

Via Zoom

MINUTES

Attending:

- **Committee:** Nancy Ban, Steve Pelletier, Andrew Sturgeon
- **Directors:** Curt Neufeld
- **Staff:** John Shattuck

1 CALL TO ORDER: 1pm

2 TDI-PLANNING BOARD (PB) CONFLICT OF INTEREST (COI)

- Discussion of current bylaws re: Article III – Directors & designated PB seat on TDI Board
- Discussion of Mark Waltz BOS memo/recommendation re designated PB seat on TDI Board
- Discussion of possible bylaw amendments re designated PB seat on TDI Board
 - Primary benefit of PB presence on TDI Board is liaison function between boards
 - Primary drawback of PB presence on TDI Board is appearance or perception of COI
 - Source of COI: TDI's role is advocacy for business/economic development, while PB's role is regulatory – frequently involving business projects or economic development policy
 - This perceived COI has recently prompted negative public comments in connection with TDI supported projects – eg: Crooker & Central Maine Health
 - Any Director may have to recuse due to an occasional COI, but virtually every business project successfully supported by TDI will eventually come before the PB, so designated PB seat will continue to generate controversy and the appearance of conflict
 - PB is already represented by presence of Planning Director as a non-voting director, which effectively provides liaison function between boards
 - **VOTED:** The Subcommittee voted unanimously to recommend to the Board of Directors that it take action to recommend that the designated PB seat on TDI Board be eliminated from the TDI bylaws
- Discussion of possible bylaw amendments re other aspects of Article III – Directors
 - In view of above TDI-PB COI issue, it may be desirable to add COI article to the TDI bylaws
 - TDI Board is presently largest Town board/committee by a large margin:
 - TDI board has twelve members
 - PB is next largest with seven members – less than 60% as many as TDI
 - The TDI board currently has nine active directors
 - **VOTED:** The Subcommittee voted unanimously to recommend to the Board of Directors that it give its consideration to recommending that the bylaws be amended to include a COI article
 - **VOTED:** The Subcommittee voted unanimously to recommend to the Board of Directors that it give its consideration to recommending that the bylaws be amended to reduce the number of seats on the TDI Board of Directors from twelve to nine

3 ADJOURNED: 2:25pm