

# MAINE STATE LEGISLATURE

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# 114th MAINE LEGISLATURE

## SECOND REGULAR SESSION - 1990

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Legislative Document

No. 2185

H.P. 1578

House of Representatives, January 11, 1990

Approved for introduction by a majority of the Legislative Council pursuant to Joint Rule 26.

Reference to the Committee on Housing and Economic Development suggested and ordered printed.

A handwritten signature in cursive script that reads "Ed Pert".

EDWIN H. PERT, Clerk

Presented by Representative NADEAU of Lewiston.

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STATE OF MAINE

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IN THE YEAR OF OUR LORD  
NINETEEN HUNDRED AND NINETY

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**An Act to Encourage International Awareness in Maine and Improve  
International Trade Services to Maine Companies.**

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2 Be it enacted by the People of the State of Maine as follows:

4 Sec. 1. 10 MRSA c. 107-A is enacted to read:

6 CHAPTER 107-A

8 MAINE WORLD TRADE ASSOCIATION

10 §931. Establishment

12 The Maine World Trade Association is established to  
14 encourage and assist the growth of the State's international  
16 economic activities. The association shall carry out its purposes  
in complement to and in coordination with the economic  
development activities of the private sector, community and  
regional agencies and State Government.

18 The association is a nonprofit corporation with a public  
20 purpose and the exercise by the association of the powers  
22 conferred by this chapter are held to be an essential  
governmental function.

24 §932. Duties

26 The Maine World Trade Association is authorized and directed  
28 to provide services to the State and to quasi-public, public and  
private entities, and to encourage and assist the growth of the  
State's international economic activities in the following ways:

30 1. Forum. To provide a continuing forum for the exchange  
32 of expertise, ideas and innovations between the public and  
private sectors;

34 2. Education. To offer quality education and technical  
36 services to businesses in the State that compete or seek to  
compete in worldwide markets;

38 3. Development of programs. To act as a catalyst in the  
40 development and coordination of international programs;

42 4. Public policy. To underscore the importance of  
44 international trade as a priority of public policy and to enhance  
public appreciation of the relevance of the international economy;

46 5. Information. To provide information necessary to  
48 transact international business and to make effective decisions  
concerning international trade and policy; and

50 6. Infrastructure. To facilitate the development and  
52 availability of an overall infrastructure conducive to  
international business.

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**§933. Corporators**

Corporators, who elect members of the board of directors as provided in section 939, consist of individuals and organizations classified as private sector corporators, public sector corporators and ex officio corporators.

1. Private sector corporators. Private sector corporators are those private individuals, partnerships, firms, corporations and other organizations that are members of the association who pay dues.

2. Public sector corporators. Public sector corporators are those agencies of government and other organizations that are members of the association who pay dues. For the purposes of this chapter, public sector corporators may include: municipal and county government; councils of government; local and area development corporations; regional planning commissions; development districts; state agencies; higher educational facilities, including the components of the state university system, the Maine Maritime Academy, private colleges and post-secondary schools, and technical colleges; and other public or quasi-public entities that may be approved by the directors of the association.

3. Ex officio corporators. Ex officio corporators consist of the heads of the major state departments and agencies.

4. Voting rights. Each corporator has a vote in those affairs of the association that involve the corporators, provided that, in the case when the corporator is an organization and not an individual, the governing body of that organization shall designate the individual who is to exercise the voting right.

**§934. Board of directors; officers**

The Board of Directors of the Maine World Trade Association consists of 18 directors. The corporators shall elect 10 directors from among the private sector corporators. The following public sector corporators shall serve on the board: the Commissioner of Economic and Community Development; the Commissioner of Marine Resources; the Commissioner of Agriculture, Food and Rural Resources; the Commissioner of Conservation; and the Chief Executive Officer of the Finance Authority of Maine. The Governor shall appoint 2 directors from among the ex officio corporators. No person may serve as a director for more than 5 years in succession. The corporators shall elect a chair, a vice-chair and a treasurer from among the board of directors. The president of the association is appointed by the directors so elected or appointed and becomes a director and chief executive officer of the association. The president may not be appointed from among the other directors.

2       **§935. General powers**

4               The Maine World Trade Association is empowered to:

6               1. Suit. Sue or be sued in its own name;

8               2. Application for and receipt of funds. Apply for and  
10 receive funds from any private source or governmental entity,  
whether by way of grant, donation or loan or any other manner;

12              3. Economic development services; fees. Provide services to  
14 public or private entities to assist their efforts in the  
development of international trade in the State and to charge  
16 such fees for these services as it determines appropriate;

18              4. Real and personal property. Purchase, receive, hold,  
lease or acquire by foreclosure, and operate, manage, license and  
20 sell, convey, transfer, grant or lease real and personal  
property, together with such rights and privileges as may be  
22 incidental and appurtenant thereto and the use thereof,  
including, but not restricted to, any real or personal property  
24 acquired by the association from time to time in the satisfaction  
of debts or enforcement of obligations;

26              5. Expenditures and obligations regarding real and personal  
property. Make all expenditures and incur any obligations  
28 reasonably required in the exercise of sound business principles  
to secure possession of, preserve, maintain, insure and improve  
30 real and personal property or interests therein acquired by the  
association;

32              6. Securities. Acquire, subscribe for, own, hold, sell,  
34 assign, transfer, mortgage or pledge the stock, shares, bonds,  
debentures, notes or other securities and evidences of interest  
36 in or indebtedness of any person, firm, corporation, joint stock  
company, partnership, association or trust, and, while the owner  
38 or holder thereof, exercise all the rights, powers and privileges  
of ownership, including the right to vote thereon;

40              7. Encumbrance of property. Mortgage, pledge or otherwise  
42 encumber any property right or thing of value acquired pursuant  
to the powers contained in subsection 4, 5 or 6 as security for  
44 the payment of any part of the purchase price thereof;

46              8. Equity investments and loans. Make direct equity  
investments in or loans to local and regional economic  
48 development corporations and to small and medium size businesses;

50              9. Contracts and liabilities. Make contracts, including  
contracts for services, and incur liabilities for any of the  
52 purposes authorized therein;

2           10. Debt. Borrow money for any of the purposes authorized  
3 herein; incur debt, including the power to issue therefor its  
4 bonds, debentures, notes or other evidences of indebtedness,  
5 whether secured or unsecured; and secure the same by mortgage,  
6 pledge, deed of trust or other lien on its property, rights and  
7 privileges of every kind and nature, or any part thereof, or  
8 interest therein;

10           11. Cooperation with agencies and organizations. Cooperate  
11 with and avail itself of the services of governmental agencies  
12 and the University of Maine System; and cooperate and assist and  
13 otherwise encourage organizations, local or regional, private or  
14 public, in the various communities of the State in the promotion,  
15 assistance and development of international trade in those  
16 communities and the State; and

18           12. Bylaws. Adopt bylaws not inconsistent herewith for the  
19 governance of its affairs, to have the general powers accorded  
20 corporations under Title 13-A, section 202, and do all other  
21 things necessary or convenient to carry out the lawful purposes  
22 of the association.

24           **§936. Limitation of powers**

26           The association, notwithstanding the foregoing, may have no  
27 power or authority to enter into contracts, obligations or  
28 commitments of any kind on behalf of the State or any of its  
29 agencies, nor may it have the power of eminent domain or any  
30 other power not provided to business corporations generally.  
31 Bonds, notes and other evidences of indebtedness of the  
32 association may not in any way be a debt or liability of the  
33 State or constitute a pledge of the faith and credit of the State.  
34

36           **§937. Liability of officers, directors and employees**

38           All officers, directors, employees and other agents of the  
39 association entrusted with the custody of the securities of or  
40 authorized to disburse the funds of the association shall be  
41 bonded, either by a blanket bond or by individual bonds, with a  
42 surety bond or bonds with a minimum limitation of \$100,000  
43 coverage for each person covered thereby, conditioned upon the  
44 faithful performance of their duties, the premiums for which will  
45 be paid out of the assets of the association.

46           **§938. Prohibited interests of officers, directors and**  
48 **employees**

50           No officer, director or employee of the association or their  
51 spouses or dependent children may receive any direct personal  
52 benefit from the activities of the association in assisting any

2 private entity. This provision does not prohibit corporations or  
4 other entities with which an officer or director is associated by  
6 reason of ownership or employment from participating in  
8 international trade development activities with the association,  
10 provided that such ownership or employment is made known to the  
12 board, and the officer or director abstains from voting on  
14 matters relating to such participation. This prohibition does not  
16 extend to corporators who are not officers or directors of the  
18 association.

20 **§939. Donations to the State**

22 The State, through the Governor, may accept donations,  
24 bequests, devises, grants or other interests of any nature on  
26 behalf of the association and transfer such funds, property or  
28 other interests to the association.

30 **§940. Annual report; audit**

32 The association shall provide an annual report and an  
34 independent audit of its activities to the Governor, the  
36 Legislature, its corporators and members. The association shall  
38 be subject to such further audit and review as determined  
40 necessary by the Governor or the Legislative Council at the  
42 expense of the State.

44 **§941. General conditions; dissolution**

46 The Maine World Trade Association shall operate as a  
48 nonprofit organization consistent with its composition and broad  
50 public purposes. The following conditions apply to the operation  
52 or dissolution of the association.

1. Net earnings of the association. No part of the net  
2. earnings of the association may inure to the benefit of any  
3. corporator, officer, director or employee except that the  
4. association shall be authorized and empowered to pay reasonable  
5. compensation for services rendered, and otherwise hold, manage  
6. and dispose of its property in furtherance of the purposes of the  
7. association.

2. Dissolution of association. Upon dissolution of the  
3. association, the corporators shall, after paying or making  
4. provision for the payment of all liabilities of the association,  
5. cause all of the remaining assets of the association to be  
6. transferred to the State.

48 **§942. Liberal construction**

50 This chapter may be construed liberally to effect the  
52 interest and purposes of the association for an improved  
international trade development effort in the State and may be

2 broadly interpreted to effect such intent and purposes and not as  
3 a limitation of powers.

4 Sec. 2. Appropriation. The following funds are appropriated  
5 from the General Fund to carry out the purposes of this Act.

6  
7 1990-91

8  
9 **ECONOMIC AND COMMUNITY**  
10 **DEVELOPMENT, DEPARTMENT OF**

11 **Division of Development Policy**

12  
13 All Other (\$176,250)

14  
15 Deappropriates funds originally budgeted for  
16 contractual services provided by the Maine  
17 World Trade Association.

18  
19 **DEPARTMENT OF ECONOMIC**  
20 **AND COMMUNITY DEVELOPMENT**  
21 **TOTAL** (\$176,250)

22  
23 **MAINE WORLD TRADE ASSOCIATION**

24  
25 All Other \$176,250

26  
27 Provides for the direct funding of Maine  
28 World Trade Association activities.

29  
30 **MAINE WORLD TRADE ASSOCIATION**  
31 **TOTAL** \$176,250

32  
33 **TOTAL APPROPRIATIONS** \$ -0-

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39 **STATEMENT OF FACT**

40  
41 This bill codifies the creation of the Maine World Trade  
42 Association.

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