

Broadway Corridor

Steering Committee Meeting #1

Prosper Portland, 222 NW Fifth Avenue, 1st Floor – Commission Conference Room

May 18, 2017, 9:00 a.m. – 12:00 p.m.

MEETING PURPOSE

The purpose of the meeting is for the committee and staff to establish a shared understanding and ownership of the project purpose and process, roles and responsibilities. The participants should leave the meeting energized to carry out their unique role as project champions.

MEETING DESIRED OUTCOMES

- A shared understanding of the project purpose, scope and process
- A draft set of project guiding principles solicited from the committee
- A shared understanding of the way we will work together
- Direction to staff on the draft steering committee charter

MEETING ATTENDEES: attached

MEETING MATERIALS

- Presentation
- Draft Steering Committee Charter
- Public Meeting Requirements and Conflict of Interest Disclosure Form

SUMMARY MEETING NOTES

1. **Welcome:** Kimberly Branam, Executive Director, welcomed the Steering Committee
2. **Introductions Ice Breaker:** Co-Chair Zeke Smith of United Way facilitated the meeting and asked the members to participate in an ice breaker exercise that involved meeting in groups of four, doing quick introductions, and spending three minutes finding something each had in common. Groups then shared a quick report out.
3. **Mayor's Welcome and Vision:** Mayor Wheeler thanked the Steering Committee for their commitment and discussed the immense opportunities of the Broadway Corridor redevelopment
4. **Why we are here:** Executive Director Branam provided an overview of Prosper Portland's approach to planning for the redevelopment of the Broadway Corridor and a high-level overview of the study area. *(See also: attached presentation)*
 - Steering Committee Discussion
 - Looking to the future for development
 - Excited about framework, how it differs from other projects, great opportunity but will be challenging to sustain over a long period of time
 - Like the new frame work and shift in approach. Question whether the timeline is sustainable, more important to get what we want in 10 years.

5. **Guiding Principles Exercise:** Zeke Smith facilitated an activity where committee members and participants were asked to write four principles on Post-it notes to inform the guiding principles from the Framework Plan in the form of “the project will promote...” or “the project will benefit...” Participants were asked to self-organize their comments by principle.

6. **How we are going to do business:**

6.1. Wayne Shammel, Assistant General Counsel, provided an overview of public meeting requirements, conflict of interest considerations, and public record requirements. *(See also: attached presentation)*

- Steering Committee Discussion:
 - Clarifications about e-mail: anything presented by staff is already in the public record; copy Sarah or Anne on communications between members of the committee; Advise to not use text.
 - Personal conversations between committee members only constitute a public meeting if there are a majority of members present.
 - Communications to others outside of the Steering Committee are allowed but consider the appropriate timing and level of detail. If you feel uncomfortable it may not be appropriate.
- Steering Committee Action: Committee members were asked to return their Conflict of Interest Disclosure Forms.

6.2. Mayra Arreola, Director of Social Equity, Policy and Communications, provided an overview of the various project committees, their roles, and how they will interface as the project progresses. *(See also: attached presentation)*

6.3. The Steering Committee worked in small groups to review and provide feedback on the draft Steering Committee Charter.

- Steering Committee Discussion:
 - Decision Making:
 - Prefer consensus where possible; Suggest 2/3 vote vs simple majority when necessary; take time to understand sticking points; Description of “weighted voting” is unclear, suggestion of a range: strongly agree to strongly disagree; Weighted voting could provide useful information.
 - Absentee voting - what happens when a committee member can’t attend but really wants to vote? Clarity on absentee voting and proxy voting; would like fair warning of when a vote will occur.
 - Would be helpful to have a flow chart identifying the decision points, who’s making them and where recommendations going. Would like transparency in the decision making process.
 - Support not revisiting a previous recommendation and therefore need to make decisions wisely
 - Meeting Materials and Preparedness:
 - Send out materials in advance

- Members to take the commitment seriously and come to meetings prepared
- Provide options for members to use less paper use; ability to opt out of hard copies and access to shared files online
- Other
 - Clarify the roles and responsibilities of Prosper Portland
 - Workforce equity to be referenced in charter – need to consider workers on-site after it is built
- Steering Committee Action: Steering Committee members were asked to provide any additional input to Sarah before the next meeting.

7. **Public comment:** none

8. **Closing remarks:** Commissioner Myers provided closing remarks, noting key themes highlighted in Guiding Principles exercise.

MEETING ATTENDEES

	Last Name	First Name	Organization	Present
1	Andrews	Sona	PSU	X
2	Bealer	Andre	NAMC-Oregon; MCIP	X
3	Blackman	Sam	AWS Elemental	X
4	Block	Greg	Sustainable Northwest	X
5	Brennan	Emily	Oregon Tradeswomen	X
6	Devendorf	George	Transition Projects	X
7	Farhoodi	Reza	Pearl District Neighborhood Association	X
8	Friesen-Strang	Elaine	AARP	
9	Galster	George		X
10	Genasci	Donald	University of Oregon	X
11	Gonzalez	Jose	Miracle Theatre Group	X
12	Haines	Kelly	Worksystems Inc.	X
13	Haynes	Marion	Portland Business Alliance	X
14	Hipolito	Alan	Verde	X
15	Houck	Mike	Urban Green Spaces Institute	
16	Kadish	Nathan	Ecotrust	X
17	Kaylor	Christian	Oregon Employment Department	X
18	Kransky	Gerik	The Street Trust	
19	Le	Khanh	Main Street Alliance	X
20	Leach	Elizabeth	Leach Gallery	X
21	Lee	Neil	CCBA / LEEKA	X

	Last Name	First Name	Organization	Present
22	Long	Maggie	SEIU Local 49	alternate
23	Lumley	Paul	NAYA	x
24	McIlvaine	Leigh	Mercy Corps Northwest	
25	Myers	Willy	Prosper Portland / Columbia Pacific Building Trades	x
26	Oxley	Chris	Portland Trail Blazers	
27	Paulson	James	JMPDX LLC / Worksystems Inc. Board	x
28	Potter	MaryAnn	Hispanic Chamber	x
29	Rappaport	Nicole	IUOE, Local 701	
30	Reddy	Raahi	APANO	x
31	Rosenberg	Robin	Wieden & Kennedy	x
32	Satterfield	Vivian	OPAL Environmental Justice Oregon	x
33	Saul	Amanda	Enterprise	x
34	Sherman	Jill	Gerding Edlen	x
35	Smith	Zeke	United Way	x
36	Stevenson	Sarah	Innovative Housing, Inc.	x
37	Sunderland Perez	Veronica	Latino Network	x
38	Szporluk	Michael	self-employed	
39	Turoczy	Rick	PIE	x
40	Tuski	Don	Pacific Northwest College of Art	x
41	Uhlig	Alicia Daniels	International Living Future Institute	
42	Williams	Ian	Deadstock	x

	Last Name	First Name	Organization	Present
	Other Attendees			
	Knox	Darby	PNCA	
	Kane	Alisa	BPS	
	Lienhart	Nolan	ZGF	
	Hoy	Rachel	BPS	
	Lara	Victoria	Lara Media	
	Hernandez	Ivan	Lara Media	
	Unsworth	Dave	TriMet	
	Starin	Nicholas	BPS	
	Madsen	Scott	Capacity Commercial	
	Horner	Brett	Parks	
	Sams	Doug	ZGF	
	Creager	Kurt	PHB	
	Van Bockel	Dory	PHB	

MEETING MATERIALS

- Draft Steering Committee Charter
- Public Meeting Requirements and Conflict of Interest Disclosure Form

DRAFT
Broadway Corridor Steering Committee Charter
May 2017

Background

The Broadway Corridor study area (Corridor) is approximately 24 acres within northwest downtown Portland. The largest property in the study area, owned by the Prosper Portland and the Portland Housing Bureau (PHB), is the 14 acre U.S. Postal Service (USPS) site. Prosper Portland also owns Union Station – an active hub for Amtrak passenger rail with connections to light rail, local bus service and regional transportation options. The location and size of the Broadway Corridor study area represents an exceptional opportunity for contributing to Prosper Portland’s vision for an equitable economy by advancing opportunities for prosperity, creating a vibrant neighborhood, and supporting family wage jobs. These objectives can only be achieved through effective collaboration with the community, the private sector and public partners.

Prosper Portland reserves the right to modify the following as necessary to best support project needs.

Article I. Broadway Corridor Steering Committee

The name of this advisory committee is the Broadway Corridor Steering Committee.

Article II. Purpose

The Broadway Corridor Steering committee will advise the Broadway Corridor Executive Committee on goals and implementation strategies for the development of the Corridor including:

- Diverse and meaningful community engagement, especially reaching those who have not historically benefited from Prosper Portland investments, in planning for development in the Corridor;
- Evaluation criteria and selection of development partner(s)
- Community benefits including business and workforce construction equity and other training and employment opportunities for people of color
- Strategies to foster wealth creation within communities of color
- Transportation strategies, circulation, open space, cultural uses and programming that will make this an inviting neighborhood for diverse residents and visitors
- Sustainable development requirements that further the City’s climate action plan and demonstrate Portland’s environmental leadership
- Prosper Portland’s financial sustainability goals and investments that flow from returns to Prosper Portland.
- Other goals identified by the Steering Committee and community
- How to reconcile competing goals and conflicting input and recommend priorities

Article III. Membership

Steering Committee members were selected by the Prosper Portland and Portland Housing Bureau leadership and confirmed by Mayor Wheeler following an open solicitation of interest and targeted outreach. Forty-two members were selected to represent affordable housing, communities of color, neighborhoods, business and labor, development and design, environment and sustainability, public space, transportation, youth and education. If a member is unable to continue service on the Steering Committee, Prosper Portland will determine whether to replace that member with a new member.

Article IV. Co-Chairs

The Steering Committee Co-Chairs were selected by Prosper Portland leadership. They are:

- Willy Myers, Prosper Portland Commissioner, serving as liaison to Prosper Portland Board of Commissioners
- Zeke Smith, Chief Impact Officer/United Way, serving as facilitator for the Steering Committee.

Two additional Co-Chairs will be identified by the Executive Committee with input from the Steering Committee to serve as the lead conveners of the Community Benefits and Urban Development Subcommittees of the Steering Committee, and as liaisons to the Executive Committee.

Article V. Subcommittees and Work Sessions

A Community Benefits Subcommittee and Urban Development Subcommittee, comprised of Steering Committee members, will be established to inform the work and recommendations of the Steering Committee. Subcommittees may elect to engage other stakeholders as necessary to inform their work. The Subcommittees are tasked with providing input to the Steering Committee but formal votes and recommendations will not occur within the Subcommittees.

Work Sessions to address specific technical expertise and interests may also be convened on an ad hoc basis to inform the work of the Steering Committee and Subcommittees. The need and focus of the Work Sessions may be recommended by the Steering Committee and/or staff. Work Sessions may include but will not be limited to Steering Committee members.

Article VI. Meetings

Members will convene as the Steering Committee and/or Subcommittees approximately monthly for up to three hours. Members are expected to be prepared for meetings, attend all committee meetings and participate actively in additional work between meetings. Members of the Steering Committee are expected to serve through December 2018.

Members shall receive the agenda, any information necessary to act on agenda items, and the minutes of the previous meetings a week in advance of each regularly scheduled meeting. Agendas will identify which items are informational and which require action by the Steering Committee. Prosper Portland will provide administrative support and project/program/policy expertise as appropriate. Steering Committee Meetings will be open to the public and provide time for public comment.

Article VII. Recommendation Process

Steering Committee recommendations should represent a broad base of collective wisdom about what will best serve our city. The Steering Committee will work to develop consensus around recommendations to be forwarded to the Executive Committee. If consensus is not possible, the Steering Committee co-chairs will call for a weighted vote in which Steering Committee members express their level of support or concern on a scale of one (support) to four (oppose). The co-chairs will aim to resolve any strong opposition when possible. If this is not possible, the co-chairs will call for a simple majority vote. Outstanding concerns and minority opinions will be identified and communicated in the meeting summary or other report.

Based on project needs and milestones, the Steering Committee and Subcommittees will also be asked to provide input to further project progress without a formal recommendation.

Article VIII. Deliverables

The primary deliverables of the Steering Committee are to provide recommendations regarding priorities for: the solicitation for a development team; a Community Benefits Agreement; a Master Plan; and a Development Agreement. In addition to formal recommendations, the Steering Committee members may be asked to provide input through focus groups, surveys, and other engagement exercises; and to provide testimony to decision making bodies.

Article IX. Communication

This Steering Committee represents a diversity of expertise, skills and viewpoints. Members are expected to:

- Listen carefully.
- Keep an open mind.
- Critique issues, not people or organizations.
- Respect the views of others.
- Prepare for meetings.
- Speak honestly.
- Allow everyone to speak without dominating the conversation.
- Take responsibility for the success of the meeting and the Steering Committee's recommendations.
- Not ask to revisit a previous recommendation unless a majority of Steering Committee members present agree.
- Communicate project information to their constituents and reflect constituent input and priorities in Steering Committee discussions and recommendations.
- Consult Prosper Portland when receiving media inquiries regarding the project.

- Be transparent about conversations they are having and actions they or their organization is planning to take in relationship to the project.
- Communicate directly and in a timely fashion to address and resolve issues if conflict arises.

Article X. Roles and Responsibilities of Members

Prosper Portland, PHB, partner organizations and community members rely on the Steering Committee to act as stewards and leaders of the Corridor. Members are expected to:

- Attend all committee meetings and other related public activities.
- Notify Prosper Portland in advance when you are unable to attend a meeting.
- Review agenda and meeting information in advance of the meeting
- Assist Prosper Portland to identify and inform other community stakeholders about the work of the Steering Committee
- Seek acknowledgement from the co-chairs when you wish to represent the work of Steering Committee in other forums, such as the Portland Design Commission and City Council.

Article XI. Absences and Alternates

If a Steering Committee member is not able to attend a meeting, they are expected to notify Prosper Portland staff in advance. Members can send a substitute or alternate in their stead, but are asked to brief that individual in advance so that they are aware of Steering Committee work to date. Alternates and absent members may not participate in Steering Committee votes.

Article XII. Public Comment

The Steering Committee meetings are public meetings. Up to ten minutes of each meeting will be made available for members of the public to address the Steering Committee.

The committee co-chairs will determine the public input process that will be included in the public meeting posting and announced at the beginning of each meeting.



CONFLICTS OF INTEREST, PUBLIC RECORDS AND PUBLIC MEETINGS LAW SUMMARY for the BROADWAY CORRIDOR STEERING COMMITTEE

Thank you for agreeing to serve on the Broadway Corridor Steering Committee (the “Steering Committee”). The Steering Committee will play an important role in advising on goals and implementation strategies for the redevelopment of the Broadway Corridor to ensure this once-in-a-generation opportunity will add to Portland’s economy and vitality and deliver tangible community benefits.

Although the Steering Committee is an advisory body, and not a decision-making body, its members are nonetheless subject to laws and policies governing conflicts of interest, gifts, public records retention and public meetings. Below is a brief description of how these laws and policies apply to your work for the Steering Committee. Please review the materials below and sign the attached Certificate that discloses any actual or potential conflicts of interest you may have and confirms that you have been informed of the following laws and policies.

You are encouraged to ask questions and gain clarification if you have even the smallest concern that there may be an issue, so that the Steering Committee and staff can work together to craft a solution. Addressing any conflicts or public meeting or public records issues, in advance, is the best way to keep them from becoming a problem.

1. Conflicts of Interest. When acting as a member of the Steering Committee, you are considered a public official for conflict of interest purposes. As such, each member owes a duty of loyalty to the citizens of Portland. No member may use his or her position on the Committee for personal benefit. For example, members may not use confidential information obtained while working on the Committee, nor make a recommendation in Committee, for personal financial gain.

The law of conflicts of interest differentiates between “actual” conflicts of interest and “potential” conflicts of interest. An actual conflict exists if an action taken by a Steering Committee member (including voting for or against a recommendation) WILL result in a financial gain (or the avoiding of a financial detriment) to the member or to his/her Relative or any business in which they have a material interest. A “potential” conflict of interest if an action taken by a member MAY result in a financial gain (or the avoiding of a financial detriment) to the member or to his/her Relative or any business in which they have a material interest. If an actual conflict of interest exists, the member must disclose the conflict and may not vote or take any action on the matter where the actual conflict exists. If a potential conflict exists, the member must inform the other members of the nature of the conflict before the vote occurs, but the member may still vote on the matter, after disclosure of the potential conflict.

For example, if the Steering Committee were preparing to vote on whether to recommend awarding a development contract to a company in which a particular member's brother-in-law was a partial owner, the member would have an ACTUAL conflict of interest since the award of the contract would result in a financial gain to a Relative of a Steering Committee member. As such, the member must recuse themselves from the matter and not participate in the vote.

An example of a potential conflict of interest would be if a member owned real property near the Post Office site and the Steering Committee was voting to recommend on make improvements to the Post Office site that might indirectly increase the property values of nearby properties. In such a situation the member MAY participate, but only after the member has disclosed that he/she owns property near the site.

The attached Disclosure Certificate, disclosing any currently known actual or potential conflicts, must be filled out by you and returned to Sarah Harpole. More complete information about Conflicts of Interest, including definitions of "Relative" and "financial gain" can be found in the Conflict of Interest Policy for PDC Advisors, which is attached as an exhibit hereto. If you have any questions as to the extent or application of the conflicts law – such as whether a certain fact pattern is subject to the law – please consult with Sarah Harpole, who will confer with the Prosper Portland legal team.

2. Gifts/Meals/Tickets. No member of the Steering Committee may receive anything of value from any person or organization that might have a potential interest in the development of the Broadway Corridor. A common example of this type of conflict would be a Steering Committee member attending a private meal with food and drink paid for by a developer or contractor with an interest or potential interest in doing business as part of the Broadway Corridor redevelopment.

Another common example of gifts as a conflict of interest are tickets to sporting and cultural events offered to a Steering Committee member by a developer, contractor or property owner with an interest or potential interest in the Broadway Corridor redevelopment.

3. Public Records Generally. The Oregon Public Records Law ("OPRL") applies to Prosper Portland and the Portland Housing Bureau and their advisory committees. Broadly, all written documents related to the Steering Committee must be retained and copies delivered to a member of the public who requests a copy, unless the document is exempt. This means that you must keep, and not destroy, all notes and written communications (emails/texts) to or from you related to the Committee business.

In order to comply with the OPRL and minimize your personal filing and records retention obligation as a member of the Steering Committee, Anne Crispino-Taylor has been designated as the records retention officer for the Steering Committee. Please make a habit of copying Anne on any document or email as soon as possible after receiving them (not including any document given to you by City staff, as there will already be a retained copy). If you have any question about whether a document or communication in your possession is subject to the OPRL, please contact Anne and she will help you determine if the document or communication in question is a public record or is exempt or consult with Prosper Portland legal staff to get an answer for you.

If you have any specific questions about the application of the OPRL, or any exemptions available thereunder, or if you would like more detailed information about the OPRL, please contact Anne Crispino-Taylor and she will get an answer for your question(s) and/or direct you to additional detailed resource material on the issue.

4. Public Meetings Generally. Under the Oregon Public Meetings Law (“OPML”), all meetings of the Steering Committee shall be open to the public. Attendance at a public meeting by a member of the public does not mean that they must be allowed to directly participate in the meeting unless allowed by the presiding officer.

Prosper Portland will provide public notice of all Steering Committee meetings, including location and major topics. All official actions by the Steering Committee, including final recommendations, must be by open public vote (no proxies or absentee voting).

Finally, the OPML requires that there shall be sound, video, written notes or digital recordings of all public meetings. These need not be verbatim but must give a true reflection of the matters discussed at the meeting and the views of the participants. Minimum requirements for the minutes of public meetings include who was present, the substance of discussions and the results of any vote.

5. Conclusion. If you have any questions regarding these issues, please contact Sarah Harpole. In short and in general, please:

- Be sure to declare actual or potential conflicts of interest if and when they arise;
- Do not accept gifts from any person who has a financial interest in the results of your work on the Steering Committee;
- Keep and transmit a copy of any document or communication you receive (including emails and text messages) related to your work on the Steering Committee to Anne Crispino-Taylor; and,
- Avoid discussing Steering Committee business with other members of the Steering Committee to the greatest extent possible outside of official Steering Committee meetings or assignments.

Again, thank you for volunteering to serve on the Steering Committee. We look forward to your work and the prosperous redevelopment of the Broadway Corridor.

Prosper Portland Contacts:

Sarah Harpole – (503) 823-3337 – harpoles@propserportland.us

Anne Crispino-Taylor – 503-823-3268 – crispino-taylor@propserportland.us



Administrative Policy

Subject:	Conflicts of Interest – PDC Advisors and Board of Commissioners	Number:	AP-13.02
Effective Date:	February 14, 2013	Page:	Page 1 of 4
Approved By:	 Patrick Quinton, Executive Director	Supersedes:	AP-09.06
Policy Sponsor:	Executive Director		
Policy Owner:	General Counsel		

This Policy:

- Describes the general fiduciary duties owed by all PDC Advisors, including (a) appointed members to advisory groups (e.g., an Urban Renewal Advisory Committee) and (b) non-employees who sit on panels or committees that make recommendations to PDC on procurement matters or development projects (e.g., members of an evaluation committee that review responses to a Request for Proposals)
- Sets rules and procedures for PDC Advisors who may be faced with situations where their actions as an Advisor will or could result in financial or other gain to themselves or a Relative
- Describes the legal prohibitions against Advisors accepting gifts or benefits from individuals or organizations which have, or may have, interests in the business of PDC
- Directs the General Counsel to provide support to PDC's Board of Commissioners in meeting their statutory conflict of interest duties under Oregon statute

Capitalized terms in this Policy are defined in Section E below. See AP-13.01 for the conflicts of interest rules pertaining to PDC employees.

A. **In General.** Pursuant to statute ([ORS 244.020](#)), PDC Advisors are considered "Public Officials." Service as a Public Official is a public trust under the statute and carries with it the fiduciary duties of loyalty and fidelity to the public. A PDC Advisor may not use his or her position for personal benefit, and must also refrain from any action that may give the appearance of using one's position for possible personal benefit.

In this regard, PDC Advisors shall abide by the following standards:

1. Advisors may not use their appointed position in any way to obtain financial gain for, or avoid financial detriment to, the Advisor or a Relative.
2. Advisors may not recommend award of a contract or financial benefit to a business in which the Advisor or any Relative has a Material Financial Interest.
3. Advisors may not use information received because of their service to PDC for the financial gain of, or to avoid financial detriment to, the Advisor or a Relative, if such information is not generally known to the public.

4. Pursuant to state statute (ORS 244.025), no Advisor may receive a gift or anything of value from any person or organization with a real or potential interest in the business of PDC, with an aggregate value in any calendar year in excess of the limits set by the statute (\$50 as of February 2013). Without limitation, meals and event tickets are considered benefits of value subject to the statute.

B. Dealing with an Actual or Potential Conflict of Interest.

1. An actual or potential Conflict of Interest exists if an action, decision, or recommendation by a PDC Advisor, while acting on behalf of PDC, will result (“actual conflict”) or may result (“potential conflict”) in financial gain or financial detriment, to:
 - a) The Advisor or a Relative,
 - b) A Business Organization in which the Advisor or a Relative has a Material Financial Interest,
 - c) An Outside Organization of which the Advisor or a Relative is a board member or officer, or
 - d) An Outside Organization of which the Advisor or a Relative is an employee or agent.
2. When faced with an actual or potential Conflict of Interest, a PDC Advisor shall notify the PDC employee in charge of the advisory committee, procurement process, or recommendation panel and disclose the nature of the actual or potential conflict. The PDC employee, potentially in consultation with the Chief Conflicts Officers (see AP-13.01) shall determine whether the nature of the conflict is an actual conflict or potential conflict.
 - a) If the PDC employee determines that an actual conflict exists, the Advisor shall recuse himself or herself from any further involvement in the committee, process or panel, and shall refrain from making any recommendation on the matter.
 - b) If the PDC employee determines that a potential conflict exists, the Advisor shall make a public announcement of the nature of the Potential Conflict, so that all other members of the committee, process or panel are made aware of the Potential Conflict. Thereafter, the Advisor may participate in the discussion and make a recommendation.
 - c) In both cases, the PDC employee in charge of the advisory committee, procurement process or recommendation panel shall make a written note in the official records of the committee, process or panel of the nature of the conflict and the manner in which it was resolved.
3. There may be other situations where an action by a PDC Advisor may result in a perceived Conflict of Interest even though the circumstances do not strictly fall within the specific situations described above. **All PDC Advisors should be diligently attentive about how their actions may be perceived by third parties and the public.** If an Advisor believes there is some circumstance where there may be a possible appearance of unfair advantage, such Advisor shall treat the situation as a potential Conflict of Interest according to Section B(2) above.

C. Policy Implementation Examples.

Scenario 1:

A PDC Advisor (Joe) is appointed to a panel to make recommendations on contracting a consultant to provide services for a PDC project.

Three proposals are received after a formal solicitation process, including one from the Jupiter Construction Group (JCG).

Joe's sister is on the Jupiter Consulting Group's Board of Directors.

The hiring decision will result in financial benefit (if the contract is awarded to JCG) or detriment (if the contract is not awarded to JCG) to a Business Organization (the JCG) for which Joe's Relative is a director.

Conclusion: This decision creates an actual conflict of interest for Joe.

Action: Joe should inform the PDC employee in charge of the panel and recuse himself from further participation on the panel. The PDC employee in charge of the panel shall note in the official records of the panel that Joe declared an actual conflict of interest and recused himself from the panel.

Scenario 2:

A PDC Advisor (Sally) has been asked to serve on an advisory committee to make recommendations on the possible use of PDC resources for urban redevelopment projects in an Urban Renewal Area.

Sally owns a business located within the Urban Renewal Area.

None of the projects being considered for PDC funding will directly result in improvements to the building in which Sally's business is located, but they may result in general improvement to the district as a whole and may increase property values in general.

Conclusion: This situation creates a potential conflict of interest for Sally.

Action: Sally should inform the PDC employee in charge of the committee of the potential conflict of interest. When the committee meets to discuss the budget and recommendations, Sally should announce to the committee the nature of her potential Conflict of Interest. She may thereafter participate in the discussions and the recommendations. The PDC employee in charge of the committee shall note in the records of the meeting the nature of the potential conflict and that Sally publicly declared the conflict to the committee.

- D. Support for PDC Board of Commissioners.** The PDC Board of Commissioners' fiduciary duties and conflict of interest obligations are set forth in statute under [ORS Chapter 244](#). The General Counsel of PDC is hereby directed to provide training on the requirements of the statute to each Commissioner upon his or her appointment to the Commission. The General Counsel is further directed, from time to time and upon request, to provide legal advice and training on conflict of interest issues to the Commissioners.

E. Definitions.

1. An “Advisor” includes all non-employee advisors to PDC, including (a) appointed members to advisory groups (e.g., Urban Renewal Advisory Committee) and (b) non-employees who sit on panels or committees that make recommendations to PDC on procurement matters or development projects (e.g., members of an evaluation committee that review responses to a Request for Proposals).
2. A “Business Organization” means any legal entity (e.g. corporation, partnership, organization) or self-employed person which or who is operating a business.
3. A “Conflict of Interest” means any actual or potential situation or circumstance in which an Advisor’s action, decision, or recommendation would result in, or could reasonably be perceived to result in, a unique personal or financial benefit or detriment to the Advisor, a Relative, or to an Outside Organization with which the Advisor is associated.
4. “Material Financial Interest” means:
 - a) Ownership (current or within the past year) of \$1,000 or more in equity (such as stock) or debt (such as a note or bond) of a privately owned business or closely held company.
 - b) Ownership (current or within the past year) of \$100,000 or more in equity (such as stock) or debt (such as a bond) of a publicly held company.
5. A “Relative” includes:
 - a) The spouse or domestic partner of a PDC Advisor.
 - b) The children of a PDC Advisor or of the Advisor’s spouse or domestic partner.
 - c) Siblings, spouses of siblings or parents of a PDC Advisor, or of a PDC Advisor’s spouse or domestic partner.
 - d) Any individual for whom a PDC Advisor has a legal support obligation.

Policy History

Adopted: October 2009

Revised: February 2013



Conflict of Interest Disclosure Form for the Broadway Corridor Steering Committee

Name: _____
First
Middle Initial
Last

Mailing Address: _____

Occupation: _____

Daytime Phone: _____ Email: _____

Your signature is required on this document and affirms that all information you supply for this form is true and complete to the best of your knowledge, and acknowledges your receipt and understanding of the document entitled “Conflicts of Interest, Public Records and Public Meetings Law Summary for the Broadway Corridor Steering Committee.”

REMINDER: The law of conflicts of interest differentiates between “actual” conflicts of interest and “potential” conflicts of interest. An actual conflict exists if an action taken by a Steering Committee member (including voting for or against a recommendation) **WILL** result in a financial gain (or the avoiding of a financial detriment) to the member or to his/her Relative or any business in which they have a material interest. A “potential” conflict of interest if an action taken by a member **MAY** result in a financial gain (or the avoiding of a financial detriment) to the member or to his/her Relative or any business in which they have a material interest. Committee members should strive to avoid even the appearance or impression of a conflict of interest, and must disclose any potential, actual or apparent conflicts of interest on an ongoing basis.

List all names under which you or members of your household do any business which may be impacted by redevelopment activity in the Broadway Corridor. Include the business address and a brief description of the business. *(Add rows as needed)*

Name	Business Name and Address	Description

Because the Broadway Corridor development may impact nearby properties, please list by common address any property within one-half mile of the Broadway Corridor which is owned, in whole or in part, by you or members of your household or family. *(Add rows as needed)*

Address	Ownership Name and Interest	Description

If you, a member of your household, or your business contracted with Prosper Portland or the Portland Housing Bureau, or subcontracted for work for either entity during the immediately preceding calendar year, or intends to in the next calendar year, please describe the nature of the transaction and the amount of money involved. Include professional or service contracts, as well as provision of materials or supplies. (Add rows as needed)

Type of Transaction	Amount of Transaction

Do you have, or think you may have, any potential conflicts of interest relative to your role on the Committee?

No Yes _____
 (If "Yes", please describe.)

Do you have, or think you may have, any actual conflicts of interest relative to your role on the Committee?

No Yes _____
 (If "Yes", please describe.)

Are you aware of any situations that might give the appearance or impression of a conflict of interest (even if it may not technically be an actual or potential conflict of interest) relative to your role on the Committee?

No Yes _____
 (If "Yes", please describe.)

Do you have any questions regarding conflicts of interest policies or any specific circumstances which might, or appear to, constitute an actual or potential conflict of interest?

No Yes _____
 (If "Yes", please summarize your question(s) and consult Sarah Harpole.)

My signature on this document affirms that all information I have supplied for this form is true and complete to the best of my knowledge, and I acknowledge that I have received and understand the document entitled "Conflicts of Interest, Public Records and Public Meetings Law Summary for the Broadway Corridor Steering Committee" and that I will timely update this information on an ongoing basis should any relevant situation(s) arise.

Signature: _____ Date: _____