



**CITY OF PORTSMOUTH, NEW HAMPSHIRE
GOVERNANCE COMMITTEE
MEETING MINUTES
MONDAY, FEBRUARY 27, 2023 – 10:00 a.m.
Conference Room A
City Hall Complex, 1 Junkins Avenue
Portsmouth, NH 03801**

- 1. Welcome and Call to Order - 10:02 a.m.**
- 2. Roll Call** – Councilor Cook, Councilor Lombardi, Councilor Tabor all present. Also present was the Deputy City Manager/Deputy City Attorney Suzanne Woodland (DCM).
- 3. Review and Approval of Minutes** – Councilor Lombardi moved to approve the January 29, 2023 minutes. Councilor Tabor seconded. All in favor.
- 4. Old Business**
 - a. Donations Policy**

Councilor Cook shared that the DCM is helping to shepherd and draft this policy. The DCM indicated she received input from staff and then reviewed with the Governance Committee changes to the current draft.

During the review of the draft there was an exchange between Councilor Lombardi and the DCM regarding the benefit of a policy versus an ordinance. The DCM indicated that conflict of interest might be best addressed through an ordinance, a policy allows more flexibility and is a bit more forgiving. A policy is easier to adjust if something is not working as planned. Councilor Tabor indicated a preference for a policy.

There was a discussion about how the City handles fundraising events such as silent auctions, and the like, and as to how those are treated within the policy. The DCM will be following up with the Finance Director and others and report back.

General agreement that the City participating in fundraisers is problematical and best to have an outside entity conducting the event and a single check from the fundraiser being delivered to the City for a particular purpose.

Discussion on the language related to lobbyists in section 6 under ineligible donors. Discussion of donations from labor organizations and how that might be impacted. The DCM will try to get additional information.

A bullet point was added for persons and entities with pending applications for permits or other municipal approvals. Councilor Lombardi's question on this is how a developer who offers to give a piece of land and as part of the contract or a swap. DCM advised that she did not see that as a donation. It's part of a land use approval

process. Like we did in the West End Yards for that development to build the new road. So it's mutual consideration. Councilor Lombardi stated he thinks of Mark McNabb who generally wants to improve the sidewalks and things around his buildings and that is similar to that. DCM advised that she doesn't see it as a donation as it is part of development. Councilor Tabor said that it is probably part of a conditional use permit or an exaction process.

In follow-up to an inquiry from Councilor Cook, the DCM indicated that the language as to ineligibility was intentionally narrow by saying "pending applications for permits or other municipal approvals" and does not extend to litigation that can last for years. The City sometimes has residents or entities before a board and we would like to say, finish that approval process first then come to us with whatever donation you want to make. Even though we know the Boards are quasi-judicial, there is just having that bit of separation that might be beneficial.

Councilor Tabor referenced an article by Terry Knowles who has been with the Charitable Division of the Attorney General explaining the different classes of gifts: unrestricted, temporarily restricted (i.e. campaign for Prescott Park) and permanently restricted (i.e. Prescott Park sisters' trust fund). She stated it was important with large gifts to have clarity about the purpose of the gift and who administers it.

The DCM will make copies of article and circulate to the committee members.

5. Parks Discussion and Next Steps

Councilor Cook asked for reflections on last meeting. Councilor Tabor would like to continue the conversation with the various committees represented at the prior meeting. Councilor Lombardi suggested the various committees form some sort of subcommittee. The DCM advised that the Recreation Department is reconsidering its goals and mission as their governing ordinance is thin and they are having conversations beyond programming. The DCM will follow-up with Recreation Board regarding their timeline.

Councilor Cook would like to continue getting input from the Conservation Commission. Councilor Tabor agreed the Conservation Commission knows the most about the land and the inventory of land. He would support a multi-party meeting again. General conversation of when to bring these committees together again. Discussion of how the Climate Action Plan, the Open Spaces Plan, the Cultural Plan interplay in this conversation. Councilor Cook will reach out to the committees and try to facilitate the scheduling of another meeting without the Governance Committee's presence. Councilor Tabor suggested a framing question for them to answer such as: How does the City increase its open space for public use and activate its existing space for recreation and enjoyment?

6. Committee Structure

Councilor Cook suggested focusing on providing more guidance relative to Blue Ribbon Committees – perhaps creating some guidelines as it currently is an informal structure and tradition. Should there be a definition of a Blue Ribbon Committee? Should the

Governance Committee look at the current list of Blue Ribbon Committees and see if they should be transformed into a standing committee through ordinance. Councilor Lombardi asked what are the legal requirements with Blue Ribbon versus standing committee. The DCM replied Blue Ribbon committees can be created quickly without three readings of an ordinance. They may also have non-Portsmouth members which can be an advantage. They generally only make recommendations. A checklist could be created to help ensure that Blue Ribbon Committees are launched well. The checklist may include: identification of a specific mission or deliverable; number of members and qualifications; identification of a chair.

Some discussion regarding requirement of residency status to serve on a committee and looking at organizations that serve as members (ex-officio).

There was brief discussion about working with the Clerk's Office and the new Communications Director to make improvements to the Clerk's page as it relates to committees.

7. New Business: No new business.

8. Public Comment:

Jackie Cali-Pitts commented on and had a question about the Recreation Board to which Councilor Cook responded.

9. Announcements:

Next meeting the Committee hopes to conclude the conversation regarding the draft donation policy. Councilor Cook will also follow-up further with regard to the parks conservation with the other committee representatives. Discussion on parks open space. March 27th will be getting into the three different sections of conflict of interest. Councilor Lombardi advised Committee he will need to appear by Zoom on the 27th.

Councilor Cook asked for motion to adjourn. Tabor so moved. Lombardi seconded. All in favor. Meeting adjourned at 11:30 a.m.

Meeting Minutes prepared by
Donna D. Splaine, Admin Assistant/Paralegal and Suzanne Woodland, Deputy City Manager

Approved by Governance Committee on: March 13, 2023