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# TOWN OF POLAND

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## Bylaws of the Poland Community and Economic Development Committee

### Article I: Authority and Name

By authority of the Poland Board of Selectpersons there shall be formed an entity named "Poland Community and Economic Development Committee (CEDC)."

### Article II: Purposes

To promote the development of Poland's community and economic resources by advising and recommending to the Board of Selectpersons appropriate strategies to build a stronger economy, tax base and employment base; to assist local businesses in locating and expanding their commerce in Poland, to advise and assist in the management and utilization of TIF districts and other economic development tools, to assist the Town Manager in the management of grants and other funding as may become available for community and economic development.

### Article III: Offices

The public records of the CEDC shall be maintained at the Poland Town Office, 1231 Maine Street, Poland ME 04274. Confidential records shall be so marked and shall also be kept at the aforementioned location.

### Article IV: Members

There shall be a nine member CEDC Board with seven regular members and two alternate members, all appointed by the Board of Selectpersons for staggered three year terms. All nine members must be registered Poland voters at large and/or Poland business owners. In addition four liaison positions may exist, representing the Municipal Department, Budget Committee, Code Enforcement, and a member of the Board of Selectpersons. There are no inherent term limits for CEDC members, except as may be determined through the Board of Selectpersons' appointment process. Alternate members will be used if a regular member is not present at a meeting and this shall be noticed at the beginning of the meeting and recognized in the minutes that the alternate member is a voting member for the meeting.

Attendance is essential; three (3) or more consecutive unexcused absences may result in a member's removal from the CEDC by the Board of Selectpersons.

If a vacancy occurs on the CEDC before a member's term is complete, the new appointee shall complete the term that is vacant.

### Article V: Code of Conduct

All members of the CEDC are expected to handle themselves in a professional manner. No use of the privilege of membership on the CEDC, nor any information obtained thereby, shall be used to secure personal profit, special privileges, favors or exemptions for themselves or any other person.

Members of the CEDC must declare a conflict of interest and recuse themselves from debate and voting on any matter where they have a financial interest, or the potential to benefit personally or professionally from participation in a matter.

#### **Article VI: Officers**

Each July, the CEDC shall elect officers from among their members to serve for one fiscal year. Any member of the CEDC may hold any office. The officers of the Board shall be Chairperson, Vice Chairperson, Secretary, and Treasurer. There are no inherent term limits for these officer positions.

**Chairperson:** It shall be the duty of the Chairperson of the CEDC to establish the agenda and to conduct orderly meetings, to ensure minutes are kept and properly distributed and stored, and to ensure that the CEDC budgets and funding are properly accounted. Any member may request an item be placed on the agenda by notifying the Chair in writing at least 72 hours of the next stated meeting.

**Vice Chairperson:** It shall be the duty of the Vice Chairperson of the CEDC to fulfill the duties of the Chairperson in their absence. The vice Chairperson will also chair sub-committees of the CEDC as delegated by the Chairperson.

**Treasurer:** It shall be the duty of the Treasurer of the CEDC to ensure that the CEDC budgets and funding are properly accounted and reported to the CEDC.

**Secretary:** It shall be the duty of the Secretary of the CEDC to ensure that attendance is taken and that minutes of the proceedings are kept and properly distributed and stored, and to demarcate said minutes and notes into those that are “public records” and those that are “confidential.”

Paid consultants or Town staff may be called upon to assist in the fulfillment of any of the above duties.

Any officer may be removed by a two-thirds (2/3) vote of a quorum of the CEDC. The secretary shall give notice of removal to the officer not more than ten (10) days subsequent to the action. A vacancy in the officers of the CEDC may be filled by a majority of the members of the CEDC.

#### **Article VII: Meetings**

Meetings shall be held monthly at a time and place to be determined annually each July 1. Meetings shall be open to the general public, except where a discussion item is of a confidential nature, in which case the CEDC shall reference the section of Maine State Law that provides for discussions in executive session.

**Quorum:** 50% of the number of filled positions (4 needed at 7) constitutes a quorum. A quorum is required for conducting any business of the CEDC.

When voting, if a procedural question should occur, the CEDC will use Robert’s Rules of Order.

**Article VII Section 2: Special Meetings**

Special meetings may be called at any time by order of the Chairperson or by written request of three (3) regular members. Notice of any formal special meeting shall be given to all Committee members at least forty-eight (48) hours prior to the scheduled starting time of the meeting by a personal conversation with each Committee member, and/or voice mail, and/or e-mail.

Notice of special meetings will be as dictated by the Town for open meetings.

**Article VII Section 3: Informal Meetings**

Informal meetings (such as Annual Report preparation meetings, preparation for issue discussion, ad-hoc sub-committees, etc.) may be called by any member. These meetings have no requirement for committee member attendance, written record or documentation or prior announcement to the public. Any recommendations formulated at these meetings shall be brought to a regular meeting. No votes shall be taken.

**Article VIII: Ad-Hoc Groups**

Ad-hoc groups may be created by the Committee, as it may deem necessary, to expedite its work. The Chairperson will appoint members of ad-hoc groups. Ad-hoc groups shall make reports at regularly scheduled meetings.

**Article IX: Consultant Oversight**

The CEDC will serve as a steering committee for any paid consultant hired by the Selectpersons for the sole purpose of economic development. Consultants will report monthly to the CEDC, submitting an itemized scope of work, as well as invoices for recommendation of payment by the Board of Selectpersons.

**Article X: Contracts, Checks, Deposits and Funds**

The CEDC may not enter into legally binding contracts; only the Board of Selectpersons may do so.

The CEDC may authorize such expenditures as they deem appropriate and within their budget and scope. The CEDC must have all financial transactions (deposits and expenditures) conducted through the Town's staff, accounting software and bank funds.

**Article XI: Books and Records**

The fiscal year of the CEDC shall be July 1<sup>st</sup> through June 30<sup>th</sup> annually. The CEDC shall ensure that an annual reporting of attendance, activities and fund utilization is filed with the Board of Selectpersons upon conclusion of the fiscal year.

**Article XII: Amendment to Bylaws of Community and Economic Development Committee (CEDC)**

These by-laws may be altered, amended or repealed by the Board of Selectpersons with at least thirty (30) days written notice to the full membership of the CEDC at such meeting of an intention to alter, amend, or repeal these by-laws.

**Amended by the Poland Board of Selectmen this 17th day of September 2019.**

**Board of Selectmen**

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**Mary-Beth Taylor, Chairperson**

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**Suzette Robinson, Vice Chairperson**

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**Joseph Cimino**

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**Stephen E. Robinson**

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**Stanley L. Tetenman**