OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response...0.5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

_	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)				
	Name and Address of Reporting Person* (Last, First, Middle) Morley, John C.	2.	Issuer Name and Ticker or Trading Symbol Cleveland-Cliffs (CLF)	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
	31095 Chagrin Blvd. Suite 210N	4.	Statement for (Month/Day/Year) February 21, 2003	5.	If Amendment, Date of Original (Month/Day/Year)
	(Street)	6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Filing (Check Applicable Line)
	Pepper Pike, OH 44124		☑ Director ☐ 10% Owner		Form filed by One Reporting Person
	(City) (State) (Zip)		☐ Officer (give title below) ☐ Other (specify below)		☐ Form filed by More than One Reporting Person
Ren	* If the form is filed by more than one reporting p				

	 Transaction Date	2a.	Deemed Execution	3.		4.	Securities Acquired (A))	:	5.	Amount of Securities	6.	Ownership	7.	Nature of
3)	(Month/Day/Year)		Date, if any. (Month/Day/Year)		(Instr. 8)		or Disposed of (D) (Instr. 3, 4 and 5)				Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)		Form: Direct (D) or Indirect (I) (Instr. 4)		Indirect Beneficial Ownershi (Instr. 4)
					Code V		(A) or Amount (D)	P	rice						
								_		_					
				(Manine Days Teal)				(A) or	(A) or	(A) or	(A) or	Transactions(s) (Instr. 3 and 4) (A) or	Transactions(s) (Instr. 3 and 4) (A) or	Transactions(s) Indirect (I) (Instr. 3 and 4) (Instr. 4)	(A) or

$\label{eq:convergence} Table~II — Derivative~Securities~Acquired, Disposed~of,~or~Beneficially~Owned~\\ (e.g.,~puts,~calls,~warrants,~options,~convertible~securities)$

1.	Title of Derivative 2. Conversion or Exercise Security Price of Derivative (Instr. 3) Security		Price of Derivative	3.	Transaction Date (Month/Day/Year)	3a.	Deemed Execution Date, if any (Month/Day/Year)	4.	Transaction Code (Instr. 8)			Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
									Code	v		(A)	(D)	
	Stock Units		1- for -1		2/21/03				A(1)			50.3778		
_														
_														
_														
_														
					P	age 3								
_														

				(e.g., puts, c	alls, warra	ant:	s, options, convertible securities)				
E	Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A of Underlyi (Instr. 3 and	ng Securities	8. Price of Derivativ Security (Instr. 5)		S	umber of Derivative ecurities Beneficially Owned ollowing Reported Transaction(s) nstr. 4)	10.	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares								
	(1)	(1)	Common Shares	50.3778	\$19	1.85		20,370.1577		(D)		
_							_					
_												
Explai	ation of R	Responses:										
	g Fees und							o the account of the Reporting Pers Plan. Each Stock Unit is generally				
			/s/ John E. I	Lenhard; Attorn Morle		for John C		February :	21, 2003			
			**S	ignature of Re	porting Per	rson		Da	te			
*	* Intentio	onal misstate	ements or omiss	ions of facts co	onstitute Fe	deral Crim	iina	Violations. See 18 U.S.C. 1001 and	d 15 U.S	s.C. 78ff(a).		
Note	: File thr	ee copies of	this Form, one	of which must	be manual	ly signed.	If sp	pace is insufficient, see Instruction 6	for proc	edure.		
								Page 4				

 ${\bf Table~II-Derivative~Securities~Acquired, Disposed~of, or~Beneficially~Owned--Continued}$

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints John E. Lenhard, Franklin L. Hartman, Emery W. Smith, and R. Todd Johnson, and each of them, as the true and lawful attorney or attorneys-in-fact, with full power of substitution and revocation, for the undersigned and in the name, place and stead of the undersigned, in any and all capacities, to execute, on behalf of the undersigned, any and all statements or reports under Section 16 of the Securities Act of 1934, as amended, with respect to the beneficial ownership of shares of Common Stock, par value \$1.00 per share, of Cleveland-Cliffs Inc (the "Company"), including, without limitation, all initial statements of beneficial ownership on Form 3, all statements of changes of beneficial ownership on Form 4 and all annual statements of beneficial ownership on Form 5 and any and all other documents that may be required, from time to time, to be filed with the Securities and Exchange Commission, to execute any and all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting to said attorney or attorneys-in-fact, and each of them, full power and authority to do so and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorney or attorneys-in-fact or any of them or their substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 11th day of July, 1995.

/s/ John C. Morley

John C. Morley Director