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## Appendix J-1                      **MRRRA Enabling Legislation**

### **1.0 INTRODUCTION**

This MRRRA Enabling Legislation Appendix of the Brunswick airport master plan provides the reader with a copy of the Legislation that established and defines the Authority of the Midcoast Regional Redevelopment Authority.

MIDCOAST REGIONAL REDEVELOPMENT AUTHORITY (HEADING: PL 2005, c. 599, §1 (new))

#### **§13083-G. Midcoast Regional Redevelopment Authority established**

The Midcoast Regional Redevelopment Authority is established to carry out the purposes of this article. The authority is entrusted with acquiring and managing the properties within the geographic boundaries of Brunswick Naval Air Station. [2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

#### **§13083-H. Definitions**

As used in this article, unless the context otherwise indicates, the following terms have the following meanings. [2005, c. 599, §1 (new).]

**1. Authority.** "Authority" means the Midcoast Regional Redevelopment Authority established in section 13083-G.

[2005, c. 599, §1 (new).]

**2. Base area.** "Base area" means the area within the geographic boundaries of Brunswick Naval Air Station.

[2005, c. 599, §1 (new).]

**3. Bond.** "Bond" means a bond or note or other evidence of indebtedness authorized under this article, whether issued under or pursuant to a bond resolution, trust indenture, loan or other security agreement.

[2005, c. 599, §1 (new).]

**4. Brunswick Naval Air Station.** "Brunswick Naval Air Station" or "base" means those properties and facilities within the geographic boundaries of the United States Department of Defense naval air station at Brunswick existing on the effective date of this section. "Base" also includes other geographically separate property that the authority determines should be part of the base if the municipality in which the property is located has chosen not to accept the property and use it for other purposes.

[2005, c. 599, §1 (new).]

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**5. Operating revenues.** "Operating revenues" means funds available to the authority from fees, fares, rental or sale of property and miscellaneous revenue and interest not otherwise pledged or dedicated.

[2005, c. 599, §1 (new).]

**6. Primary impact community.** "Primary impact community" means the municipalities of Bath, Bowdoin, Bowdoinham, Brunswick, Freeport, Harpswell, Lisbon Falls and Topsham and Androscoggin County, Cumberland County and Sagadahoc County.

[2005, c. 599, §1 (new).]

**7. Readjustment or reuse.** "Readjustment" or "reuse" means an alternative use of the base facility from its use as a military installation.

[2005, c. 599, §1 (new).]

**8. Real or personal property.** "Real or personal property" means those properties and assets transferred by the United States Government or the United States Navy after the closure of Brunswick Naval Air Station.

[2005, c. 599, §1 (new).]

**9. Reconstruct or reconstruction.** "Reconstruct" or "reconstruction" means any activities undertaken to maintain the properties of Brunswick Naval Air Station, or any part of those properties, as a modern, safe and efficient facility and includes, but is not limited to, any rebuilding, redesign, improvement or enlargement of the real properties or environmental mitigation activities on base properties.

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

## **§13083-I. Midcoast Regional Redevelopment Authority; powers; membership; obligations**

**1. Powers.** The authority is a public municipal corporation and may:

A. Sue and be sued; [2005, c. 599, §1 (new).]

B. Adopt bylaws or rules consistent with this article for the governance of its affairs; [2005, c. 599, §1 (new).]

C. Exercise all of the general powers of corporations under Title 13-C, section 302; [2005, c. 599, §1 (new).]

D. Exercise the power of eminent domain; [2005, c. 599, §1 (new).]

E. Provide for the public safety by imposing appropriate rules, regulating appropriate use of the base facilities and enforcing laws and rules as they apply to the use of the base facilities; [2005, c. 599, §1 (new).]

F. Charge and collect fees, charges and rents for the use of the properties and other services and use the proceeds of those fees, charges and rents for the purposes provided in this article, both subject to and in accordance with any agreement with bondholders that may be made as provided in this article; [2005, c. 599, §1 (new).]

G. Contract with the Federal Government or its instrumentalities or agencies, this State or its agencies, instrumentalities or municipalities, public bodies, private corporations, partnerships, associations and individuals to carry out the purposes of this article; [2005, c. 599, §1 (new).]

H. Accept the cooperation of the Federal Government or its agencies in the construction, maintenance, reconstruction, operation and financing of the readjustment of the base and take necessary actions to utilize that aid and cooperation; [2005, c. 599, §1 (new).]

I. Borrow money and apply for and accept advances, loans, grants, contributions and other forms of financial assistance from the Federal Government, the State, a municipality or other public body or from other sources, public or private, for the purposes of this article, give any security that is required and enter into and carry out contracts in connection with that financial assistance; [2005, c. 599, §1 (new).]

J. Borrow money, make, issue and sell at public or private sale negotiable notes, bonds and other evidences of indebtedness or obligation of the authority for the purposes under this article and secure the payment of that obligation or any part of that obligation by pledge of all or any part of the operating revenues of the authority; [2005, c. 599, §1 (new).]

K. Enter into loan or security agreements with one or more lending institutions, including, but not limited to, banks, insurance companies and institutions that administer pension funds, or trustees for those institutions for the issuance of bonds and exercise with respect to those loan or security agreements all of the powers delineated in this article for the issuance of bonds; [2005, c. 599, §1 (new).]

L. Provide from operating revenues for the maintenance, construction or reconstruction of facilities to ensure the public safety for which the authority has not otherwise provided; [2005, c. 599, §1 (new).]

M. Use operating revenues to provide payment of obligations, if any, due to the United States to implement the readjustment or reuse of the base facility; [2005, c. 599, §1 (new).]

N. Adopt rules pursuant to the Maine Administrative Procedure Act; and [2005, c. 599, §1 (new).]

O. Take all other lawful action necessary and incidental to these powers. [2005, c. 599, §1 (new).]

[2005, c. 599, §1 (new).]

**2. Membership; appointment.** The authority is governed by a board of trustees composed of 11 voting members appointed by the Governor and subject to review by the joint standing committee of the Legislature having jurisdiction over economic development matters and to confirmation by the Senate.

A. Trustees are appointed for 4-year terms, except that, for initial appointments, 3 trustees are appointed to one-year terms, 3 trustees are appointed to 2-year terms, 2 trustees are appointed to 3-year terms, 2 trustees are appointed to 4-year terms and the commissioner designated pursuant to paragraph D serves at the pleasure of the Governor. A vacancy must be filled in the same manner as the original appointment for the balance of the unexpired term. [2005, c. 599, §1 (new).]

B. A trustee continues to hold office until a successor is appointed and qualified, but the term of the successor is not altered from the original expiration date of the holdover trustee's term. [2005, c. 599, §1 (new).]

C. The Governor shall make 10 appointments, of which no fewer than 7 must be from candidates who are residents of Androscoggin County, Cumberland County and Sagadahoc County and are nominated by the primary impact communities. The Governor shall appoint members who reflect the diversity of interests represented by these communities. [2005, c. 599, §1 (new).]

D. The Governor shall designate a commissioner of a department of State Government to be a voting, ex officio member of the board of trustees. [2005, c. 599, §1 (new).]

E. A member appointed to the board of trustees may not hold an elected office in municipal, county or state government. [2005, c. 599, §1 (new).]

[2005, c. 599, §1 (new).]

**3. Quorum.** Six members constitute a quorum. Six affirmative votes are required for the board of trustees to take action.

[2005, c. 599, §1 (new).]

**4. Liability.** The liability of the authority is governed by the Maine Tort Claims Act.

[2005, c. 599, §1 (new).]

**5. Expenses.** A trustee is not entitled to receive compensation for services to the authority but is entitled to receive reimbursement for necessary expenditures, including travel expenses, incurred in carrying out those services.

[2005, c. 599, §1 (new).]

**6. Officers; employees.** The board of trustees shall elect a chair and vice-chair from among its members. The authority may employ an executive director, technical experts and other agents and employees, permanent and temporary, that it requires and may determine their qualifications, duties and compensation. For required legal services, the authority may employ or retain its own counsel and legal staff.

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

### §13083-J. Use of operating revenues

**1. Principal use of revenue.** Operating revenue must be used principally to reinvest in the properties held by the authority.

[2005, c. 599, §1 (new).]

**2. Permitted liability limited.** All expenses incurred in carrying out this article must be paid solely from funds provided under the authority of this article, and liability or obligation may not be incurred under this article beyond the extent to which money has been provided under the authority of this article.

[2005, c. 599, §1 (new).]

**3. Equal opportunity employers.** Contractors and subcontractors on authority construction and reconstruction projects must be equal opportunity employers and, for contracts in excess of \$250,000, shall pursue in good faith affirmative action programs as defined in section 782. The authority may by rule provide for the enforcement of this requirement.

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

### §13083-K. Property of authority

The authority shall hold and acquire property as follows. [2005, c. 599, §1 (new).]

**1. Lease or sale.** Properties may be leased or sold to accomplish the readjustment or reuse of the base facilities as determined appropriate by the authority. Resources acquired as a result of the lease or sale of these properties become operating revenues or assets of the authority.

[2005, c. 599, §1 (new).]

**2. Entry upon lands.** The authority and its authorized agents and employees may enter upon lands, waters and premises in the State for the purpose of making surveys, soundings, drillings and examinations the authority determines necessary or convenient for the purposes of this article. The entry is not a trespass, but the authority is liable for damages its entry creates.

[2005, c. 599, §1 (new).]

**3. Authority for transfers of interest in land to the authority.** Notwithstanding any contrary provisions of law, upon the authority's request, on reasonable and fair terms and conditions and without the necessity for advertisement, order of court or action or formality other than the regular and formal action of the authorities concerned, counties, municipalities, public agencies or instrumentalities of the State, public service corporations and special districts may lease, lend, grant or convey to the authority real or personal property or rights in that property that may be necessary or convenient for the effectuation of the authorized purposes of the authority, including real and personal property or rights in that property already devoted to public use. As used in this subsection, the term "public service corporation" includes a public utility as defined in Title 35-A, section 102, subsection 13 and a corporation referred to in Title 13-C.

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

### §13083-L. Special utility districts

The authority may form special utility districts and provide municipal utility services within its jurisdiction. The board of trustees of the authority has the authority of a municipal legislative body for these purposes. [2005, c. 599, §1 (new).]

**1. Sewer services.** The authority may provide sewer services as a sanitary district under Title 38, chapter 11, subchapters 3 and 4. The authority may establish a board of trustees for the sanitary district and appoint the members of the board of trustees or may act as the board of trustees of the district.

[2005, c. 599, §1 (new).]

**2. Solid waste disposal.** The authority may provide solid waste disposal services as a refuse disposal district under Title 38, chapter 17. The authority may establish a board of trustees for the refuse disposal district and appoint the members of the board of trustees or may act as the board of trustees of the district.

[2005, c. 599, §1 (new).]

**3. Water.** The authority may provide water as a water district under Title 35-A, Part 6. The authority may establish a board of trustees for the water district and appoint the members of the board of trustees or may act as the board of trustees of the district.

[2005, c. 599, §1 (new).]

**4. Revenue-producing services.** The authority has all the powers of a municipality to provide services under Title 30-A, chapter 213.

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

### §13083-M. Other municipal powers

**1. Traffic ordinances.** The authority has the power to enact traffic ordinances and regulate the operation of motor vehicles under Title 30-A, section 3009 to the extent that power is not inconsistent with other validly enacted municipal ordinances.

[2005, c. 599, §1 (new).]

**2. Operating expenses.** The authority has all the powers of a municipality to raise and appropriate money under Title 30-A, sections 5722 and 5723.

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[2005, c. 599, §1 (new).]

**3. Zoning.** The authority may not adopt zoning or land-use ordinances but may coordinate zoning and land-use regulation with interested primary impact communities.

[2005, c. 599, §1 (new).]

**4. Highway maintenance.** The authority may maintain, repair, plow and control public ways as a municipality under Title 23, Part 3. The authority shall consult and coordinate with the appropriate primary impact community in appointing a road commissioner.

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

## §13083-N. Bonds

**1. Hearing required.** The authority may issue bonds to finance its activities only after giving notice of the proposed issuance and its terms at least twice in a newspaper of general circulation in the appropriate counties and holding a duly advertised public hearing on the issuance.

[2005, c. 599, §1 (new).]

**2. Authority.** The authority may issue bonds from time to time in its discretion to finance the undertaking of an authorized activity under this article, including but not limited to the payment of principal and interest upon advances for surveys and plans, and may issue refunding bonds for the payment or retirement of bonds previously issued.

A. The principal and interest of bonds must be made payable solely from the income, proceeds, revenues and funds of the authority derived from or held for activities under this article. Payment of the principal and interest of bonds may be further secured by a pledge of a loan, grant or contribution from the Federal Government or other source in aid of activities of the authority under this article and by a mortgage of an urban activity or a project or part of a project, title to which is in the authority. [2005, c. 599, §1 (new).]

B. Bonds issued under this section do not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction and are not subject to other laws or charters relating to the authorization, issuance or sale of bonds. Bonds issued under this article are declared to be issued for an essential public and governmental purpose and, together with interest on and income from the bonds, are exempt from all taxes. [2005, c. 599, §1 (new).]

C. Bonds may not be issued by the authority until the authority has received a certificate of approval from the Finance Authority of Maine authorizing issuance of the bonds. Before issuing a certificate of approval under this section, the Finance Authority of Maine must determine that there is a reasonable likelihood that the income, proceeds, revenues and funds of the authority derived from or held for activities under this article or otherwise pledged to payment of the bonds will be sufficient to pay the principal, the interest and all other amounts that may at any time become due and payable under the bonds. In making this determination, the Finance Authority of Maine shall consider the authority's analysis of the proposed bond issue and the revenues to make payments on the bonds and may require such information, projections, studies and independent analyses as it considers necessary or desirable and may charge the authority reasonable fees and expenses. The issuance by the Finance Authority of Maine of a certificate of approval under this section does not constitute an endorsement of the bonds or the projects or purposes for which those bonds are issued and neither the authority nor any other person or entity, including, without limitation, any holders of bonds of the authority, have any cause of action against the Finance Authority of Maine with respect to any such certificate of approval. The Finance Authority of Maine may require that it be indemnified, defended and held harmless by the authority for

any liability or cause of action arising out of or with respect to the bonds. [2005, c. 599, §1 (new).]

[2005, c. 599, §1 (new).]

**3. General characteristics.** Bonds authorized under this section may be issued in one or more series. The resolution, trust indenture or mortgage under which the bonds are issued may include the following:

- A. The date or dates borne by the bonds; [2005, c. 599, §1 (new).]
- B. Whether the bonds are payable upon demand or mature at a certain time or times; [2005, c. 599, §1 (new).]
- C. The interest rate or rates of the bonds; [2005, c. 599, §1 (new).]
- D. The denomination or denominations of the bonds; [2005, c. 599, §1 (new).]
- E. The form of the bonds, whether coupon or registered; [2005, c. 599, §1 (new).]
- F. The conversion or registration privileges carried by the bonds; [2005, c. 599, §1 (new).]
- G. The rank or priority of the bonds; [2005, c. 599, §1 (new).]
- H. The manner of execution of the bonds; [2005, c. 599, §1 (new).]
- I. The medium and place or places of payment; [2005, c. 599, §1 (new).]
- J. The terms of redemption of the bonds, with or without premium; [2005, c. 599, §1 (new).]
- K. The manner secured; and [2005, c. 599, §1 (new).]
- L. Any other characteristics of the bonds. [2005, c. 599, §1 (new).]

[2005, c. 599, §1 (new).]

**4. Price sold.** The bonds may be:

- A. Sold at not less than par at public sales held after notice has been published in a newspaper of general circulation in the area of operation and in any other medium of publication that the authority designates; [2005, c. 599, §1 (new).]
- B. Exchanged for other bonds on the basis of par; or [2005, c. 599, §1 (new).]
- C. Sold to the Federal Government at private sale at not less than par. If less than all of the authorized principal amount of the bonds is sold to the Federal Government, the balance may be sold at private sale at not less than par at an interest cost to the municipality that does not exceed the interest cost to the municipality of the portion of the bonds sold to the Federal Government. [2005, c. 599, §1 (new).]

[2005, c. 599, §1 (new).]

**5. Signatures of outgoing officers; negotiability.** If an official of the authority whose signature appears on a bond or coupon issued under this article ceases to be an official before the bond is delivered, the signature is nevertheless valid for all purposes as if the official had remained in office until the delivery. Notwithstanding contrary provisions of law, bonds issued under this article are fully negotiable.

[2005, c. 599, §1 (new).]

**6. Bond recitation; conclusive presumptions.** In actions or proceedings involving the validity or enforceability of a bond issued under this article or the security for that bond, a bond reciting in substance that it has been issued by the authority in connection with an activity is conclusively deemed to have been issued for that purpose and the activity is conclusively deemed to have been planned, located and carried out in accordance with this article.

[2005, c. 599, §1 (new).]

**7. No personal liability; not debt of State or municipality.** Neither the trustees of the authority nor the person executing the bonds is liable personally on the bonds by reason of the issuance of the bonds. The bonds and other obligations of the authority must have stated on their face that they are not a debt of the State and that the State is not liable on the bonds. The bonds or obligations may not be payable out of funds or properties other than those of the authority acquired for the purposes of this article.

[2005, c. 599, §1 (new).]

**8. Bonds as legal investments.** Public officers, municipal corporations, political subdivisions and public bodies; banks, trust companies, bankers, savings banks and institutions, building and loan associations, savings and loan associations, investment companies and other persons carrying on a banking business; insurance companies, insurance associations and other persons carrying on an insurance business; and executors, administrators, curators, trustees and other fiduciaries may legally invest sinking funds, money or other funds belonging to them or within their control in bonds or other obligations issued by the authority under this article. These bonds or other obligations are authorized security for all public deposits. It is the purpose of this section to authorize persons, political subdivisions and officers, public or private, to use funds owned or controlled by them for the purchase of these bonds or other obligations. This section does not relieve a person of any duty or of exercising reasonable care in selecting securities.

[2005, c. 599, §1 (new).]

**9. Investment of funds; redemption of bonds.** The authority may:

A. Invest, in property or securities in which savings banks may legally invest funds subject to their control, funds held in reserves, sinking funds or funds not required for immediate disbursement; and [2005, c. 599, §1 (new).]

B. Cancel its bonds by redeeming them at the redemption price established in the bonds or by purchasing them at less than redemption price. [2005, c. 599, §1 (new).]

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

### **§13083-O. Interest of public officials, trustees or employees**

**1. Acquisition of interest.** A public official, trustee or employee of the authority may not acquire or hold a direct or an indirect financial or personal interest in:

A. An authority activity; [2005, c. 599, §1 (new).]

B. Property included or planned to be included in the base area; or [2005, c. 599, §1 (new).]

C. A contract or proposed contract in connection with an authority activity. [2005, c. 599, §1 (new).]

When an acquisition is involuntary, the interest acquired must be disclosed immediately in writing to the board of trustees of the authority, and the disclosure must be entered in the board's minutes.

[2005, c. 599, §1 (new).]

**2. Present or past interest in property.** If a public official, trustee or employee of the authority presently owns or controls, or owned or controlled within the preceding 2 years, a direct or an indirect interest in property known to be included or planned to be included in an authority activity, that public official, trustee or employee must disclose this fact immediately in writing to the authority and the disclosure must be entered in the authority's minutes.

[2005, c. 599, §1 (new).]

**3. Recusal.** The public official, trustee or employee of the authority with an interest may not participate in an action by the authority affecting that property.

[2005, c. 599, §1 (new).]

**4. Violation.** A violation of this section is a Class E crime.

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

### **§13083-P. Exemption from execution**

**1. Property exempt from execution.** The property, including funds, of the authority is exempt from levy and sale by virtue of an execution. An execution or other judicial process may not be issued against the authority's property, and a judgment against the authority may not be a charge or lien upon its property.

[2005, c. 599, §1 (new).]

**2. Construction; limitation of application.** This section does not:

A. Prohibit the authority from making payments in lieu of taxes to the municipality; or [2005, c. 599, §1 (new).]

B. Apply to or limit the right of an obligee to foreclose or otherwise enforce a mortgage of the authority or to pursue remedies for the enforcement of a pledge or lien given by the authority on its rents, fees, grants or revenues. [2005, c. 599, §1 (new).]

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

### **§13083-Q. Designation as port of entry, international airport, foreign trade zone and free port area**

**1. Port of entry.** The authority may apply to the Secretary of the Treasury of the United States for the purpose of having Brunswick Naval Air Station or a portion of the base designated, established or constituted as a port of entry or an international airport pursuant to the federal Customs Reorganization Act, 19 United States Code, Section 1, as amended, and Section 58b, as amended, and regulations of the United States Customs Service, including 19 Code of Federal Regulations, Sections 101.0 and 122.1, as amended.

[2005, c. 599, §1 (new).]

**2. Foreign trade zone.** The authority may apply to the Secretary of Commerce of the United States for the purpose of establishing, operating and maintaining foreign trade zones at Brunswick Naval Air Station pursuant to the federal Foreign Trade Zones Act, 19 United States Code, Section 81a-81u, as amended, providing for the establishment, operation and maintenance of foreign trade zones in or adjacent to ports of entry of the United States for expediting and encouraging foreign commerce and for other purposes.

A. The authority may select and describe the location of the foreign trade zone, make rules and take other actions concerning the operation, maintenance and policing of the zone as necessary to comply with the federal Foreign Trade Zones Act and the regulations promulgated under that Act. [2005, c. 599, §1 (new).]

B. The authority may lease or may erect, maintain and operate structures, buildings or enclosures necessary for the establishment and operation of foreign trade zones. [2005, c. 599, §1 (new).]

[2005, c. 599, §1 (new).]

**3. Other tax-free provisions.** The authority may establish a free port area at Brunswick Naval Air Station in which personal property in transit is exempt from the provisions of the stock-in-trade tax and other taxes and customs normally levied in a port of entry. For the purposes of this section, personal property in transit through the free port area established by the authority includes goods, wares and merchandise that:

A. Are moving in interstate or international commerce through or over the free port areas established; [2005, c. 599, §1 (new).]

B. Are consigned from outside the State to a public or private warehouse within the State, whether that consignment is specified before or after transportation; or [2005, c. 599, §1 (new).]

C. Do not lose their tax-exempt status because, while in a warehouse, they are assembled, bound, joined, processed, disassembled, divided, cut, broken in bulk, relabeled or repackaged. The warehouse in which the goods, wares and merchandise are stored may not be owned in whole or in part by either the consignee or the consignor. The tax-exemption granted may be liberally construed to effect the purposes of this article. [2005, c. 599, §1 (new).]

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

### §13083-R. Termination of the authority

The authority is not dissolved until: [2005, c. 599, §1 (new).]

**1. Legislature provides for termination.** It is terminated by the Legislature; and

[2005, c. 599, §1 (new).]

**2. Payment of bonds, premiums and interest.** The bonds, premium, if any, and interest have been paid or a sufficient amount for the payment of the bonds and interest to maturity or a prior redemption date have been irrevocably set aside in trust for the benefit of the bondholders.

[2005, c. 599, §1 (new).]

PL 2005, Ch. 599, §1 (NEW).

### §13083-S. Annual report

**1. Annual financial report.** The authority shall submit annually to the Governor, the Executive Director of the Legislative Council and the joint standing committee of the Legislature having jurisdiction over housing and economic development matters, not later than 120 days after the close of the authority's fiscal year, a complete report on the activities of the authority. The report may also be provided to any other member of the Legislature and to any other person. The report must include all of the following for the previous year:

A. A description of the authority's operations; [2005, c. 599, §1 (new).]

B. An accounting of the authority's receipts and expenditures, assets and liabilities at the end of its fiscal year; [2005, c. 599, §1 (new).]

C. A listing of all property transactions pursuant to section 13083-K; [2005, c. 599, §1 (new).]

D. An accounting of all activities of any special utility district formed under section 13083-L; [2005, c. 599, §1 (new).]

E. A listing of any property acquired by eminent domain under section 13083-I; [2005, c. 599, §1 (new).]

F. A listing of any bonds issued during the fiscal year under section 13083-I; [2005, c. 599, §1

(new) .]

G. A statement of the authority's proposed and projected activities for the ensuing year; and [2005, c. 599, §1 (new) .]

H. Recommendations regarding further actions that may be suitable for achieving the purposes of this article. [2005, c. 599, §1 (new) .]

[2005, c. 599, §1 (new) .]

PL 2005, Ch. 599, §1 (NEW) .

### **Proposed amendment to 5 §13083-L. Special utility districts**

The authority may form special utility districts and provide municipal utility services within its jurisdiction. The board of trustees of the authority has the authority of a municipal legislative body for these purposes. [2005, c. 599, §1 (NEW) .]

**1. Sewer services.** The authority may provide sewer services as a sanitary district under Title 38, chapter 11, subchapters 3 and 4. The authority may establish a board of trustees for the sanitary district and appoint the members of the board of trustees or may act as the board of trustees of the district.

[ 2005, c. 599, §1 (NEW) .]

**2. Solid waste disposal.** The authority may provide solid waste disposal services as a refuse disposal district under Title 38, chapter 17. The authority may establish a board of trustees for the refuse disposal district and appoint the members of the board of trustees or may act as the board of trustees of the district.

[ 2005, c. 599, §1 (NEW) .]

**3. Water.** The authority may provide water as a water district under Title 35-A, Part 6. The authority may establish a board of trustees for the water district and appoint the members of the board of trustees or may act as the board of trustees of the district.

[ 2005, c. 599, §1 (NEW) .]

**4. Airport.** The authority has all the powers of a municipality to operate as an airport authority under Title 30-A, chapter 213 for use in connection with any public airport, heliport or other location for the landing or taking off of aircraft.

In view of the general public benefit expected to be derived from the airport and the contribution to the social and economic prosperity of the state and its political subdivisions the State of Maine hereby creates a fund to be known as the NASB Airport Fund. The State of Maine shall credit to such fund any appropriation made to the authority for each fiscal year.

A. All sums so credited are appropriated to the authority:

(1) To purchase, lease, acquire, own, improve, use, sell, convey, transfer, or otherwise deal in and with airport property, an airport project, or any interest therein, whether tangible or intangible, as otherwise authorized under this chapter;

- (2) To pay the costs of operating, maintaining, improving, and repairing all airport property and airport projects of the authority;
- (3) To pay the costs of administering and operating the authority, including, but not limited to, all wages, salaries, benefits, and other expenses authorized by the board or the executive director;
- (4) To pay the principal of, and premium, if any, and the interest on the outstanding bonds of the authority related to airport property or airport projects as the same become due and payable;
- (5) To create and maintain reserves required or provided for in any resolution authorizing, or any security document securing, such bonds of the authority related to airport property or airport projects;
- (6) To create and maintain a capital improvement fund for airport property and airport projects to be established by the board;
- (7) To pay all taxes owed by the authority related to airport property or airport projects;
- (8) In general for the payment of all expenses incident to the management and operation of the airport authority as are consistent with its statutory purpose and as the board thereof may from time to time determine.

B. This fund shall constitute a continuing appropriation for the benefit of the authority. Any amount remaining in this fund to the credit of the authority at the close of any fiscal year shall be nonlapsing and shall be carried over and credited to its account for the succeeding year.

C. Money in this fund shall be paid to the authority on manifests approved by the governor and legislature in the same manner as other state claims are paid,

D. The revenues received and due to the authority from all other sources, except by way of state appropriation from whatever source derived shall be retained by the authority and shall be used in such manner as the board may determine consistent with the provisions of this chapter or as is otherwise provided by law or by the terms and conditions incident to any gift, grant, devise, bequest, trust, or security document.

**5. Revenue-producing services.** The authority has all the powers of a municipality to provide services under Title 30-A, chapter 213.

[ 2005, c. 599, §1 (NEW) .]

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**Appendix J-2**      **MRRRA Bylaws**

**Bylaws of the Midcoast Regional Redevelopment Authority**

**Article I**  
**Authority**

The Midcoast Regional Redevelopment Authority (hereinafter called the "MRRRA") is a body corporate and politic and a public instrumentality of the State. It is subject to and operates under the Constitution and Laws of Maine and has the powers and duties conferred upon it by law, particularly by Title 5, Maine Revised Statutes Annotated, §13083-I et seq., as amended from time to time. These bylaws are adopted pursuant to the authority granted by 5 MRSA §13083-I.1.B and shall govern the conduct of the official business of the MRRRA.

**Article II**  
**Purpose**

The purpose of the MRRRA is to investigate and evaluate the feasibility of acquiring the properties at the former Brunswick Naval Air Station (hereinafter called "BNAS") in Cumberland County, Maine, and the Annex Facility in Topsham, Maine in Sagadahoc County, Maine and, if feasible, to acquire and manage the BNAS properties in both communities and to develop and implement a redevelopment or reuse plan for both facilities.

**Article III**  
**Board of Trustees Powers and Duties**

The Authority is a public municipal corporation and may:

- A. Sue and be sued;
- B. Adopt bylaws or rules consistent with this article for the governance of its affairs;
- C. Exercise all of the general powers of corporations under Title 13-C, section 302;
- D. Exercise the power of eminent domain;

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- E. Provide for the public safety by imposing appropriate rules, regulating appropriate use of the base facilities and enforcing laws and rules as they apply to the use of the base facilities;
  - F. Charge and collect fees, charges and rents for the use of the properties and other services and use the proceeds of those fees, charges and rents for the purposes provided in this article, both subject to and in accordance with any agreement with bondholders that may be made as provided in this article;
  - G. Contract with the Federal Government or its instrumentalities or agencies, this State or its agencies, instrumentalities or municipalities, public bodies, private corporations, partnerships, associations and individuals to carry out the purposes of this article;
  - H. Accept the cooperation of the Federal Government or its agencies in the construction, maintenance, reconstruction, operation and financing of the readjustment of the base and take necessary actions to utilize that aid and cooperation;
  - I. Borrow money and apply for and accept advances, loans, grants, contributions and other forms of financial assistance from the Federal Government, the State, a municipality or other public body or from other sources, public or private, for the purposes of this article, give any security that is required and enter into and carry out contracts in connection with that financial assistance;
  - J. Borrow money, make, issue and sell at public or private sale negotiable notes, bonds and other evidences of indebtedness or obligation of the authority for the purposes under this article and secure the payment of that obligation or any part of that obligation by pledge of all or any part of the operating revenues of the authority;
  - K. Enter into loan or security agreements with one or more lending institutions, including, but not limited to, banks, insurance companies and institutions that administer pension funds, or trustees for those institutions for the issuance of bonds and exercise with respect to those loan or security agreements all of the powers delineated in this article for the issuance of bonds;
  - L. Provide from operating revenues for the maintenance, construction or reconstruction of facilities to ensure the public safety for which the authority has not otherwise provided;
  - M. Use operating revenues to provide payment of obligations, if any, due to the United States to implement the readjustment or reuse of the base facility;
  - N. Adopt rules pursuant to the Maine Administrative Procedure Act; and
  - O. Take all other lawful action necessary and incidental to these powers.

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## Article IV Board of Trustees

*A. Trustees.* Membership in the Board of Trustees and the method of appointment is established by 5 MRSA § 13083-I, subsection 2. The authority is governed by a board of trustees composed of 11 voting members appointed by the Governor and subject to review by the joint standing committee of the Legislature having jurisdiction over economic development matters and to confirmation by the Senate.

*B. Terms.* Trustees are appointed for 4-year terms, except that, for initial appointments, three trustees are appointed to one-year terms, three trustees are appointed to two-year terms, two trustees are appointed to three-year terms, two trustees are appointed to four-year terms and the commissioner designated serves at the pleasure of the Governor. A vacancy must be filled in the same manner as the original appointment for the balance of the unexpired term in accordance with the enabling statute referenced above. A trustee continues to hold office until a successor is appointed and qualified, but the term of the successor is not altered from the original expiration date of the holdover trustee's term.

*C. Powers and duties.* The Board of Trustees is the governing body of the MRRA. At its discretion, it may undertake such actions as it determines to be necessary or useful to promote and facilitate the proper economic redevelopment of BNAS.

*D. Resignation and removal.* A trustee, except the Chair, may resign his/her membership at any time, by submitting a written resignation to the Chair. The Chair may resign by submitting a written resignation to all other trustees. A resignation or vacancy caused by death, disability or removal shall not affect the expiration of the underlying term and any trustee appointed to replace any trustee who is unable or unwilling to continue in office serves only the unexpired term.

*E. Officers.* The Board of Trustees shall have as its officers - a Chair; a Vice-Chair; a Treasurer; and a Secretary. The officers shall be elected at the MRRA's annual meeting from among the trustees and shall serve terms of one (1) year. Trustees may serve no more than three (3) consecutive one-year terms in any single office. Officers, other than the Chair, may resign their office at any time by delivering a written resignation to the Chair, and the Chair may resign by delivering a written resignation to all other officers. Officers may be removed by action of the Board of Trustees. The officers shall have the following powers and duties:

*1. Chair.* The Chair is the head of the Board of Trustees and, as such, shall conduct the meetings, shall make recommendations to the Board for the appointment of trustees to the various committees, and shall be responsible for assuring the implementation of the general policies and direction of the MRRA and for delegating the operation of the MRRA to the Executive Director. The Chair shall have the power to sign all contracts, leases, deeds of conveyance, mortgages, notes, bonds and any and all other instruments

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necessary to the exercise of the powers given to the MRRA by law, and shall bind the MRRA thereby. The granting of this authority to the Chair does not limit or diminish any authority given by law or by these bylaws to the Executive Director, to any other person or to the Board.

2. *Vice-Chair.* The Vice-Chair shall serve as the Chair in the Chair's absence, or in the event of the disability of the Chair, or at the Chair's request. When acting as Chair, the Vice-Chair has all of the duties of and shall possess and may exercise all of the powers of the Chair enumerated in these bylaws. In addition, the Vice-Chair shall have such additional duties and responsibilities as may be prescribed by law or delegated by the Chair or the Board from time to time.

3. *Treasurer.* The Treasurer shall oversee the general fiscal affairs of the MRRA and shall be responsible for accepting all funds paid to or made available to the MRRA. In addition to the duties incident to the office of Treasurer, the Treasurer shall serve as the Chair of the Finance Committee and any other duties as may be, from time to time, prescribed by law, or delegated by the Chair or Board. The Treasurer shall work closely with the Executive Director and any accountants or financial auditors retained by MRRA to assure the proper expenditure and accounting of funds under the control of the MRRA. Any person or firm engaged by the MRRA for the purpose of performing any independent financial audits shall report directly to the Treasurer. The Treasurer shall, in the absence of the Executive Director, exercise control and custody over the funds of the MRRA, and may, in the name of the MRRA, endorse or deposit for collection any instruments, drafts, checks or notes payable to the MRRA.

4. *Secretary.* The Secretary shall keep all records of meetings and proceedings before the Board or any of its committees, and is responsible for keeping and preparing the official minutes of such meetings and proceedings. The Executive Director shall assist the Secretary in carrying out the duties described herein, and shall keep the Board's official records, minutes and the official seal of the MRRA at the offices of the MRRA. The Secretary or the Executive Director may affix the seal to any document or certificate to be given by the MRRA under seal, including certificates that copies of documents and papers of the MRRA are true and accurate copies of the originals.

*F. Indemnification.* No trustee shall be subject to any personal liability for having acted in the service of the trustee's duty as a board member and MRRA may indemnify and hold harmless any trustee from and against any expense or liability incurred by such trustee arising out of the performance of the trustee's duties as a board member.

## Article V.

### Executive Director and Staff

The MRRA shall employ an Executive Director who shall hold the title "Executive Director." The Executive Director is the Chief Executive Officer of the MRRA. Within such limitations as may be prescribed by the Board, and consistent with the general policy and direction of the

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Board, the Executive Director is responsible for carrying out the day-to-day business of the MRRA. The Executive Director shall have the power to expend such sums up to \$50,000.00, for such purchases and other purposes, as are necessary for carrying out the general business of the MRRA, in the discretion of the Executive Director. The Executive Director shall have the power to expend sums of \$50,000.00 or more with the express approval of the Board or if the expenditure is made pursuant to a contract which has already been approved by the Board. The Executive Director is responsible for the employment of such other staff as the Board may approve for the carrying out of its duties, subject to such limitations as the Board may impose.

The Executive Director shall have control and custody of the funds of the MRRA and may endorse or deposit for collection any and all notes, drafts, checks, and other instruments payable to the MRRA. The Executive Director shall have the power to sign all contracts, leases, deeds of conveyance, mortgages, notes, bonds and any and all other instruments necessary to the exercise of the powers given to the MRRA by law, and shall bind the MRRA thereby. The Executive Director may vote any shares owned or held by the MRRA in the stock of any corporation. The granting of such powers to the Executive Director in no way limits or diminishes any powers given by these bylaws to the Chair or any other officer or the Board or any committee. The Executive Director shall annually prepare and present to the Board a proposed budget, which the Board may adopt with or without modification.

## Article VI Meetings

*A. Regular meetings.* The MRRA shall hold regular meetings which ordinarily shall be monthly. The Board, in its discretion, may vary the frequency of regular meetings but in no event shall the Board hold fewer than six regular meetings per year. One of the regular meetings shall be the MRRA's annual meeting which shall be in the month of June. Regular meetings shall be held at such locations in Maine as the Board, in its sole discretion, shall choose.

*B. Special meetings.* Special meetings may be called by the Chair, and the Chair shall call a special meeting when requested by two Board trustees. Special meetings may be held at any location, including outside the state.

*C. Emergency meetings.* Whenever the Chair determines that one or more matters of significant importance and urgency must be addressed and a delay in action until the next regular meeting would be prejudicial to the best interests of the MRRA or the public, the Chair may call an emergency meeting. The Chair must provide as much advance notice to the trustees and the public as is feasible under the circumstances.

*D. Notice.* Except with respect to emergency meetings, the Chair shall provide notice of all regular and special meetings to trustees by sending written notice and an agenda, generally stating the business items proposed to be addressed at the meeting, to the trustees at least five days prior to the date of the meeting. Notice to the public shall be consistent with Maine law and

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will be accomplished by publication in newspapers of general circulation or by such other means as is likely to inform the general public and interested parties of the meeting, its time and location.

*E. Quorum.* Quorum requirements are established by Maine law (5 MRSA Section 13083-I, subsection 3), as amended from time to time. Six (6) trustees constitute a quorum and no meeting may be held and no business transacted unless a quorum is present. Six affirmative votes are required for the board to take action. A trustee is considered present for the purposes of determining a quorum and for voting on items of business even though he/she is not physically present if, by means of a telephone, television or other communications device, all persons participating in the meeting can hear and speak to each other. In the event that the Governor or Legislature has not confirmed all eleven members, a quorum shall represent a majority of the appointed trustees.

*F. Conduct of Meetings.* The Chair shall conduct the meetings in accordance with accepted principles of parliamentary procedure and *Robert's Rules of Order* shall govern any procedural questions not specifically addressed by the bylaws. The Chair may provide a forum for general public comment and may hold public hearings as deemed necessary. The Chair shall assure that debate and deliberation of matters coming before the board is restricted to trustees. The Chair may request the MRRA staff, representatives of federal, state and local governments; contractors and others having business with the MRRA to address the board as necessary.

## Article VII Committees

*A. Standing Committees.* The Board shall have the following standing committees to address the issues and operational areas described below. The Board may establish additional standing committees as it determines necessary or useful in carrying out its business and it may abolish any standing committees that it determines are no longer necessary or useful. None of the standing committees has any power or authority independent of the Board and may take no action except to meet, discuss, study, evaluate, and make recommendations to the Board for action. Every trustee shall be appointed to at least one standing committee. Committee members shall serve a term of one year, or until the next Annual Meeting, at the discretion of the Chair. The Chair shall appoint a Chair for each of the Standing Committees, except for the Executive Committee, which shall be chaired by the Board's Chair, and the Finance Committee, which shall be chaired by the Board's Treasurer. The Chair of any standing committee shall call meetings at the standing committee Chair's discretion, the Board's request, or at the request of any standing committee member. The Chair shall provide notice of any meeting to the standing committee members and the public in the same manner as notice is required for meetings of the Board of Trustees.

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*1. Executive Committee.* The Executive Committee consists of the elected officers of the MRRA: Chair, Vice-Chair, Treasurer and Secretary together with the immediate past Chair. In the event that the immediate past Chair is no longer a trustee, one of the remaining trustees will be designated by the Board to serve on the Executive Committee. The primary function of this committee is to meet and consult with the Executive Director between regular Board meetings in order to provide guidance as to the conduct of the day-to-day business of the MRRA.

*2. Finance Committee.* The Finance Committee consists of the Board's Treasurer, as Chair, and two other trustees and is responsible for overseeing the financial operations of the MRRA, including, but not limited to, the development, review and recommendations pertaining to financial statements, budgets, grants and independent financial audits. The Finance Committee is also responsible for the development of, review and recommendations pertaining to, personnel policies, work rules, employee handbook, employee benefit plans and any other administrative policies, procedures or guidelines.

*3. Environmental Committee.* The Environmental Committee consists of three trustees and will be responsible for providing information, analysis and recommendations to assist the MRRA on environmental issues, remediation efforts and property transfer and disposition issues related to the implementation of the BNAS master reuse plans in Brunswick and Topsham.

*4. Housing Committee.* The Housing Committee consists of three trustees and will be responsible for tracking and following the strategy of the Navy, GMH and Northeast Housing, LLC on the disposition and transfer of base housing units in Brunswick and Topsham and the respective impact upon the private housing and residential rental market given the projected number residential housing units likely to be vacated as squadrons begin to leave the area. It is responsible for the development, review and preparation of recommendations to the MRRA pertaining to studies and other projects related to residential property transfer and other regional housing issues.

*5. Airport.* The Airport Committee consists of three trustees and will be responsible for investigating and evaluating the feasibility of reusing BNAS's airfield for aviation uses and the development of an Airport Master Plan. It is responsible for the development, review and recommendations pertaining to studies and other projects related to aviation reuse and, if aviation reuse is established, policies, guidelines, procedures and regulations governing the use of aviation facilities.

*B. Ad Hoc Committees.* The Board may establish such ad hoc committees, upon such terms, and for such duration, as it deems appropriate. Ad hoc committees may be disbanded by the Board at such time as the Board finds that the committee no longer serves its original, or any necessary or useful purpose. The Board may alter the mission of any ad hoc committee at any time. No ad hoc

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committee has any power or authority independent of the Board and may take no action except to meet, discuss, study, evaluate, and make recommendations to the Board for action.

### Article VIII. Amendment of Bylaws

The bylaws may be amended or repealed and replaced with new bylaws, by the Board at any regular or special meeting, legally called, provided that the trustees have been furnished with the proposed changes to the bylaws at least 21 days prior to the meeting and the notice of the meeting required by Article VI, section D, clearly states that the bylaws are proposed to be changed, and the substance of the change is also clearly stated.

### Article IX. Conflict of Interest

If any Board trustee, or the spouse or trustee of the Board trustee's immediate family or descendants of the Board trustee, has an interest, direct or indirect, or is a director, officer, employee or the holder of an ownership interest in any firm or corporation that has an interest, direct or indirect, in any contract or other matter with the MRRA, the Board trustee must disclose that interest and must not participate in any discussions, proceedings or decision by the MRRA relative to that contract or matter.

A public official, trustee or employee of the authority may not acquire or hold a direct or an indirect financial or personal interest in:

- A. An authority activity;
- B. Property included or planned to be included in the base area; or
- C. A contract or proposed contract in connection with an authority activity.

When an acquisition is involuntary, the interest acquired must be disclosed immediately in writing to the Board of Trustees of the authority, and the disclosure must be entered in the Board's minutes.

### Article X Cessation of Business

In the event the MRRA ceases to operate to carry out the purposes for which it was created, these bylaws shall remain in effect until such time as the MRRA is dissolved by operation of law. Prior to such dissolution, the Board shall meet and determine the disposition of the Board's assets, which shall be in the manner prescribed by applicable federal or state law, or if no law

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controls the disposition, then for a purpose the Board determines is consistent with and in furtherance of the purposes for which the Board existed prior to its dissolution.

Adopted by the Midcoast Regional Redevelopment Authority on this 27<sup>th</sup> day of September, 2007.

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Arthur Mayo III, Chair of the Board of Trustees  
Midcoast Regional Redevelopment Authority