



DESTINATION MEDICAL CENTER CORPORATION (DMCC)

BOARD MEETING

10:30 A.M. TUESDAY, MARCH 25, 2014

ROCHESTER CONVENTION CENTER



DESTINATION MEDICAL CENTER CORPORATION (DMCC)

SPECIAL BOARD MEETING

Tuesday, March 25, 2014

10:30 AM – 12:30 PM

AGENDA

- I. Call to Order
- II. Roll Call
- III. Approval of Agenda
- IV. Approval of Minutes
 - A. Meeting of January 30, 2014
 - B. Meeting of February 19, 2014
- V. Public Comment Period
- VI. Chair's Report
- VII. Election of Vice Chair
- VIII. Action Items
 - Resolution A: Designating Officers to Execute Contracts and other Instruments
 - Resolution B: Authorizing Payment of Daily Compensation and Expenses
- IX. Overview of Selected Statutory Provisions Affecting Public Officials
- X. Economic Development Agency
 - A. Development Plan and Community Input Process/Schedule
 - B. WMBE Update
 - C. Statutory Certification of Projects
- XI. Discussion
- XII. Announcement of Next Meeting
- XIII. Adjournment

**DESTINATION MEDICAL CENTER CORPORATION
BOARD OF DIRECTORS**

MINUTES
January 30, 2014

- I. Call to Order. Chair Tina Smith called the meeting to order at approximately 9:43 a.m. at the University of Minnesota Rochester, Room 417, located at Campus University Square, 111 South Broadway, Rochester, Minnesota.

- II. Roll Call. In attendance were Chair Tina Smith, Mayor Ardell F. Brede, Commissioner Jim Bier, William George, City Council Member Ed Hruska, Susan Park Rani and R.T. Rybak. James R. Campbell participated in the meeting via Skype.

- III. Adoption of Agenda. Chair Smith requested amendments to the agenda, including:
 - A. Remove item VI A: Approval of Restatement of Articles of Incorporation
 - B. Amend item VI B: Approval of Bylaws, to Discussion of Bylaws
 - C. Remove item IX A: Approval of Agreement for Destination Medical Center Services Between DMCC and EDA
 - D. Remove item IX B: Approval of Agreement for DMCC Funding and Support Between DMCC and City of Rochester

Mr. Rybak moved adoption of the agenda as amended. Commissioner Bier seconded.

Ayes (7), Nays (0), Motion carried.

- IV. Approval of Minutes. Mr. Rybak moved approval of the minutes from the meeting of November 8, 2013. Commissioner Bier seconded.

Mr. Rybak requested amending the minutes to clarify his remarks with respect to his concern about promoting the dominance of parking ramps in downtown Rochester.

Ayes (7), Nays (0), Motion carried as amended.

- V. Chair's Report. Chair Smith welcomed the community to the meeting.
 - A. Update on Governing Documents. Chair Smith updated the board on the negotiation of these documents stating that there had been productive advancement of the agreements, but more time was needed to work out final details. The documents currently being negotiated include the DMCC Articles of Incorporation, DMCC Bylaws and DMCC agreements with both the EDA and the City of Rochester.

- VI. Overview of Bylaws. Kathleen Lamb of McGrann Shea Carnival Straughn & Lamb (McGrann Shea), provided an overview of the current draft of the DMCC Bylaws.

Mayor Brede suggested a change to the language recommending that the DMCC will hold meetings in Rochester unless circumstances required a different location. Council Member Hruska asked for clarification on the vice chair role and suggested that an election of this position occur at next Board meeting.

- VII. Economic Development Agency (“EDA”) Report.

A. Chair’s report. Dr. Patricia Simmons reported the EDA has successfully completed three primary tasks requested by the DMCC Board at the November 8th meeting, including: 1) initiated the Request for Proposal (RFP) process to qualify consultant candidates to the DMCC Board; 2) coordinated with the City on the Development Plan and Comprehensive Plan process; and 3) initiated Phase I of the Community Input Process. Dr. Simmons requested that Lisa Clarke, the EDA Executive Director, and Amy Supple, the EDA Project Manager join her for the detailed presentation of these activities.

1. RFP Process. Dr. Simmons reported that the EDA selected a list of qualified candidates in accordance with the DMCC’s approved process and requested the Board approve the candidates and direct the EDA to move forward with contract negotiations with preferred firms.

Mr. Rybak and Ms. Park Rani commended the EDA on the quality of candidates and requested that as the EDA moves forward it intentionally considers how more minority-owned, women-owned and small businesses can be engaged in the planning process.

Council Member Hruska inquired as to when the EDA would make final selections and negotiate contracts. Dr. Simmons indicated this would occur after the governing documents were executed and the budget approved.

Commissioner Bier requested that as part of the EDA’s notification of selections to the DMCC Board, the EDA also provide an explanation as to how the EDA reached its decisions.

2. Targeted Business Participation. Dr. Simmons reported that the EDA has incorporated strategies and reporting of targeted business participation as part of the Development Plan. Chair Smith requested that Mr. Rybak and Ms. Park Rani serve as part of an ad hoc group to work with the EDA on this effort. Mr. Rybak requested the EDA come back at the next meeting to discuss the workforce platform in more detail, looking at national models/best-practices and working with local jurisdictions to identify their policies and procedures.
3. Budget. Amy Supple presented the DMC Budget for 2014 which includes costs to establish operations, establish the Development Plan and create a platform to market the DMC on a national/global basis.

4. Community Input Process. Lisa Clarke provided an update on the Community Input Process. The EDA initiated “phase I” to establish the framework for an engagement plan in the 8 core planning areas. Approximately 80 community members are engaged in the process.

Council Member Hruska commented that he attended one of the framework meetings and thanked the community members for giving their time to help plan the DMC. Chair Smith asked that the DMCC Board be notified as the public meetings are scheduled so members may attend.

B. Action Items.

1. Resolution No. 10-2014: Qualifying Consultants for Selection by the EDA in Five Disciplines and Areas of Expertise, dated January 30, 2013, on file with the DMCC.

Commissioner Bier moved approval. Seconded by Mayor Brede.

Ayes (7), Nays (0). Motion Carried.

2. Resolution No. 11-2014: Approving the 2014 Budget and Authorizing Transmittal to City of Rochester, dated January 30, 2013, on file with the DMCC.

Commissioner Bier moved approval. Seconded by Mr. Rybak.

Ayes (7), Nays (0). Motion Carried.

VIII. City of Rochester Presentation:

- A. Update on Comprehensive Plan. Mitzi Baker of the City of Rochester provided an update on the City's Comprehensive Plan process. Ms. Baker indicated the City also went through their RFP process and is in the process of finalizing consultants for selection by the City Council. She and other members of the planning staff are working with the EDA to identify efficiencies and streamline processes of both the consultants and the public process. The City staff intends to bring a recommendation forward to the City Council in February, 2014.
- B. Update on City/DEED Agreement. Gary Neumann provided an update on discussions between the parties, indicating that the City/DMCC/EDA staffs are working on this agreement.
- C. Titan Development Proposal. Chair Smith outlined that the statute recognized that the DMCC needed to complete a Development Plan, but projects also need to come forward to the DMCC Board before they can move forward. Chair Smith suggested that this would be a preliminary approval and the City would be at risk for the DMCC's final approval after the Development Plan is created.

Gary Neumann indicated that the City will request approval to move projects forward and a process to do that would be established. He described the project as presented to the Board in its Board packets.

D. Action Items.

1. Resolution No. 12-2014: Preliminary Limited Approval for a Proposed City of Rochester Public Infrastructure Project to be located at Broadway and Center Streets, Rochester, Minnesota

Commissioner Bier moved approval. Seconded by Mr. George.

Discussion ensued. Commissioner Bier moved an amendment to change the word "approval" in the resolution to "consideration". Mayor Brede seconded. The amendment was approved.

Ayes (7), Nays (0). Motion carried as amended.

IX. Adjournment. Chair Smith requested a motion to adjourn.

Commissioner Bier moved adjournment. Mayor Brede seconded.

Ayes (7), Nays (0), Motion carried.

The meeting was adjourned.

Respectfully submitted,

Lisa Clarke
Secretary

**DESTINATION MEDICAL CENTER CORPORATION
BOARD OF DIRECTORS**

MINUTES
February 19, 2014

- I. Call to Order. Chair Tina Smith called the meeting to order at approximately 12:43 p.m. in the Riverview Room, Suite C, 30 Civic Center Drive SE, Rochester, Minnesota

- II. Roll Call. In attendance were Chair Tina Smith, Commissioner Jim Bier, City Council Member Ed Hruska, Susan Park Rani and R.T. Rybak. James R. Campbell participated in the meeting via Skype. William George participated via phone.

- III. Adoption of Agenda. Chair Smith requested adoption of the agenda.

Commissioner Bier moved approval. Mr. Rybak seconded.

Ayes (7), Nays (0), Motion carried.

- IV. DMCC Articles and Bylaws
 - A. Resolution A: Approval of Amended and Restated Articles of Incorporation

Chair Smith moved approval. Mr. Campbell seconded.

Ayes (7), Nays (0), Motion carried.

 - B. Resolution B: Approval of Bylaws

Commissioner Bier moved approval. Mr. Campbell seconded.

Ayes (7), Nays (0), Motion carried.

- V. DMCC Agreements
 - A. Resolution C: Approval of Agreement for Destination Medical Center Services Between DMCC and EDA

Ms. Park Rani moved approval. Council Member Hruska seconded.

Ayes (7), Nays (0), Motion carried.

 - B. Resolution D: Approval of Agreement for DMCC Funding and Support Between DMCC and City of Rochester

Mr. Rybak moved approval. Mr. Campbell seconded.

Ayes (7), Nays (0), Motion carried.

VI. DMCC/City of Rochester Annual Report to Legislature

A. Resolution E: Ratification and Acceptance

Chair Smith requested ratification and acceptance of this Annual Report, which was timely filed on February 14, 2014. Mr. Hruska requested that the Board have an opportunity to review this report prior to filing in future years.

Council Member Hruska moved approval. Ms. Park Rani seconded.

Ayes (7), Nays (0), Motion carried

VII. Adjournment. Chair Smith requested a motion to adjourn.

Mr. Campbell moved adjournment. Mr. Rybak seconded.

Ayes (7), Nays (0), Motion carried.

The meeting was adjourned.

Respectfully submitted,

Lisa Clarke
Secretary

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DESTINATION MEDICAL CENTER CORPORATION

RESOLUTION NO. ____-2014

Designating Officers to Execute Contracts and other Instruments, Authorizing the Establishment of Bank Account(s), Establishing Process for Approval of Invoices

BACKGROUND RECITALS

A. Pursuant to Resolution No. 14-2014, the Destination Medical Center Corporation (“DMCC” or “Corporation”) approved Bylaws (the “Bylaws”) which provide that the Board of Directors may authorize such officer or officers, agent or agents to enter into any contract and deliver any instrument in the name of and on behalf of the DMCC, and such authority may be either general or confined to specific instances. (Bylaws, Article VI, Section 3.)

B. The Bylaws further provide the funds of the DMCC not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors or the Executive Director, if any, or the Treasurer, upon delegation by the Board of Directors, may select. (Bylaws, Article VI, Section 6.)

C. The Bylaws further provide that all checks, drafts or other orders for the payment of money issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall be determined by the Board of Directors or by the Executive Director, if any, or Treasurer, upon delegation by the Board of Directors. (Bylaws, Article VI, Section 5.)

D. The DMCC desires to designate those officers of the Corporation who are authorized to: enter into any contract or agreement and deliver any instrument on behalf of the Corporation; issue checks, drafts or other orders for the payment of money issued in the name of the Corporation; select a bank, trust company or other depository; approve invoices for payment; and enter into other agreements, contracts or instruments as may be required from time to time to carry out the business of the DMCC.

RESOLUTION

NOW, THEREFORE, BE IT RESOLVED, by the Destination Medical Center Board of Directors:

1. The Chair, or in her absence, the Treasurer is authorized to enter into any contract, agreement or document and deliver any instrument in the name of and on behalf of the DMCC.

2. The Chair, or in her absence, the Treasurer, is authorized to select a bank, trust company or other depository for the deposit of funds of the DMCC, if needed, and to execute and deliver all agreements necessary to establish and maintain such account or accounts.

3. The Chair and Treasurer or, in the absence of one or the other, any other member of the Board Directors, are authorized to sign checks, drafts or other orders for the payment of money issued in the name of the DMCC. Two signatures of members of the Board of Directors shall be required on such checks, drafts or other orders for payment. The Chair and Treasurer are further authorized to work with the Assistant Treasurer of DMCC to establish and implement policies and procedures with respect to the payment of funds on behalf of DMCC and to authorize the Assistant Treasurer to undertake such actions as are necessary for the City to act as fiscal agent for the DMCC pursuant to the Agreement for DMCC Funding and Support by and between the DMCC and City of Rochester, dated February 1, 2014.

4. The Chair, or in her absence, the Treasurer or Vice Chair, if any, is authorized to approve invoices presented to DMCC for payment. The Chair and Treasurer are further authorized to work with the Assistant Treasurer of DMCC on policies and procedures with respect to the authorization of invoices, and to implement those policies and procedures on behalf of DMCC.

BE IT FURTHER RESOLVED that the Chair is authorized, and may delegate such authority to the Treasurer or Vice Chair, if any, to take such other measures and to make and execute any necessary agreements in furtherance of the authority provided in this resolution.

DESTINATION MEDICAL CENTER CORPORATION

RESOLUTION NO. ____-2014

**Authorizing Payment of Daily Compensation and Expenses to
Destination Medical Center Corporation Board of Directors**

BACKGROUND RECITALS

A. Pursuant to Minnesota Laws 2013, Chapter 143, Article 10 (the “Act”) the Destination Medical Center Corporation (“DMCC”) Board of Directors must be compensated as provided in Minnesota Statutes, Section 15.0575, subdivision 3, which provides for the payment of per diem. The Act further provides that the member representing the medical business entity shall be treated as if an employee of a political subdivision, and that all money paid for compensation or reimbursement must be paid out of the corporation’s budget.

B. The DMCC desires to set forth the policy and procedure with respect to the payment of per diems.

RESOLUTION

NOW, THEREFORE, BE IT RESOLVED, that the Destination Medical Center Corporation (“DMCC”) authorizes Directors who are eligible to receive a per diem may receive a per diem payment for each day spent on board activities, as defined herein, at the rate provided in Minnesota Statutes, Section 15.0575 as now or hereafter amended; and

BE IT FURTHER RESOLVED that for purposes of this resolution, a “day spent on board activities” means a day in which a Director attends an official meeting of the DMCC, or attends a meeting of a standing or ad hoc committee of the DMCC. In addition, the Chair, or in his or her absence the Treasurer or Vice Chair, if any, shall approve attendance and participation of Directors at a meeting other than that of the DMCC or of its committees which constitute representation of the DMCC for which daily payment is to be paid and payment therefore shall be based upon written authorization in support of same; and

BE IT FURTHER RESOLVED that unless otherwise authorized by law or ordinance, as provided in Minnesota Statutes, Section 15.0575, subd. 3, any Director who is also a state employee or the employee of any political subdivision of the state or a member representing the medical business entity shall not receive the daily payment unless such Director takes vacation or other compensatory time from his or her non-DMCC employment for board activities that take place during working hours; and

BE IT FURTHER RESOLVED that a Director may seek reimbursement for expenses in connection with a day spent on board activities, in the manner and amount authorized under the plan prepared by the state Commissioner of Management and Budget, pursuant to Minnesota Statutes, Section 43A.18, subdivision 2. Specifically, the DMCC authorizes reimbursement of:

1. Mileage, for any Director who lives outside of the City of Rochester, to and from any meetings for which such Director's attendance constitutes a day spent on board activities under this Resolution;

2. Actual out-of-pocket parking expenses for any Director for any meetings for which such Director's attendance constitutes a day spent on board activities under this Resolution; and

3. Actual and reasonable out-of-pocket long-distance telephone charges incurred by any Director as necessary for official business of the DMCC; and

BE IT FURTHER RESOLVED that the Chair or her designee may develop forms for submission of requests for daily payments and expense reimbursements; and

BE IT FURTHER RESOLVED that the Chair, or in her absence, the Treasurer or Vice Chair, if any, is authorized to approve and pay requests for compensation and/or reimbursement as provided herein; provided that the Chair may approve such requests for other Directors and the Treasurer or Vice Chair, if any, may approve such requests for the Chair.

**SELECTED STATUTORY PROVISIONS
AFFECTING PUBLIC OFFICIALS**

March 25, 2014

McGrann Shea Carnival Straughn & Lamb, Chartered

I. Introduction

This document provides information regarding the Minnesota Open Meeting Law, the Minnesota Data Practices Act, the Minnesota Gift Ban and Conflicts of Interest statutes, and the application of these laws to public officials. This is a general overview. Because matters that arise under these areas of law are fact-specific, further analysis is required to apply these statutes to a specific issue.

II. Minnesota Open Meeting Law

A. Presumption: All meetings of public bodies are open to the public, with a few limited exceptions. Specifically, the statute provides:

All meetings, including executive sessions, must be open to the public:

(a) of a state, (1) agency, (2) board, (3) commission, or (4) department, when required or permitted by law to transact public business in a meeting;

(b) of the governing body of a (1) school district however organized, (2) unorganized territory, (3) county, (4) statutory or home rule charter city, (5) town, or (6) other public body;

(c) of any (1) committee, (2) subcommittee, (3) board, (4) department, or (5) commission, of a public body...

[T]his chapter does not apply (1) to meetings of the commissioner of corrections; (2) to a state agency, board, or commission when it is exercising quasi-judicial functions involving disciplinary proceedings; or (3) as otherwise expressly provided by statute.

Minn. Stat. § 13D.01, subds. 1, 2.

B. Requirements: The Open Meeting Law requires that:

1. A schedule of meetings be kept at the public body's primary offices. Minn. Stat. § 13D.04, subd. 1.
2. If a special meeting is required, it must be posted with the date, time, place, and purpose on the principal bulletin board of the public body, or if there is none, on the door of its usual meeting room. *Id.* at subd. 2.
3. If a party requests notice of special meetings, particular notice requirements relating to these requests apply. *Id.*
4. If an emergency meeting is required, the public body must make good faith efforts to provide notice of the meeting in accordance with the statute. *Id.* at subd. 3.

5. All votes of members on actions taken in a meeting required to be open must be recorded in a journal kept for that purpose. Minn. Stat. § 13D.01, subd. 4.
6. All votes of members must be recorded on each appropriation of money excluding payments of judgments, claims, and amounts fixed by statute. *Id.*
7. The journal must be open to the public during normal business hours where the records of the public body are kept. *Id.* at subd. 5.
8. At least one copy of any printed materials relating to the meeting's agenda must be available in the meeting room for inspection by the public while the governing body considers the subject matter. *Id.* at subd. 6.
9. If a meeting is to be closed pursuant to one of the exceptions to the Open Meeting Law set forth below, the public body must state on the record the specific grounds permitting the meeting to be closed and describe the subject matter to be discussed. *Id.* at subd. 3.

C. Meetings by Interactive Television: Meetings may be conducted by interactive television so long as:

1. All members of the body participating in the meeting, wherever their physical location, can hear and see one another and can hear and see all discussion and testimony presented at any location in which at least one member is present;
2. Members of the public present at the regular meeting location of the body can hear and see all discussion and testimony and all votes of members of the body;
3. At least one member of the body is physically present at the regular meeting location; and
4. Each location at which a member of the body is present is open and accessible to the public.

Each member of a body participating in a meeting by electronic means is considered present at the meeting for purposes of determining a quorum and participating in all proceedings.

If interactive television is used to conduct a meeting, to the extent practical, a public body shall allow a person to monitor the meeting electronically from a remote location. The body may require the person making such a connection to pay for documented marginal costs that the public body incurs as a result of the additional connection.

Finally if interactive television is used to conduct a regular, special or emergency meeting, the public body shall provide notice of the regular

meeting location and notice of any site where a member of the public body will be participating in the meeting by interactive television.

Minn. Stat. §13D.02.

D. Exceptions: The Open Meeting Law provides certain exceptions as well as the exclusions set forth above to the requirements that meetings remain open. These exceptions relate to the type of data to be discussed and are divided into two categories: those meetings which are permitted to be closed and those which are required to be closed.

1. Meetings that are permitted to be closed due to nature of data discussed:

- a. Labor negotiation strategy. Minn. Stat. § 13D.03 (closed meeting must be tape recorded and preserved for two years).
- b. When the public body is evaluating performance of an individual subject to the body's authority following disclosure of the name of the individual. Minn. Stat. §13D.05, subd. 3.
- c. When authorized by statute or permitted by the attorney-client privilege. *Id.*
- d. To determine the asking price for real or personal property to be sold. *Id.*
- e. To review confidential appraisal data. *Id.*
- f. To develop or consider offers or counteroffers relating to real or personal property purchase or sale. *Id.* (closed meeting must be tape recorded and preserved for 8 years).
- g. To receive security briefings or reports. *Id.* (closed meeting must be tape recorded and preserved for four years).

2. Meetings are required to be closed when the data discussed includes:

- a. Preliminary considerations of allegations/charges against an individual subject to the body's authority. Minn. Stat. § 13D.05, subd. 2.
- b. Educational data, health data, medical data, welfare data, or mental health data that are not public data. *Id.*
- c. An individual's medical records. *Id.*
- d. Information that would disclose the identity of alleged victims or reporters of criminal sexual conduct, domestic abuse, or maltreatment of minors or vulnerable adults. *Id.*
- e. Active investigation data or internal affairs data relating to allegations of law enforcement misconduct. *Id.*

3. In general, all closed meetings, except those closed as permitted by the attorney-client privilege, must be electronically recorded at the expense of the public body. Unless otherwise provided, the recording must be preserved for at least three years after the date of the meeting. Minn. Stat. §13D.05, subd. 1(d).

- E. Applicability: Public bodies are required to hold all meetings open to the public unless a specific exception applies.

III. Minnesota Government Data Practices Act

- A. Presumption: All government data are public and are accessible by the public for both inspection and copying unless there is federal law, a state statute, or a temporary classification of data that provides that certain data are not public. Minn. Stat. §13.01, subd. 3.

1. All government data collected, created, received, maintained or disseminated by a government entity is presumed public. Minn. Stat. § 13.03 subd. 1.
2. All government entities must keep this data in such an arrangement as to make them easily accessible for convenient use. *Id.*
3. A person shall be permitted to inspect and copy public government data at reasonable times and places, and upon request may be informed of the data's meaning. *Id.* at subd. 3.
4. A governmental entity shall provide copies of public data upon request, and if the governmental entity is not able to provide copies at the time a request is made, copies shall be supplied as soon as reasonably possible. *Id.*

- B. Exceptions: The requirements for access to governmental documents do not apply to the following:

1. Documents classified by statute. Minn. Stat. § 13.03, subd. 1.
2. Documents classified pursuant to state or federal law. *Id.*
3. Documents classified as nonpublic or protected, or with respect to individuals, documents classified as private or confidential. *Id.*
4. Trade secret data. Minn. Stat. § 13.37, subd. 1.
5. Responses to requests for bids. Minn. Stat. § 13.591, subd. 3.
6. Civil investigative data. Minn. Stat. § 13.39.
7. Labor relations information. Minn. Stat. § 13.37, subd. 1.
8. Private or nonpublic survey data. Minn. Stat. § 13.59, subd. 1.
9. Financial assistance data. *Id.* at subd. 3.

- C. Responsible Authority: The governmental entity must appoint a responsible authority for filing and record keeping purposes. The

responsible authority must prepare an inventory of data, prepare a written data access policy and perform other obligations pursuant to the statute. Minn. Stat. §13.025.

- D. Applicability: Except in limited circumstances, all government data of a public body is public and must be kept in a place and manner which is easily accessible for public viewing. The public may copy data (for a reasonable fee) and, upon request, be informed of the data's meaning.

IV. Minnesota Gift Ban

- A. Presumption: Public officials are prohibited from accepting gifts from lobbyists and lobbyists are prohibited from giving gifts to public officials. Specifically:

A lobbyist or principal may not give a gift or request another to give a gift to an official. An official may not accept a gift from a lobbyist or principal.

Minn. Stat. § 10A.071, subd. 2. The members of the Destination Medical Center Corporation are deemed public officials. Minn. Stat. § 469.41, subd. 10.

The statute defines a "gift" as "money, real or personal property, a service, a loan, a forbearance or forgiveness of indebtedness, or a promise of future employment, that is given and received without the giver receiving consideration of equal or greater value in return." Minn. Stat. § 10A.071, subd. 1(b). An "official" is defined as "a public official, an employee of the legislature, a judge, or a local official of a metropolitan governmental unit." Id., subd. 1(c). Please note that a counterpart gift ban applicable to local units of government can be found in Minn. Stat. §471.895.

- B. Exceptions: The gift ban does not apply to the following circumstances:

1. A contribution as defined in section 10A.01, subdivision 11;
2. Services to assist an official in the performance of official duties, including but not limited to providing advice, consultation, information, and communication in connection with legislation, and services to constituents;
3. Services of insignificant monetary value;
4. A plaque with a resale value of \$5 or less;
5. A trinket or memento costing \$5 or less;
6. Informational material with a resale value of \$5 or less; or
7. Food or a beverage given at a reception, meal, or meeting if: (a). the reception, meal or meeting is held away from the recipient's place of work by an organization before whom the recipient appears to make a speech or answer questions as part of a program; or (b). the recipient is a member or employee of the legislature and an invitation to attend the reception, meal or meeting was provided to all members of the legislature at least five days prior to the date of the event.

Minn. Stat. § 10A.071, subd. 3(a).

In addition, the statutory prohibitions do not apply if the gift is given “because of the recipient’s membership in a group, a majority of whose members are not officials, and an equivalent gift is given to the other members of the group” or if the gift is from “a lobbyist or principal who is a member of the family of the recipient, unless the gift is given on behalf of someone who is not a member of that family.” Minn. Stat. § 10A.071, subd. 3(b).

- C. Applicability: Except in limited circumstances, no public official may accept a gift from a lobbyist as defined by the statute.

V. Conflict of Interest

- A. Presumption: Minnesota Statutes, Section 10A.07 requires public officials to disclose potential conflicts of interest. Public officials are further required to abstain, if possible, from any decision in which he or she may have any personal financial interest.

A public official . . . who in the discharge of official duties would be required to take an action or make a decision that would substantially affect the official's financial interests or those of an associated business, unless the effect on the official is no greater than on other members of the official's business classification, profession, or occupation, must take the following actions:

1. prepare a written statement describing the matter requiring action or decision and the nature of the potential conflict of interest;
2. deliver copies of the statement to the official's immediate superior, if any; and
3. if a member of the legislature or of the governing body of a metropolitan governmental unit, deliver a copy of the statement to the presiding officer of the body of service.

If a potential conflict of interest presents itself and there is insufficient time to comply with clauses (1) to (3), the public or local official must orally inform the superior or the official body of service or committee of the body of the potential conflict.

Minn. Stat. § 10A.07, subd. 1.

In addition to the statutorily prescribed disclosure, the conflicted public official must abstain from the affected action:

If the official is not a member of the legislature or of the governing body of a metropolitan governmental unit, the superior must assign the matter, if possible, to another employee who does not have a potential conflict of interest. If there is no immediate superior, the

official must abstain, if possible, in a manner prescribed by the board from influence over the action or decision in question. If the official is a member of the legislature, the house of service may, at the member's request, excuse the member from taking part in the action or decision in question. If the official is not permitted or is otherwise unable to abstain from action in connection with the matter, the official must file a statement describing the potential conflict and the action taken. A public official must file the statement with the board and a local official must file the statement with the governing body of the official's political subdivision. The statement must be filed within a week of the action taken.

Minn. Stat. § 10A.07, subd. 2.

- B. DMCC Statute: The DMCC enabling statute (Minnesota Statutes, Section 469.40 through 469.47) sets forth a specific conflict of interest provision:

Except for the member appointed by the medical business entity, a member must not be a director, officer, or employee of the medical business entity. A member must not participate in or vote on a decision of the corporation relating to any project authorized by or under consideration by the corporation in which the member has either a direct or indirect financial interest. No member may serve as a lobbyist, as defined under section 10A.01, subdivision 21.

Minn. Stat. § 469.41, subd. 9.

- C. Applicability: The statutes relating to conflicts of interest are very fact-specific. Further analysis is required to apply these statutes to a given situation.



REPORT DATE: MARCH 25, 2013

Executive Summary

The governance documents between the DMCC, City and EDA were executed in March, 2014. Upon execution, the EDA began the process to initiate the Development Plan. The work has included:

Budget/Accounting Update

- Budget Approval - On February 19, 2014 the City Council approved the 2014 budget.
- Payment Application Process - Is formalized in contracts, City acting as fiscal agent

Project Schedule

- The Master Project Schedule - Has been adjusted to a February start date, to recognize the completion dates of the DMCC, City and EDA contracts and the budget approval by City.
 - Development Plan Period remains within 1 year, as previously approved by DMCC Board of Directors (see attached summary schedule)
- Requested Additions (Tentative):
 - DMCC visioning session in April 2014, will be coordinated with a public meeting
 - DMCC Board Meeting in December 2014, to approve preliminary draft of Development Plan

Development Plan Status

- The EDA and City-County Planning Departments are in process of coordinating the work of the DMC Development Plan and City Comprehensive Plan - The primary goals of this effort are to:
 - Coordinate consultant selection/scopes of work for transportation and infrastructure plans
 - Share information / streamline planning process
 - Reduce consultant fees / overall cost of plans
 - Coordinate work plan schedules and deliverables
 - DMC Development Plan – Approx. 1 year (Target Completion February 2015)
 - City Comprehensive Plan – Approx. 1.5 - 2 years
 - Coordinate community input / public process
- EDA negotiate with consultants to finalize scopes of work based on new schedule

Community Input Process

- The EDA has completed Phase I of the Community Input Process – the Framework / Data Collection
 - An 80 person committee has identified core considerations in 8 focus areas
- Phase II of the Community Input Process – This includes Public Meetings and is being initiated (see attached schedule)

Targeted Business / Workforce Development

- EDA/planning team is working to identify opportunities for increased targeted business participation
- EDA, City and DMCC have engaged community groups and begun to collect data
- EDA has coordinated with DMCC Board members Susan Park Rani and RT Rybak to identify key considerations for the Development Plan strategy / implementation framework
 - As a result of these discussions, EDA met with its legal advisors to discuss contract requirements that recognize issues unique to targeted businesses (e.g. insurance provisions, risk provisions, etc.)
- EDA, City and DMCC are meeting to establish the planning process for targeted business and workforce initiatives in the Development Plan

Other

- Certification of Investment. EDA, City and DEED are reviewing/finalizing information. Certification to be submitted to DEED by April 1, 2014



REVISED DEVELOPMENT PLAN SCHEDULE

UPDATED PROJECT SCHEDULE / DMCC BOARD MILESTONES

The following includes an updated master project schedule (MPS) and anticipated milestones for the DMCC Board of Directors meeting. This MPS has been revised for a February 2014 start date which generally reflects the timeframe of DMCC, City and EDA contracts and budget approval. The total planning period for the Development Plan remains within a 1 year period as previously approved by the DMCC Board of Directors. This MPS is based on current information and is subject change. The timelines for completion of work incorporates frequent updates and feedback from the DMCC, City, EDA and the public. While every effort will be made to maintain the 1 year MPS, delays in the schedule may occur as a result of requests for additional information from the public input process and/or directives from the DMCC, City and/or EDA. Such potential delays may result in the extension of the overall project schedule. The EDA will provide a report to the DMCC on the progress of the schedule and planning at DMCC Board meetings.

