without a meeting if all Directors of the Board consent in writing to that action. Such action by written consent shall have the same force and effect as any other validly approved action of the Board All such consents shall be filed with the minutes of the proceedings of the Board.

5.7 Compensation and Reimbursement. Directors shall not receive compensation Directors may receive reimbursement of expenses, for example travel and other expenses of attendance at meetings, as may be determined by the Board to be just and reasonable.

5.8 Committees. The Board, by resolution adopted by a majority of the Directors then in office, provided a quorum is present, may create one or more committees, each consisting of two or more Directors to serve at the pleasure of the Board. Appointments to committees of the Board shall be by majority vote of the Directors then in office The Board may appoint one or more Directors as alternate Directors of the committee, who may replace any absent Director at any meeting. Any such committee, to the extent provided in the Board resolution, shall have only the power to make recommendations to the full Board

5 9 Duties of Directors. It shall be the duty of Directors to:

(1) Become knowledgeable with the Articles of Incorporation, this Agreement, and the policies and procedures of the Corporation;

(2) Develop and maintain knowledge of the program and services provided by the Corporation and participate in establishing policies to ensure that the Corporation remains sound in administration and program;

(3) Serve as a care-taker of the Corporation's core values;

(4) Participate in the preparation of the budget and fiduciary oversight of the operations of the Corporation to assure its fiscal stability;

CODE OF REGULATIONS AND MEMBERS' AGREEMENT
OF
CLEVELAND BUILDING TRADES FOUNDATION

This Code of Regulations and Members' Agreement (this "Agreement"), dated as of this 16th day of September, 2019 (the "Effective Date"), is entered into among the members of Cleveland Building Trades Foundation, an Ohio nonprofit corporation (the "Corporation") and each other Person who after the date hereof is admitted to Membership in the Corporation and agrees to become a party to, and bound by, this Agreement as a Member by executing a Joinder Agreement

ARTICLE I
NAME

1.1 The name of the Corporation is Cleveland Building Trades Foundation. Prior to the Effective Date, the name of the Corporation was Federation Towers, Inc. The Corporation was established as an Ohio non-profit corporation on April 21, 1965 upon the filing of Articles of Incorporation with the Ohio Secretary of State. Subsequently, amendments to the Articles of Incorporation were filed on or about September 16, 2019.

ARTICLE II
PRINCIPAL AND BUSINESS OFFICES

2 1 The principal office for the transaction of activities, affairs, and business of the Corporation ("principal office") shall be located in the Cleveland, Ohio metropolitan area. The Board of Directors of the Corporation (the "Board") may change the principal office from one location to another.

ARTICLE III
NATURE OF BUSINESS: PURPOSES AND LIMITATIONS

3.1 The Corporation is a non-profit corporation organized under Ohio non-profit corporation law. The purpose of the Corporation is:

(1) to serve as the general partner, or co-general partner, either directly or through a Subsidiary or Affiliate, of one or more affordable housing or low-income tax credit housing projects;

(2) to make loans to support one or more affordable housing and low-income tax credit housing projects,

(3) to serve as the developer, either directly or through a Subsidiary or Affiliate, of one or more affordable housing or low-income tax credit housing projects and to receive developer and other fees associated therewith;

(4) to serve as the property manager, either directly or through a Subsidiary or Affiliate, of one or more affordable housing or low-income tax credit housing projects and to receive manager and other fees associated therewith;

(5) to reinvest any proceeds or Excess Funds into one or more affordable housing and low-income tax credit housing projects as an owner, either directly or through a Subsidiary or Affiliate,

(6) to engage in worker training, either directly or through a Subsidiary or Affiliate, on a low-fee, non-profit basis for fields associated with the construction trades industry;

(7) to use Excess Funds to make charitable donations to 501(c)(3) entities; and

(8) to engage in any such other activities as may be permitted by a non-profit corporation under the laws of the State of Ohio that are approved by the Board.

3.2 The purposes and powers of the Corporation shall be limited as provided under Section 501(c)(4)[1] of the Code and the Treasury Regulations promulgated thereunder. The Corporation is dedicated to the purposes herein set forth and no part of the Corporation's activities shall ever be (i) to own or provide athletic facilities or equipment, or (ii) to influence legislation by propaganda or otherwise, nor to participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. In the event of dissolution of the Corporation, all assets shall be distributed as set forth in Article XII of this Agreement. The Corporation shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of the Corporation.

ARTICLE IV
MEMBERSHIP

4.1 Qualification of Members. Each person who is a Director of the Corporation shall be considered a Member of the Corporation. New Members shall only be admitted upon approval of the directors serving on the Board of the Corporation (each, a "Director"). Membership is not transferrable without approval of the Directors.

4.2 Voting by Members Except as provided in the following sentence and Section 4.3, all rules relating to Director meetings and Director voting requirements in Section 5.5 B shall apply with regards to Member meetings and Member voting requirements. The annual meeting of the Members shall be held immediately prior to the annual meeting of the Directors provided in Section 5.5 C.

4.3 At any meeting of the Members, each Member of the Corporation shall, except as otherwise provided by law or the Articles of Incorporation, be entitled to one vote (1) on the date fixed by the Board as the record date for the determination of Members entitled to vote at such meeting, or (2) if no such record date shall have been fixed, then as of the day next preceding the date of the meeting.

4 4 Member Contributions Member contributions to the Corporation are not expected to be called. However, upon the Board's decision to require initial or additional Contributions in accordance with Section 5.1 B(1), each Member shall be asked by the Board to contribute in cash, on or before a date approved by the Board (which date shall be no less than thirty (30) days from the date on which the Board notifies the Members of such required Contributions as set forth herein), that Member's share of the amount approved by the Members The Board shall notify each Member in writing of the need for Contributions pursuant to this Section 4.4 when appropriate.

ARTICLE V
DIRECTORS

5 1 Powers.

(5) Participate in and be aware of long-range planning of the Corporation for both facilities and programing, and

(6) Help to cultivate relationships with neighbors, community groups. HUD, and Ohio Housing Finance Agency.

ARTICLE VI
OFFICERS

6.1 Officers of the Corporation. The officers of the Corporation shall be a President, a Vice President, a Secretary, and a Treasurer. Any number of offices may be held by the same person

6.2 Election of Officers. The officers of the Corporation shall be chosen annually by the Board and shall serve for one (1) year terms or at the pleasure of the Board, subject to the rights, if any, of any officer under any contract of employment.

6.3 Removal of Officers. Without prejudice to any rights of an officer under any contract of employment, an officer may be removed with or without cause by the Board.

6 4 Resignation of Officers. Any officer may resign at any time by giving written notice to the Corporation. The resignation shall take effect as of the date the notice is received or at any later time specified in the notice and, unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to the rights, if any, of the Corporation under any contract to which the officer is a party.

6 5 Vacancies in Office. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in this Agreement for regular appointments to that office, provided, however, that vacancies need not be filled on an annual basis.

6.6 Committees. The Board shall be encouraged to form an executive committee comprised of the officers of the Corporation, a finance committee chaired by the Treasurer, and a nominating committee chaired by the President

6.7 Responsibilities of Officers.

A President. Subject to the control of the Board, the President shall be the general manager of the Corporation and shall supervise, direct, and control the Corporation's activities, affairs, and officers, and shall appoint members of Board committees. The President shall preside at all Board meetings. The President shall have such other powers and duties as the Board or this Agreement may prescribe. The President shall serve, with a vote, on all committees of the Board.

B Vice President. The Vice President shall perform the duties of the President in the absence or disability of the President. In the event of a vacancy of the office of the President, the Vice President shall serve as the President until that office is filled by the Board. The Vice President shall perform other duties reasonably requested by the President.

C. Secretary

(1) Notice. The Secretary shall notify each Director of all regular and specially called meetings of the Board

(2) Book of Minutes. The Secretary shall keep or cause to be kept, at the Corporation's principal office or such other place as the Board may direct, a book of minutes of all meetings, proceedings, and actions of the Board and of committees of the Board. The minutes shall include the time and place of holding, whether the meeting was annual, regular, or special and, if special, how authorized, the notice given, and the names of those present at Board and committee meetings. The Secretary shall keep or cause to be kept, at the principal office in Ohio, a copy of the Articles of Incorporation and this Agreement, as amended to date.

(3) Membership Records. The Secretary shall keep or cause to be kept, at the Corporation's principal office or at a place determined by Board resolution, a record of the Corporation's Members, showing each Member's name, address, telephone number, and date of admission to membership.

D Treasurer

1) Books of Account. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the Corporation's properties and transactions. The Treasurer shall send or cause to be given to the Directors such financial statements and reports as are required by law, by this Agreement, or by the Board. The book of account shall be open to inspection by any Director at all reasonable times.

2) Deposit and Disbursement of Money and Valuables. The Treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Corporation with such depositories as the Board may designate, shall disburse the Corporation's funds as the Board may order, and shall keep account of all transactions undertaken as Treasurer, and of the financial condition of the Corporation, and shall have such other powers and perform such other duties as the Board or this Agreement may prescribe.

ARTICLE VII
INDEMNIFICATION

7 1 Right of Indemnity To the fullest extent permitted by law, the Corporation shall indemnify its Directors, officers, and employees, including persons formerly occupying any such position, against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred by them in connection with a Proceeding.

7 2 Approval of Indemnity. On written request to the Board by any person seeking indemnification, the Board shall promptly determine whether the applicable standard of conduct set forth in Ohio law has been met and, if so, the Board shall authorize indemnification by a majority vote of a quorum consisting of Directors of the indemnifying corporation who were not and are not parties to or threatened with the action, suit, or proceeding. If such a quorum of Directors is not obtainable, and if a majority of a quorum of disinterested Directors so directs, a determination of indemnification shall be authorized in a written opinion by independent legal counsel other than an attorney, or a firm having associated with it an attorney, who has been retained by or who has performed services for the corporation or any person to be indemnified within the past five years

7.3 Advancement of Expenses To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under Sections 7.1 and 7.2 of this Agreement in defending any proceeding covered by those Sections shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the Corporation for those expenses.

ARTICLE VIII
INSURANCE

8.1 The Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, Directors, employees, and other agents, against any liability asserted against or incurred by any officer, Director, employee, or agent in such capacity or arising out of the officer's, Director's, employee's, or agent's status as such

ARTICLE IX
RECORDS AND REPORTS

9 1 Maintenance of Corporate Records The Secretary shall keep:

A. Adequate and correct books and records of account;

B Written minutes of the proceedings of its Board and committees of the Board; and

C A record of each Member's name, address, telephone number, and email address

9.2 Inspection Rights. All books and records of the Corporation, including the membership records prescribed by Section 1702.13 of the Act, may be examined by any Director or the agent or attorney of the Director for any reasonable and proper purpose and at any reasonable time.

9 3 Maintenance and Inspection of Articles of Incorporation and this Agreement. The Corporation shall keep at its principal office the original or a copy of the Articles of Incorporation and this Agreement, as amended to date, which shall be open to inspection by Directors at all reasonable times during office hours

9 4 Fiscal Year. The fiscal year of the Corporation shall end on the last day of December or on such date as my be fixed, from time to time, by the Directors

9.5 Audit. If requested by the President, the Treasurer, or the Board, the Corporation shall have its books and records audited annually by a certified accountant selected by the Board and paid by the Corporation.

9.6 Annual Report. An annual report shall be prepared within 120 days after the end of the Corporation's fiscal year. That report shall contain the following information in appropriate detail.

A. A balance sheet as of the end of the fiscal year, and an income statement and statement of changes in financial position for the fiscal year, accompanied by any report on them by independent accountants, or, if there is no such report, by the certificate of an authorized officer of the Corporation that they were prepared without audit from the books and records of the Corporation.

B A statement of the place where the names and address of current Members are located.

C. Any information that is required in Section 9.6.

9 5 Confidential Information. No Member, officer, or Director shall disclose any Confidential Information without the approval of the Board.

9 6 Conflicts of Interest Policy, Annual Statement of Certain Transactions and Indemnifications. As part of the annual report to all Directors, or as a separate document if no annual report is issued, the Corporation shall annually furnish to its Directors a statement of any transaction of the following kinds within 120 days after the end of the Corporation's fiscal year.

A Any duality of interest or possible conflict of interest on the part of any officer or Director of the Corporation shall be disclosed to the Members and Directors and made a matter of record through a Conflict of Interest Policy and an Annual Procedure. In the event no separate Conflict of Interest Policy and Annual Procedure are adopted, the provisions of Section 9.6 B shall apply. Any officer or Director having a duality of interest or possible conflict of interest on any matter shall not vote or use his or her personal influence on the matter The officer or Director shall not be counted in determining any quorum for the meeting even when permitted by law

B. Unless approved by Directors under the laws of the State of Ohio, any transaction:

(1) to which the Corporation, its parent, or its subsidiary was a party;

(2) which involved more than $10,000 00 or was one of a number of such transactions with the same person involving, in the aggregate, more than $10,000.00; and

(3) in which either of the following interested persons had a direct or indirect material familial or financial interest (a membership or common Directorship is not a material financial interest):

a. Any Director or officer of the Corporation, its parent, or its subsidiary;
b. Any holder of more than 10 percent of the voting power of the Corporation, its parent, or its subsidiary.

The statement shall include a brief description of the transaction, the names of interested persons involved, their relationship to the Corporation, the nature of their interest in the transaction, and, when practicable, the amount of that interest, provided that, in the case of the partnership in which such person is a partner, only interest of the partnership need be stated.

B. A brief description of the amounts and circumstances of any loans, guarantees, indemnifications, or advances aggregating more than $10,000 paid during the fiscal year to any officer or Director of the Corporation under Sections 7.1 through 7 3 of this Agreement, unless the loan, guaranty, indemnification, or advance has already been approved by the Directors under the laws of the State of Ohio.

ARTICLE X
CONSTRUCTION AND DEFINITIONS

10.1 Unless the context requests otherwise, the general provisions, rules of construction and definitions in the laws of the State of Ohio shall govern the construction of this Agreement Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural and the plural includes the singular, and the term "person" includes both a legal entity and a natural person.

ARTICLE XI
AMENDMENTS

11.1 Amendment by Board. The Board may adopt, amend, or repeal this Agreement at a meeting held for such purpose if a quorum is present, by the affirmative vote of a majority of two-thirds (2/3rds) of the Directors present in person or by the use of authorized communications equipment.

ARTICLE XII
DISSOLUTION

12.1 The Corporation shall be dissolved and its affairs wound up, upon (i) an affirmative vote of at least three-fifths (3/5th) of the Members at a Members' meeting, or (ii) an affirmative unanimous vote of all of the Directors. In the event that the Corporation shall cease to exist and be dissolved for any reason, the property, real or personal, belonging to the Corporation shall, prior to dissolution, be conveyed to a non-profit corporation that is qualified as tax-exempt under Code Section 501(c)(3).

ARTICLE XIII
DEFINITIONS

13.1 Definitions

"Act" shall mean Chapter 1702 of the Ohio Revised Code.

"Affiliate" means, when used with reference to a specified Person, any Person that directly or indirectly controls or is controlled by or is under common control with the specified Person. Control shall be presumed to exist if (a) any Person is an officer of, partner in, or trustee of, or serves in a similar capacity with respect to, a specified Person or of which a specified Person is an officer, partner, or trustee, or with respect to which a specified Person serves in a similar capacity, (b) any Person, directly or indirectly, is the beneficial owner of more than 50% of any class of voting security of or interest in the specified Person or of which the specified Person is directly or indirectly the owner of more than 50% of any class of voting security or any interest therein; or (c) any Person, directly, or indirectly, is able to elect a majority of the members of the specified Person's governing body or of which the specified Person, directly or indirectly, is able to elect a majority of the members of its governing body. A Subsidiary shall also be considered an Affiliate for purposes of this Agreement.

"Agreement" has the meaning set forth in the preamble

"Articles of Incorporation" means the Articles of Incorporation of the Corporation as properly adopted and amended from time to time by the Members and filed in the office of the Secretary of State of the State of Ohio.

"Board" has the meaning set forth in Article II.

"Business Day" means any day other than Saturday, Sunday or any other day in which commercial banks in Cleveland, Ohio are required to or permitted to be closed.

"Contribution" means the amount of money and the value of any Property (other than money) contributed to the Corporation by or on behalf of a Member pursuant to Section 4.4.

"Code" means the Internal Revenue Service Code of 1986, as amended.

"Confidential Information" means any and all policies, procedures, quality assurance techniques, plans, projections, pro formas, financial, statistical and other non-public or proprietary information of the Corporation, including (but not limited to) information embodied on magnetic tape, computer software or any other medium for the storage of information, together with all notes, analyses, compilations, studies or other documents prepared by the Corporation or others on behalf of the Corporation or any Affiliate or Subsidiary containing or reflecting such information. Confidential Information does not include information which: (i) was lawfully made available to or known by a third person on a non-confidential basis prior to disclosure by a Member, Director, or officer; (ii) is or becomes publicly known through no wrongful act of a Member, Director, or officer: or (iii) is received by a Member, Director, or officer from a third party other than in breach of confidence.

"Director" has the meaning set forth in Section 4.1.

"Effective Date" has the meaning set forth first above.

"Excess Funds" means for any Fiscal Year or portion thereof the amount of cash the Board reasonably believes exceeds the sum of (a) expenditures that are paid in connection with the organization of the Corporation; (b) the ordinary and necessary costs and expenses that are paid in connection with the operation of the Corporation, including, without limitation, capital improvements, additions or replacements which are necessary for the maintenance or repair of the Corporation's Property; (c) payments which are due and payable during such period on any indebtedness or lease of the Corporation; and (d) the reserves funded during such period.

"Fiscal Year" means the fiscal year of the Corporation. The first Fiscal Year shall commence on Effective Date and shall end on the next December 31. Each succeeding Fiscal Year shall commence on the day immediately following the last day of the immediately preceding Fiscal Year Each Fiscal Year shall end on the earliest to occur after the commencement of such Fiscal Year of (a) December 31, or (b) the date on which the Corporation's existence is terminated.

"Indemnified Party" means any Director, any executive officer of the Corporation, any Member, and any Member's respective members, partners, officers, directors, employees and agents.

"Joinder Agreement" means a written statement of each additional Member agreeing to the provisions of this Agreement.

"Members" has the meaning set forth in the preamble.

"Membership" means membership in the Corporation as of or after the date hereof.

"Organization" means a Person other than a natural person. Organization includes, without limitation, general partnerships, limited partnerships, limited liability companies, stock and non-stock corporations, professional corporations, professional associations, trustees, personal representatives, fiduciaries, trusts, business trusts, estates, custodianships, governmental entities, subdivisions, agencies and departments, and other associations.

"Person" means natural persons and Organizations (whether created by the laws of Ohio or another state or foreign country).

"Proceeding" means any judicial or administrative trial, hearing or other activity, civil, criminal or investigative, the result of which may be that a court, arbitrator, or governmental agency may enter a judgment, order, decree, or other determination which, if not appealed and reversed, would be binding upon the Corporation, a Member or other Person subject to the jurisdiction of such court, arbitrator, or governmental agency.

"Property" means any property real or personal, tangible or intangible, including money and any legal or equitable interest in such property, but excluding services and promises to perform services in the future.

"Sale" or **"Sell"** means any transaction (other than Contributions or loans) not in the ordinary course of business, including, without limitation, sales, exchanges or other dispositions of real or personal property, condemnation, recovery of damage awards, and insurance proceeds.

"Subsidiary" means with respect to any Person, any other Person of which a majority of the outstanding shares or other equity interests having the power to vote for directors or comparable managers are owned, directly or indirectly, by the first Person.

Certificate of President. I certify that I am duly elected and acting President of Cleveland Building Trades Foundation, an Ohio non-profit corporation, that the above Agreement, consisting of 13 pages, including this page, is the Code of Regulations and Members' Agreement of the Corporation as adopted by all of the Members on the date indicated below.

September 16, 2019

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Signature of President of the Board

David Wondolowski
Printed name of President