



GOVERNANCE COMMITTEE MEETING NOTICE

NOVEMBER 23, 2024 8:00 AM

AGENDA

1. Approval of Minutes of September 16, 2024 Meeting
2. Update and discussion on Workplace Pet Policy
3. Use of public spaces
4. Update on Board Member Policy Guidelines
5. Zoning Ordinance clarification
6. Donation Form

Join Governance Committee Zoom Meeting

Join Zoom Meeting

<https://us02web.zoom.us/j/84045137826?pwd=aleecMeh3BrWO7dCcJ3aUJlhB4s2IK.1>

Meeting ID: 840 4513 7826

Passcode: 461120

To dial-in via audio: Find your local number: <https://us02web.zoom.us/u/kkH7fyLYG>

Minutes of Governance Committee Meeting

September 16, 2024

Committee members present:

Dan Webster, Beverly Crofoot, Elaine Moss, Jeffrey Wilt

1. Vicki Webster Land Swap – Vicky Webster and Vern Rainville described the land swap involving approximately 7-8 feet of Oak Street being acquired to make Vicky's property conforming and, in return, she would deed the same amount to land on the opposite side of the property along Sea Street (paper street in this location). After a discussion describing the legal process involving securing a survey and preparing release deeds, to be prepared at Ms. Webster's expense, the committee discussed the condition of the property the village would acquire through the swap. It was determined that the acquired land did not pose any additional maintenance or liability issues, e.g., trees that would require attention. After securing Ms. Webster's assurance that her survey would mark the land deeded to the Village with permanent survey stakes and that she would discontinue all use of that land if the swap is approved, the Governance committee voted, Beverly Crofoot moved, Dan Webster Second, passed by unanimous vote, to recommend that land swap be allowed to move forward on the conditions described above.

2. Land Acknowledgement Policy – A village resident had requested the Overseers consider adopting a Land Acknowledgement Policy. After discussion, the committee determined that no action should be taken and will not make a recommendation to the Overseers to adopt a Land Acknowledgement Policy

3. Pet-Friendly Workplace - Public Buildings policy – The Committee was asked to consider and prepare a policy for employees bringing pets to Village Public Buildings. Various considerations were discussed including the need to maintain vaccination records for any pets, conditions of allowing pets, etc. The Committee determined it would propose a Pet-Friendly Workplace policy. Elaine Moss agreed to prepare a draft policy for consideration by the Committee at its next meeting.

4. Board member guidelines At the request of the President, the Committee is charged with preparing written Board Guidelines consistent with Maine statutes and regulations. Several community guidelines were reviewed for suggestions, and the Committee agreed to do additional research and prepare a suggested draft to be reviewed by the Committee. Dan Webster and Elaine Moss will work on the draft.

Meeting adjourned.



**Northport Village Corporation
Donation Form**

Donor Name _____ Date _____

Donor Address _____

Donor Phone _____ Donator Email _____

Donor Bayside Address _____

Donation Description and Purpose (please be specific) _____

Proposed location of Donation _____

Any other information the donor wishes to share regarding the proposed donation _____

Community Benefit _____

Estimate of Present Value/Cost _____ Estimated Useful Life (Yrs) _____

Estimated Average Annual Maintenance Cost to NVC _____

Estimated Disposal Cost to NVC _____

The donation will be reviewed and accepted or declined by the Overseers. The Overseers reserve the right to decline any donation for any reason or no reason, or to impose conditions on the acceptance of the donation.

This donation has been _____ Approved _____ Declined

NVC President Date

NORTHPORT VILLAGE CORPORATION

WORK-PLACE PET POLICY

November 23, 2024

Scope

- This workplace pet policy applies to employees only. While we know certain members of the community may bring their pets into public buildings, this policy is not intended to address those situations.

Pet Requirements

To participate, pets must be:

- Up to date on vaccinations required by state law.
- Free of any communicable infections or any parasites such as fleas.
- House-trained.
- Obedient, well-socialized and with NO HISTORY OF BITING, excessive barking, chasing or aggressive behavior.
- Covered under their owner's homeowners/renters insurance policy, which must cover dog bites.

Pet Parent Responsibilities

To comply with our workplace pet policy, pet parents who want to bring their pets to work must agree to:

- Be 100% responsible for their pet's behavior, well-being, hygiene and happiness the entire time he or she is visiting.
- Be respectful of other employees, and their pets, to ensure everyone can be as successful and productive as possible at work.
- Manage their workspace to ensure it is "pet-proofed" and safe for their visiting pet.
- Keep their pet with them and controlled throughout the day. Or, make arrangements with a colleague to do so if they need to step away.
- Ensure that their pet's behavior does not interfere with other employees' comfort or ability to do their work.
- Provide their own pet items to ensure pet safety, such as leashes, crates or gates to keep the pet securely in the employee's work area.
- Provide their own pet wellness items, such as waste bags, toys, food and water bowls.
- Provide adequate bathroom breaks, access to water and food, and exercise throughout the day.
- Clean up after their pet immediately if any accidents occur.
- Maintain homeowners/renters insurance that covers dog bites.
- Be legally and financially responsible for any damage caused by their pet.
- Provide annual proof of vaccination and health for their visiting pets.
- Keep pets out of pet-free areas.

- Use alternate pet care away from work on days when the employee would be unable to fully manage the pet at work (e.g., numerous meetings or scheduled visitors) or the pet is ill.
- Take their pet home at any time if the pet's behavior or health makes it a distraction, nuisance or danger to anyone else, or if asked to do so by their manager.

Managing Issues

Concerns related to visiting pets or the workplace pet policy should be handled in the following way:

- Talk with the pet parent and work to resolve issues mutually.
- Escalate the issue to the President of the Overseers.

BOARD OF OVERSEERS MEMBER CONDUCT GUIDELINES

NORTHPORT VILLAGE CORPORATION, MAINE

Adopted _____

Purpose

Pursuant to Maine Statute, it is the policy of the Northport Village Corporation that the proper operation of democratic government requires that public officers, officials and members of all committees, whether appointed or elected, be independent, impartial, and responsible to the citizens; that public service not be used for personal gain; and that the public has confidence in the integrity of its government.

Section 1. Authority and Statutory Standards

This policy has been prepared in accordance with 30-A M.R.S.A. § 2605(7).

Section 2. Code of Conduct

A. Act in the Public Interest

Recognizing that stewardship of the public interest is our primary concern, Members will work for the common good, members of the Northport Village Corporation Community and not for any group, private or personal interest.

B. Comply with the Law

Members will comply with all federal and state laws and the ordinances and policies of the Northport Village Corporation in the performance of their public duties.

C. Conduct of Members

The professional and personal conduct of Members must be above reproach. Respectful behavior in all encounters is paramount.

D. Respect for Process

Members shall act according to applicable written bylaws and policies, including guidelines and ground rules that may be adopted for meetings of the bodies they serve. Once the Board has acted, Members must support that decision and not make any public comment that may undermine the public's perception of the Board's actions. This is in no way intended to limit the First Amendment rights of any Member. However, Members must be clear when speaking in their personal capacity and when speaking as Members of the Board of Overseers.

E. Conduct of Public Meetings

Members are expected to prepare for meetings by familiarizing themselves with relevant materials, including proposals, applications, and applicable ordinances. Members are expected to listen attentively to fellow Members and the public. Members shall base their decisions on the applicable laws and ordinances and on the information that has been presented to the Board or Committee.

F. Communications

Communication includes all forms of oral, written, or electronic communication, including telephonic, e-mail, text message, the Internet, *etc.* It is incumbent on the Members of the Board of Overseers to use the prescribed channels for communications, including their @nvcmaine.org/nvcmaine.gov email for all communications discussing public business or interests. Members should regularly check their @nvcmaine.org/nvcmaine.gov email to ensure they are aware of arising issues and to respond to communications directed to them promptly.

To avoid concerns about *ex parte* communications, Members of the Board of Overseers shall refrain from substantive communications with other board members about potential or pending decisions outside of public meetings. If communications do take place, they must be disclosed completely to the Board in the next scheduled public meeting of the Board.

Scope of Authority

Members of the Board of Overseers act as part of the *body politic* only. Members do not have the authority to make or commit to expenditures of NVC funds; any such expenditure or commitment must be approved by the Board as a whole, or the President of the Board of Overseers, where allowed by the bylaws. Members also do not have the authority to direct any NVC staff in their official position or NVC contractors unless otherwise directed by the President of the Board of Overseers. This includes directing work, advising on procedure, etc. Excepting the Tree Warden or Board member also appointed as Tree Warden, Members may not solicit proposals for NVC potential projects without specific Board authorization. Suggestions for potential NVC contractors, suppliers and resources should be shared with the appropriate NVC staff member.

G. Conflict of Interest and Bias

Conflict of interest: To assure independence and impartiality on behalf of the common good, Members will not use their positions to influence Member, Board, or Committee decisions in which they have a direct or indirect pecuniary interest, or where they or an immediate family member has an organizational or personal relationship that may give the appearance of a conflict of interest with regard to a potential or pending decision. Members will at the earliest opportunity disclose any potential or perceived conflicts of interest pertaining to a matter, application or decision at hand, and will abstain from participating as a Member in all relevant Board or Committee discussions and votes on matters where such conflicts or the perception of such conflicts exist.

Bias: Members shall abstain from discussion and voting if they are biased for or against an applicant or project such that they could not make an impartial decision. Members shall strongly consider abstaining from participating in all relevant Board discussions and voting on matters where the appearance of bias is raised.

Any challenge or question of whether a Member shall be disqualified from participating in discussions of or voting on a particular matter because of conflict of interest or bias or appearance of conflict of interest or bias shall be discussed in public at the relevant meeting and the disqualification decided by a majority vote of the Members present except the Member who is being challenged. Any disclosures and abstentions, and any challenges raised and voted on, shall be documented for the record in meeting minutes.

Notwithstanding the foregoing, Members may share their expertise in public meetings as a member of the general public on relevant issues, if asked by other Members, without stating an opinion or attempting to influence a decision. In such cases, the Member will vacate their official position and seat and join the general public for the relevant discussion.

H. Gifts and Favors

Members will not take special advantage of services or opportunities for personal gain in conjunction with their official role(s) that are not available to the general public. Members will refrain from accepting any gifts, or favors, or promises of future benefits which might compromise the appearance of independent judgment.

I. Confidential Information

Members will respect the confidentiality of information regarding personnel, property, and other affairs of the NVC that are not a matter of the public record. Members must not disclose such information without proper authorization, nor use such information to advance personal, financial, or other private interests.

J. Use of Public Resources

Members will not use public resources such as staff time, equipment, supplies, and access to resources or facilities for private gain or personal purposes beyond such uses as are available to the public in general.

K. Representation of Private Interests

Members will not appear before either the Board of Overseers or any Committee of the NVC on behalf of the private interests of any third parties, including community member, on any matter which has or is likely to come before the Member in the course of their official duties. Members may report concerns of citizens of NVC, which shall include identifying the concern and the person raising that concern, unless asked by the citizen to keep their identity confidential.

L. Advocacy

When speaking on behalf of the NVC, Members will represent the official policies or positions of the NVC to the best of their ability. When presenting personal opinions and positions, Members will explicitly state that they do not represent the Northport Village Corporation, the Board, or the Committee with which they are affiliated, nor will they allow the inference that they do. This shall be made clear whether the opinion or positions are spoken publicly or whether they appear in print, or electronically such as e-mail, text message or on the internet, *etc.*

M. Independence of Committees

Because of the value of the independent advice of the NVC's Committees to the public decision-making process, Members of all Committees will refrain from using their position to unduly influence the outcomes of the proceedings of Committees on which they do not serve.

N. Positive Work Environment

Members will support the maintenance of a positive and constructive work environment for NVC employees and for citizens and businesses dealing with the NVC. Members must not make inappropriate or excessively burdensome demands upon NVC employees. Further, Members may not direct any NVC employee in the performance of that employee's work, unless specifically authorized by the President of the Board of Overseers.

Section 3. Code of Conduct

Appropriate conduct by all Members is essential to effective government. This Code of Conduct outlines specific expectations regarding conduct in the following areas: General Conduct, and Conduct at Meetings.

A. General Conduct

- We will uphold the oath of office.

- We will be respectful at all times and remind others to do the same.
- We will listen to and respect the legal voters of NVC that we serve.
- We will represent all constituents that we serve and not just those from a specific geographic area or from a specific interest group.
- We will refer constituent or staff complaints to the President of the Board of Overseers.
- We will promptly declare any actual or potential conflicts of interest between our personal lives and NVC's positions, and will avoid participating in and voting on issues that are or may appear to be a conflict of interest.
- We will promptly declare any bias and avoid the appearance of bias as we carry out our roles by clearly distinguishing our personal beliefs and opinions as separate from our duty to uphold the policies, rules, and ordinances of the NVC. We will avoid participating in and voting on issues that are or may appear to be influenced by bias.
- We will carry out activities professionally with honesty and integrity.
- We will be accountable for adhering to this code, the NVC Charter, By-laws, ordinances and policies.
- We will respect the office we hold for the Northport Village Corporation, at all times.

B. Conduct at Meetings

We will respect differences. Meetings will focus on tasks and processes, not personalities.

- We are all contributors - to the existing situation(s), to success or failure, and to the direction in which we proceed.
- We will practice self-respect and mutual respect, and remind others to do the same.
- We will criticize only ideas, not people, and only do so constructively.
- We will ensure civility in public discourse and will not tolerate threats or bullying.
- We will respect and encourage each other's participation, and support each other's right to be heard.
- We will be open to new concepts, keep an open mind, and appreciate other points of view.
- We will work as a team to implement board decisions, regardless of whether there is unanimity on each and every issue.
- We recognize that mistakes and differences of opinion, if handled constructively, contribute to the strength of the team.

Process:

- We will use our time wisely.
- We will publish our agenda and minutes.
- We will make every effort to attend meetings and be on time.
- We will maintain our focus on goals.
- We will communicate directly with one another on issues, acknowledge problems and deal with them constructively.
- We will keep our cell phones and pagers on vibrate during meetings.
- We will invite participation with one person talking at a time without interruption.

Section 4. Enforcement

Each member of the Board of Overseers is responsible for the enforcement of this policy throughout the NVC's positions and Committees. The President will have the responsibility to intervene and engage the Board when actions of participating Members appear to be in violation of this policy or are brought to their attention.

Complaints of violations of this policy may be brought by any member of the public and any investigation will be directed by the President of the Board of Overseers or such other Board member as directed by vote of the Board.

Section 6. Amendments

This policy may be amended by a unanimous (?) vote of the Select Board when such amendment is published in a properly noticed meeting agenda, the opportunity for public comment is provided, and the amendment is discussed prior to a vote. Any amendment to this policy shall apply only to Members elected/appointed after the date the amendment is adopted.

Section 7. Severability

If any section, subsection, sentence, clause, or phrase of this policy is for any reason held to be invalid or unconstitutional, such validity or unconstitutionality shall not affect the validity or constitutionality of the remaining portions of the policy.

Section 8. Conflicts with Other Ordinances or Policies

Whenever a provision of this policy conflicts with or is inconsistent with another provision of this policy or of any other policy, ordinance, regulation or statute, the more restrictive provision shall control.

Section 9. Effective Date

This policy shall become effective upon the date of adoption.

Section 10. Definitions

Conflict of interest: Direct or indirect pecuniary interest, which shall include pecuniary benefit to any member of the person's immediate family, to his or her employer, or the employer of any member of the person's immediate family. It shall also include a situation where the Member by reason of his or her interest is placed in a situation of temptation to serve his or her own personal, occupational or organizational interest instead of the public's interest.

Ex Parte Communication: An oral, written or electronic communication not on the public record with respect to which reasonable prior notice to all relevant parties is not given.

Immediate Family: Domestic partner, spouse, children, grandchildren, parents, grandparents, siblings, aunts and uncles. This includes family members related by marriage, domestic partnership and adoption.

Member: A member of any Board or Committee and all elected and appointed positions of the Northport Village Corporation.

Zoning Ordinance Issues

Height Exceedances on Village Construction

Northport Code Enforcement officer has advised that she thinks the language in the 2019 ordinance was vague and did not prohibit a height expansion as long as it was no higher than the 35 feet *generally* applicable to structures in the village. She said that she and the Planning Board looked at non-conformance based on “separate buckets,” and since the height wasn’t non-conforming (the structure was under 35 feet), the height restriction for expansion didn’t apply (this appears to be confirmed by the minutes of the meetings, discussed further below and attached). Section 3.2.4 of the 2019 ordinance (Expansion of Non-Conforming Structures) clearly (to me, anyway) states the following (**emphasis** added):

3.2.4 Expansion of Non-Conforming Structures

A non-conforming Structure may be added to or expanded after obtaining all required permits from the same permitting authority as for a new Structure, **if such addition or expansion does not increase the non-conformity of the Structure**, brings it into conformity or mitigates the degree of non-conformity. **For the purposes of this Ordinance, an increase to the non-conformity of a Structure shall mean:**

(1) any expansion towards a property line that decreases the existing nonconforming setback distance from the property line; or

(2) any expansion that would increase any non-conforming Lot Coverage; or

(3) **any expansion that would cause the Structure to exceed the lesser of the height limit applicable to the Structure or the existing height of the preexisting Structure.** Notwithstanding the foregoing, as set forth in §3.2.1(2) above, construction or enlargement of a foundation beneath the existing Structure shall not be considered an expansion of the Structure provided that the Structure and new foundation are placed such that the setback requirement is met to the greatest practical extent as determined by the Board of Appeals, and that the completed foundation does not extend beyond the exterior dimensions of the Structure and that the foundation does not cause the Structure to be elevated more than three additional feet.

In the 2022 amendment of the ordinance, the first line of §3.2.4.3 was simplified to read, “any expansion that would cause the Structure to exceed the existing Height of the preexisting Structure.” That is, the “lesser of” language was removed, so there should be no risk of misinterpretation in the future. In this committee’s “Summary of Revisions to the Northport Village Corporation Zoning Ordinance” prepared for the August 13, 2022 public hearing on changes to the 2019 ordinance, we specifically noted that one of the goals for the

revision was “Clarification of certain building restrictions, particularly as related to non-conforming structures,” and we specifically noted that one of the material changes was that the revision “Clarified that any increase in Height of a non-conforming Structure is prohibited, except as might be caused by the addition or expansion of a foundation. [Section 3.2.4.3]”

A copy of the current ordinance can be found at

<https://www.nvcmaine.org/wp-content/uploads/2023/06/nvc-zoning-ordinance-amended-6-11-23.pdf>)

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POLICY FOR ACCEPTANCE OF DONATIONS

8/13/23

The Northport Village Corporation (“NVC”) Board of Overseers hereby adopts this policy to ensure transparency, fairness, accountability, and responsible stewardship of public resources in the acceptance and management of donations to the NVC while aligning with the NVC's charter, values, financial resources, and legal requirements:

1. Donation Acceptance Criteria:

- a. Donations may include monetary contributions, real property, tangible assets, services, and other non-monetary items that may be used for public benefit.
- b. All donations immediately become the property of NVC and are accepted with the understanding the donation may be repurposed, reused, or disposed of in the future as deemed appropriate by the NVC Board of Overseers.
- c. Any donation intended for the enjoyment and use of the public shall be implemented or installed in such a manner that the intended benefit or usage is equally available to all members of the public without implicitly or explicitly excluding any members of the public.
- d. No donation shall be accepted if such acceptance would be in conflict with the charter of the NVC or any law or regulation.
- e. No donation shall be accepted if the donation is made with the expectation by the donor of receiving goods or services of any value or any other consideration from the NVC in exchange for the donation.

2. Donation Approval Process:

- a. All potential donations will be evaluated by the NVC Board of Overseers, utilizing the NVC Donation Evaluation Checklist attached as Exhibit A hereto and other methods as may be determined by the Board of Overseers
- b. The Board of Overseers will consider the potential financial and non-financial impacts, risks, and benefits of each donation, including, for example, ongoing costs or obligations associated with accepting the donation, the impact on taxable property, and any required matching contributions.
- c. The final decision to accept or decline a donation will be made by the Board of Overseers after consideration of the input from designated NVC committees and the public, as the Board of Overseers deems appropriate.
- d. The Board of Overseers reserves the right to decline any donation for any reason or no reason, or to impose conditions on the acceptance of any donation.

3. Donor Recognition; Confidentiality; Recordkeeping:

- a. The NVC may acknowledge and recognize donors in appropriate ways (e.g., mention at the Overseers monthly meeting, bulletin board posting, etc.).
- b. The NVC will respect the donor's wishes regarding anonymity, if requested, unless there are legal or reporting obligations.
- c. For monetary donations, the NVC will provide donors with written acknowledgements

of their donation that may be used for tax reporting purposes. For non-monetary donations, including tangible, intangible or real property, upon receipt of a statement of value as required by the IRS, the NVC will provide donors with written acknowledgements of their donation that may be used for tax reporting purposes. d. The NVC will maintain accurate records of all donations.

4. Review and Amendment:

- a. This policy will be periodically reviewed to ensure its effectiveness and current relevance.
- b. Amendments to this policy may be made by the Board of Overseers.

Exhibit A **NVC Donation Evaluation Checklist**

Purpose: The Northport Village Corporation (“NVC”) serves a beneficent community. Donations that provide an overall benefit or enjoyment to the community are appreciated and welcomed for approval consideration by the NVC Board of Overseers.

Donor Information

Date of Donation Proposal:

Donor Name:

Donor Address:

Donor Bayside Address (If Different):

Donor Phone Number:

Donor Email Address:

Donation Description and Purpose:

Proposed Location of the Donation (If Applicable):

Estimated Present Value/Cost:

Estimated Useful Life (Years):

Estimated Average Annual Maintenance Cost to NVC:

Estimated Disposal Cost to NVC:

Please provide a brief response to the following:

1. Community Benefit:

- a. Is the purpose of the donation for the replacement of existing NVC property that has become obsolete, is nearing the end of its designed lifecycle, or has become inoperable? Explain as necessary.
- b. Is the purpose of the donation for the improvement of the operations of the NVC?
- c. For donations not involving the express replacement of an existing NVC asset, please describe the anticipated benefit to the NVC community, along with a description of how the ongoing annual maintenance costs and/or potential final disposal expense were determined.
- d. For donations of real property, is a survey available, are there any

known hazardous conditions associated with the property, and is a building inspection available? Please provide details.

- e. For donations intended for the general use of the public, will the donation be implemented or installed in such a manner that the intended benefit or usage is equally available to all members of the public and not implicitly or explicitly excluding any members of the public?

2. Resources and Capacity:

- a. Does the NVC have existing resources and capacity necessary to effectively utilize and manage the donation? If not, please discuss how this will be accomplished.
- b. Will accepting the donation require additional staff, infrastructure, or ongoing support? Explain as necessary.
- c. For the offered item(s), has the appropriate NVC committee or official been engaged for review/approval recommendation (e.g., Parks and Trees for a park bench, the NVC Technology Officer and Office Manager for an office printer, etc.)?
- d. For a single donation exceeding \$250 in estimated value, has the NVC Finance Committee been contacted for a general financial assessment?

3. Transparency and Accountability:

- a. Is the donation offered with clear terms and conditions? If so, what are they?
- b. Are there any expectations or conditions/restrictions attached to the donation that may impact NVC's decision-making or independence or the value of the donation to NVC? If so, what are they?
- c. As appropriate, has the village public (and abutters, in the case of a land or building donation or improvement) been given an opportunity to comment on the donation through a public meeting or publicly available record? If so, what has been the reaction of the public?

- 4. **Village Agent Consultation:** Has the NVC Village Agent been consulted for a professional opinion, including concurrence with any related terms and conditions of the offered item(s)?

- 5. **Other Considerations:** Are there any other considerations not listed above that should be considered in the evaluation of the acceptance of the donation? Please attach any pertinent documentation regarding the

proposed donation.

Northport Village Corporation Use Only:

Village Agent: Review Date: _____

Signed: _____

Board of Overseers: ___ Approved ___ Disapproved Date: _____

Signed: _____

Initial Reviewer Comments or Additional Information Needed (If

Any): NVC Committees to Review:

Conditions Applied by NVC to the Acceptance of the Donation (If Any):