



**CITY OF PORTSMOUTH, NEW HAMPSHIRE
GOVERNANCE COMMITTEE
MEETING MINUTES
MONDAY, July 25, 2022 – 10:00 a.m.
Conference Room A
City Hall Complex, 1 Junkins Avenue
Portsmouth, NH 03801**

- 1. Welcome and Call to Order at 10:05 am**
- 2. Roll Call:** Councilor John Tabor, Councilor Vincent Lombardi and Councilor Kate Cook present. Also present were Robert P. Sullivan, City Attorney, and Suzanne M. Woodland, Deputy City Manager/Deputy City Attorney. Also in attendance City Clerk Barnaby by Zoom.
- 3. Committee Rotation Schedule**
 - a. Rotation of Appointments**

Introduction by Councilor Cook to the issue of rotation of committee and board appointments and how to return to staggered terms for those committees and boards that are no longer properly staggered. Committee's discussion started with the Parking Traffic and Safety Committee. Background and input provided by Clerk Barnaby. It appears that when the Parking Traffic and Safety Committee was updated in 2012 there was no stagger of terms implemented. Councilor Cook explained that the benefit of a stagger is to preserve expertise and experience on the committee and board as members cycle on and then off.

Ordinance change is needed to improve the stagger. Attorney Sullivan opined that the change could be made ordinance by ordinance. Alternatively, maybe a single ordinance could be passed to give the Mayor power, when a vacancy occurs, to correct the stagger/adjust terms as needed for those committees that are established by ordinance alone (and not subject to State statute or such).

Councilors discussed the merits and concerns of various approaches to remedy the situation. Councilors expressed concern for sitting committee members.

Discussion that an ordinance change could have a trigger, namely that whenever there is a vacancy or term ending, the Mayor would have the authority to adjust the terms.

This would be slow/gradual process to gradually rebuild a stagger of terms. It would also require that a sitting mayor be willing to appoint someone for less than the full term (example one year instead of three years).

Attorney Sullivan will draft a proposed ordinance for the Committee's consideration relative to staggering of terms. The draft ordinance would require that when a vacancy or term ends for a member of a board, committee or commission the Mayor shall look at the composition of the board, commission or committee and, as may be needed, make such new or reappointments to effect a stagger of terms if none exists on the board. Also discussion that maybe the new ordinance would require that alternatives should be considered first, if the committee has alternates.

a. Timing of Appointments

Councilor Cook introduced the issue with regard to appointments between an election and the swearing in of a new City Council/Mayor.

Attorney Sullivan opined that with regard to board, committees and commissions established by City Ordinance, it can be handled by ordinance change. With State statutes involved the issue is more complex. Committee members can serve as a hold over after term expires.

Discussion of the end of term for the members of the Planning Board, Conservation Commission, Historic District Commission and Board of Adjustment?

Kelly Barnaby reported that the Planning Board members have a three year term has four committee members whose terms expire 12/31/2023 and five committee members whose terms expire 12/31/2024. The terms of the Board of Adjustment members are five years. All terms end December 1. Three members' terms expire December 1, 2022. The Council representative term expires December 1, 2023 and finally two members' terms expire in 2024, one in 2025, and one in 2026.

City Attorney opined that the Legal Department would have to look at the extent to which the City Council has the authority under State law to change the dates of appointment.

The Committee also reviewed the terms of the Historic District Commission. The terms of the members expire in June of various years, one members' term expires in 2023, one in 2022, two in 2024 and four expiring in 2025. Council representative expires in 20203.

Brief discussion of the other committees that have committee members whose terms expire in November, December or January including: Cemetery Committee; City Wide Neighborhood Committee; Ethics Board; Fee Schedule Committee;

Legislative Subcommittee; PDA (one member expires in December); Peirce Island Committee; Rockingham Planning Commission; Sustainability Committee; and Trustees of Trust Funds (Jan 1).

Councilor Cook recommends consultation with the Legal Department and see how it may make the most sense to proceed.

4. Committees/Ordinances Review

a. Audit Committee/Boards-Commissions-Committee Ordinances

Motion to move public comment forward by Tabor and second by Councilor Lombardi, all in favor.

Petra Huda (comment-question re process/view of the committee on ordinance changes); Gerry Duffy (support audit committee changes); Sue Polidura (against audit committee changes); Bill Downey (against audit committee changes); Liza Hewitt (against audit committee changes); Petra Huda (against audit committee changes); Doug Roberts by Zoom (support audit committee changes); and Duncan McCallum (against audit committee changes).

Motion to recommend to the City Council changes to Chapter 1, Article III regarding boards as presented and send to the City Council for first reading. Councilor Tabor moved, seconded by Councilor Lombardi. All in favor.

Motion to recommend to the City Council changes to Chapter 1, Article IV regarding commissions as presented and send to the City Council for first reading. Councilor Lombardi moved, Councilor Tabor offered a friendly amendment to change the terms from three year to two year terms to which Councilor Lombardi concurred and Councilor Tabor seconded.

Councilor Lombardi explained his position with regard to the membership of the Audit Committee - including that the governing body is elected to perform this responsibility under the Charter and as recommended by GFOA guidance.

Councilor Tabor also explained his position being in favor of an Audit Committee but concurring that membership should be comprised of members of the elected body as the relationship is between the governing body and the auditor. Also referenced GFOA guidance. Prefers no gap between the governing body and the audit firm. Municipal accounting is much different than private sector accounting.

Councilor Cook explained her position in favor of changing membership of the Audit Committee noting that the City Council is elected every two years to serve in an oversight role and one of the major roles is to oversee the finances.

Amendment by Councilor Tabor, and seconded by Councilor Lombardi to add an additional sentence of the draft ordinance (with two friendly amendments from Councilor Cook which were accepted): The audit committee will be able to retain the services of professionals, as necessary, in municipal finance and audits, and experts hired will have no past employment as City staff or current relationships therewith, or employment with the auditing firm or current relationships therewith and shall be independent. All in favor.

Attorney Sullivan recommends additional language to the draft ordinance make the City Council terms co-terminus with the term of the City Council. Motion to amend by Councilor Lombardi, seconded by Councilor Tabor and all in favor.

Move by Lombardi to adopt all amendments and recommend to the City Council changes to Article 1, Chapter IV and forward to the City Council for first reading. Seconded by Councilor Tabor and all in favor.

b. Discussion of Parks Options

Public Works Director Peter Rice appeared before the committee and was asked his opinion about existing committees relative to parks, greenery and recreation and whether there was need for an additional committee or re-envisioning of any committee(s). Particular discussion around passive recreation needs and preserving green space. Director Rice indicated that he did not see a need for an additional committee given what the Recreation Committee and Trees and Greenery Committee already does as well as Conservation Commission.

Councilor Lombardi – The existing committees do cover a lot of responsibilities already – discussion of invasive species and other challenges. Councilor Cook noted that parks with passive recreation and greenspaces don't seem to have a voice.

Peter Rice Conservation Commission may be the best place for conversations about acquisition of green space. Peter could envision a joint work session among the committees to talk about the intersections and roles.

Councilor Tabor – We know we want more open/green space. Do we have the best governance structure to obtain and manage the green space/park space? Discussion of Jones Avenue and Great Bog areas and their uses.

Councilor Cook – maybe we should hold/set up a joint meeting with the committees? Maybe a conversation with the heads of the committees?

Director Rice weighed in with additional comment that he thinks the committees are working reasonably well and there are some more opportunities coming for recreation and greenspace opportunities with the development of the skateboard park. He also mentioned that long-time residents tend to find the quieter greenspaces over time for their recreational needs.

Deputy City Manager suggested that maybe the Governance Committee look at the mission of the Recreation Board and examine if there is a way to give some additional emphasis or public discussion about passive recreation opportunities in our greenspaces, or maybe to add additional members who might have a greater interest and sensitivity to passive recreation.

Deputy City Manager also shared that staff do become aware from time to time of opportunities to acquire land for recreation and conversation and explore those.

Councilor Cook likes the suggestion to arrange for a joint work session with Recreation Board, Conservation Commission, and Trees and Greenery with a map of the current greenspaces and parks, and look holistically at the use. Also likes the idea of looking at the Recreation Board and their mission, getting their input. Councilor Tabor also likes the idea of a joint work session.

c. Public Art Ordinance/Public Art Review Committee

Councilor Cook provided a brief overview of the following:

- potential change to the public art ordinance at Chapter 1, Article XVII, Section 1.704.
- draft revisions to Public Art Referral and Acquisition Policy
- new, draft ordinance to establish a Public Art Review Committee (PARC).

Councilor Tabor – Does the PARC need to meet quarterly? Otherwise likes Committee for handling art related referrals. Councilor Lombardi – Also questioned need for quarterly meetings.

Discussion of bringing guest speakers for next meeting to discuss PARC draft.

5. Public Comment

Sue Polidura (clarification requested).

6. Other Business

The following items to be addressed at future meetings:

- a. **Historical Archive Blue Ribbon Committee**
(next meeting)
- b. **Recommend Community Campus Process**
- c. **Review Sidewalk Policy**
- d. **Conflict of Interest Ordinance/Policies/Charter, including Donations Policy**
- e. **Other business**

August 29 at 10:00 am.

Statement of the Chair about public comment and speaking order and respect for another.

7. Adjournment

Councilor Lombardi moved to adjourn, seconded by Councilor Tabor. All in favor, the meeting adjourned at 12:38 p.m.

Meeting Minutes prepared by
Suzanne M. Woodland
Deputy City Manager/Deputy City Attorney

Approved by Governance Committee on: August 29, 2022