

# FARMINGTON ECONOMIC DEVELOPMENT COMMISSION

## BY-LAWS

### PREAMBLE

Farmington Economic Development Commission is a group of citizens and business representatives appointed by the Town of Farmington Board of Selectmen, whose purpose is to promote a sound, diversified economic base that is consistent with Farmington's rural and village character and to encourage new businesses to locate in appropriate areas of Town. Additionally, the Economic Development Commission will foster business expansion, which will increase employment opportunities within the Town of Farmington and broaden the tax base.

### **Policies**

- The EDC will encourage a diversity of local economic opportunities consistent with Farmington's community character to: (a) attract residents of Farmington to work within town, and (b) avoid to the greatest extent possible the negative effects of cyclical economic trends;
- The EDC will work to increase the real property valuation on a per capita basis by encouraging high quality commercial, industrial, and residential development;
- The EDC will recognize the Route 11 Corridor as a location for commercial and industrial activity;
- The EDC will work to strengthen and enhance the central business district of the Town of Farmington.

## ARTICLE I

### Name and Offices

1. Name. The name of this commission shall be FARMINGTON ECONOMIC DEVELOPMENT COMMISSION.
2. Offices. The offices of the FEDC shall be located at the municipal offices located in the Main Street School at 41 North Main Street, Farmington, NH 03835.

## ARTICLE II

### Membership and Meetings of Members

1. Membership. The members of the commission shall be open to all persons who espouse the promotion, encouragement and development of all lawful and beneficial business and industry within the Town of Farmington in accordance with the Master Plan and in the best interest of the Town of Farmington. To be eligible to serve, a member must be either a resident of Farmington or employed in Farmington.
2. Qualification for Membership. The members of the commission shall consist of those persons who are willing to contribute their time, energy or skills towards the purpose of the commission.
3. Rights of Members. Each member shall have one vote at any annual or special meeting of the members of said commission.
4. Meetings. Regular meetings shall be held
5. Special Meetings. Special meetings of the members may be called at any time by the Chairman of the commission or at the written request of three (3) members.
6. Quorum. At any meeting of the members of the commission, the presence of a majority of members will be necessary to constitute a quorum for all purposes. The approval of a majority of the members present shall be necessary for affirmative action on any matter.
7. Compensation and Expenses. Members shall not receive any compensation for their services, but may be paid for rendering unusual or special services to the commission or reimbursed for expenses incurred.
8. Voting. At each meeting of the members of the commission, each of said members shall be entitled to one vote.

## ARTICLE III

### Commission Membership

1. Qualification, Number and Term of Office. The business of the commission shall be managed by the officers and a board of not less than seven (7) nor more than eleven (11) members appointed under the authority of the Farmington Board of Selectmen. The Selectmen will attempt to achieve a balance between business and citizen membership. One member of the Board of Selectmen shall be appointed on an annual basis and serve as the Chair of the FEDC. Terms shall be established at the initial appointment of members.

2. Vacancies. In the case of any vacancy in the commission, the Board of Selectmen shall appoint a successor.
3. Quorum. A majority of the Board of Directors and officers shall constitute a quorum for the transaction of business, but a lesser number may adjourn any meeting from time to time, and the same may be held as adjourned without further notice. When a quorum is present at any meeting, a majority of the members present shall decide any question brought before such meeting.
4. Removal. Any commission member may be removed from office by the affirmative vote of two-thirds of the members of the Farmington Board of Selectmen represented at any regular or special meeting of the Board of Selectmen.

#### ARTICLE IV

##### Officers

1. Number. The officers of the commission shall consist of a Chairman, a Clerk, and such other officers with powers and duties not inconsistent with these By-laws, as may be elected and determined by the members. The officers shall conduct the business affairs of the commission and shall be responsible to the Board of Selectmen.
2. Qualification. All of the officers of the commission, except the Clerk, who may or may not be a member, shall be members of the commission.
3. Co-Chairmen. The Chairman shall preside at all meetings of the members and meetings of the Board of Selectmen and have the general charge and supervision of the affairs of the commission.
4. Clerk. The Clerk shall be responsible for keeping the minute book of the commission and for preparation of certified copies of commission votes, if necessary.
5. Removal. Any officer may be removed from office by the affirmative vote of three-fifths of the members of the Farmington Board of Selectmen represented at any regular or special meeting of the Board of Selectmen.

#### ARTICLE V

##### Fiscal year

The fiscal year of the commission shall concur with that of the Town of Farmington, a municipality under the laws of the State of New Hampshire.

## ARTICLE VI

### Budget

1. **Spending Authority.** The budget for the commission shall be determined by the Board of Selectmen as part of its annual budget development process. Expenditures must be approved by the Board of Selectmen.

## ARTICLE VII

### Confidentiality

In accordance with RSA 91-A:2 entitled "Meetings Open to Public," all meetings except those posted as non-public sessions in accordance with the above quoted RSA may be attended by interested members of the public. As with meetings of the Board of Selectmen, participation in commission meetings by members of the general public may be limited by the Chairman in order to ensure prompt attention to business. Commission meetings regarding negotiations or other communications involving subject matter covered by RSA 91-A:3(II), shall be held in non-public session.

## ARTICLE VIII

### Conflicts of Interest

No member of the Farmington Economic Development Commission shall introduce, speak on or vote on any resolution or issue in which that member has a pecuniary interest, direct or indirect. Notwithstanding the foregoing, the Commission may permit or request any such member to speak or testify on any motion or issue for which the member is an applicant or the agent of an applicant. In all other instances, members with a conflict of interest may submit comments in writing prior to the issue coming under consideration by the Commission. Furthermore, the FEDC is subject to the Resolution Governing the Conduct of Town Officials adopted on May 10, 2004 by the Farmington Board of Selectmen.

## ARTICLE IX

### Amendments

These By-laws may be altered, amended, or repealed with the approval of three-fifths of the Town of Farmington Board of Selectmen.

### **Amendments**

April 5, 2004

1. Article IV, Section 1 – the last sentence was deleted, which did read, "The same person may hold any two offices."
2. Article IV, Section 5 – two-thirds was changed to three-fifths.
3. Article VIII was changed from "Amendments" to "Conflicts of Interest" and the verbiage from the previous Article VIII moved to Article IX.
4. Article X – completely deleted and changed to read. This change clarifies that the Board of Selectmen is the entity authorized to change the by-laws.

April 26, 2004

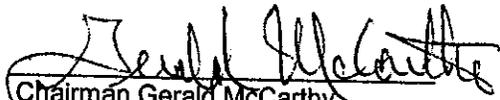
1. Article III, Section 1 – changed from, "The business of the commission shall be managed by the officers and a board of not less than seven (7) nor more than eleven (11) members appointed under the authority of the Farmington Board of Selectmen. Terms shall be established at the initial appointment of members. The Selectmen's representative shall serve his or her term as

Selectman as the Chairman of the commission. One of the general business interests appointees and one of the general citizen attendees each shall be appointed for two years and the other in each category shall be appointed for three years. The two members representing major industry shall be appointed for one year each" to "The business of the commission shall be managed by the officers and a board of not less than seven (7) nor more than eleven (11) members appointed under the authority of the Farmington Board of Selectmen. The Selectmen will attempt to achieve a balance between business and citizen membership. One member of the Board of Selectmen shall be appointed for the length of his or her term and serve as the Chair of the FEDC. ember of the Board of Selectmen. Terms shall be established at the initial appointment of members."

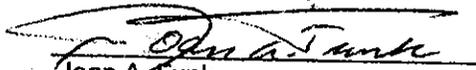
May 10, 2004

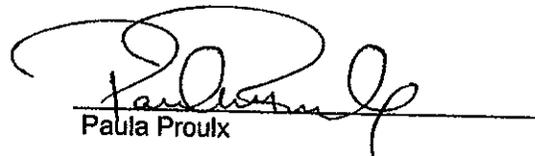
1. Article III, lines 5 & 6 were changed from, "One member of the Board of Selectmen shall be appointed for the length of his or her term and serve as Chair of the FEDC," to "One member of the Board of Selectmen shall be appointed on an annual basis and serve as the Chair of the FEDC." Article VI added the sentence, "Furthermore, the FEDC is subject to the Resolution Governing the Conduct of Town Officials adopted on May 10, 2004 by the Farmington Board of Selectmen."

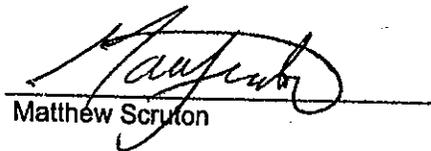
Approved – May 10, 2004

  
Chairman Gerald McCarthy

  
Paul Parker

  
Joan A. Funk

  
Paula Proulx

  
Matthew Scruton