

MAINE STATE LEGISLATURE

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117th MAINE LEGISLATURE

SECOND REGULAR SESSION-1996

Legislative Document

No. 1802

H.P. 1318

House of Representatives, February 20, 1996

An Act to Consolidate and Improve Delivery of International Trade Services in Maine.

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

A handwritten signature in cursive script that reads "Joseph W. Mayo".

JOSEPH W. MAYO, Clerk

Presented by Speaker GWADOSKY of Fairfield. (GOVERNOR'S BILL)
Cosponsored by President BUTLAND of Cumberland and
Representative ROWE of Portland, Senator: HARRIMAN of Cumberland.

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

2 **Sec. 1. 5 MRSA §13063-A**, as amended by PL 1993, c. 558, §1
4 and affected by §2, is repealed.

6 **Sec. 2. 5 MRSA §§13070-A and 13070-B**, as enacted by PL 1989,
8 c. 875, Pt. M, §§6 and 13, are repealed.

10 **Sec. 3. 5 MRSA §13070-C** is enacted to read:

12 **§13070-C. International Trade Director**

14 **1. Appointment.** The Governor shall appoint a full-time
16 International Trade Director who shall serve at the pleasure of
the Governor. The director shall report to the commissioner in
the execution of the director's responsibilities.

18 **2. Duties.** The International Trade Director shall
20 implement the State's policies with respect to development of
international trade opportunities for the State's businesses and
22 citizens. The director shall serve as the State's diplomat and
shall advocate within the State and abroad on behalf of the State
and the State's international community.

24 The director shall serve as the president of the Maine
26 International Trade Center upon confirmation by the center's
Board of Directors of the Maine International Trade Center. The
28 director shall oversee activities of the center and has the
duties and responsibilities as provided in Title 10, chapter
30 107-B.

32 **Sec. 4. 10 MRSA c. 107-A**, as enacted by PL 1989, c. 875, Pt.
34 K, §§1 and 3, is repealed.

36 **Sec. 5. 10 MRSA c. 107-B** is enacted to read:

38 **CHAPTER 107-B**

40 **MAINE INTERNATIONAL TRADE CENTER**

42 **§945. Establishment**

44 The Maine International Trade Center, referred to in this
chapter as the "center," is established to enhance the
46 competitive advantage of state businesses desiring to compete in
the international market. The center provides a source of
48 leadership, coordination and a shared vision for international
trade development in the State. The purpose of the center,
through its cooperative public and private board, is to refine,
50 revise and implement the State's international strategic plan by

2 providing and enhancing services in coordination with the
3 economic development activities of the private sector, community
4 and regional agencies and State Government.

5 The center is a private nonprofit corporation with a public
6 purpose and the exercise by the center of the powers conferred by
7 this chapter is held to be an essential governmental function.

8 **§945-A. Duties**

9 The center shall provide a base level of services without
10 regard to membership in the center and enhanced services as the
11 center's board of directors may direct, to private entities,
12 individuals, the State and to quasi-public and public entities.
13 The center shall encourage and assist the growth of the State's
14 international economic activities in the following ways.

15 1. Forum. The center shall provide a continuing forum for
16 the exchange of expertise, ideas and innovations between the
17 public and private sectors.

18 2. Education. The center shall offer quality education and
19 technical services to businesses in the State that compete or
20 seek to compete in worldwide markets.

21 3. Development of programs. The center shall act as a
22 catalyst in the development and coordination of international
23 programs.

24 4. Public policy. The center shall underscore the
25 importance of international trade as a priority of public policy
26 and to enhance public appreciation of the relevance of the
27 international economy.

28 5. Information. The center shall provide information
29 necessary to transact international business and to make
30 effective decisions concerning international trade and policy.

31 6. Infrastructure. The center shall support the
32 development and availability of an overall infrastructure
33 conducive to international business.

34 7. Dissemination of programs. The center shall promote the
35 development and dissemination of education, training and
36 technical assistance programs appropriate for foreign countries.

37 8. Market opportunities. The center shall identify market
38 opportunities and potential contracts in foreign countries that
39 match the technologies and expertise available in the State and
40 coordinate and submit appropriate proposal responses.

2 9. Data base. The center shall maintain an international
3 commerce data base to assist in making program decisions.

4 **§945-B. Members of center**

6 Members of the center are individuals and organizations that
7 pay dues to the center or are state agencies as specified in
8 subsection 1. Memberships may be set at different levels.
9 Members shall elect 7 members to the board of directors of the
10 center pursuant to section 945-C.

12 1. Members. Members are the private individuals,
13 partnerships, firms, corporations, governmental entities and
14 other organizations who pay dues to the center. For the purposes
15 of this chapter, members may include, but are not limited to,
16 municipal and county government, councils of government, local
17 and area development corporations, regional planning commissions,
18 development districts, state agencies, higher educational
19 facilities, including the components of the University of Maine
20 System, the Maine Maritime Academy, private colleges and
21 postsecondary schools and technical colleges, and other public or
22 quasi-public entities. The following 8 public organizations are
23 granted membership by virtue of the State's contribution to the
24 organization, are exempt from dues requirements and each is
25 entitled to designate one individual to exercise its voting
26 right: the Department of Agriculture, Food and Rural Resources,
27 the State Planning Office, the Finance Authority of Maine, the
28 Department of Labor, the Department of Conservation, the
29 Department of Marine Resources, the Department of Economic and
30 Community Development and the Department of Transportation.

32 2. Voting rights. All members have a vote in the affairs
33 of the center as set forth in the bylaws of the center, except
34 that when the member is an organization and not an individual the
35 governing body of that organization shall designate the
36 individual who is to exercise the voting right.

38 **§945-C. Board of directors and officers**

40 The Board of Directors of the Maine International Trade
41 Center, referred to in this chapter as the "board of directors,"
42 consists of 7 directors elected from the membership and 5
43 directors appointed by the Governor. Each director is entitled
44 to one vote. Board members' terms must be staggered as
45 determined in the bylaws of the center.

47 The state representative of the United States Department of
48 Commerce and the state representative of the United States Small

2 Business Administration may serve as nonvoting ex officio
3 directors.

4 1. Elected directors. The members shall elect 7 directors
5 from among the center's dues-paying membership.

6 2. Governor-selected directors. The Governor shall select
7 5 directors, one of whom must be the International Trade Director
8 at the Department of Economic and Community Development.

9 3. Chair; vice-chair; treasurer. The board of directors
10 shall elect the chair and the vice-chair of the board of
11 directors and the treasurer of the center from among the
12 directors.

13 4. President. The International Trade Director at the
14 Department of Economic and Community Development shall serve as
15 the president of the center upon confirmation by a majority of
16 the board of directors. Once every 2 years, the Governor shall
17 submit the International Trade Director's name to the board of
18 directors for reappointment. Reappointment is subject to
19 confirmation by a majority of the board of directors.

20 5. Duties of president. The president shall:

21 A. Serve as the liaison between the board of directors and
22 the center;

23 B. Manage the center's programs and services;

24 C. Ensure that the center's programs reflect the policy and
25 management decisions as described in the strategic plan for
26 the State concerning international trade;

27 D. Coordinate all services to continually meet the needs of
28 the center as described in the strategic plan for the State;

29 E. Play a leadership role in coordinating, facilitating and
30 helping to prioritize both the short-term and long-term
31 recommendations of this strategic plan;

32 F. Serve as the State's diplomat, providing leadership in
33 the area of international trade and advocating within the
34 State and abroad on behalf of the State's international
35 trade community; and

36 G. Perform such other duties as the board considers
37 appropriate.

38 **§945-D. General powers**

2 The center may:

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

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

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

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

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

32 6. Securities. Acquire, subscribe for, own, hold, sell,
34 assign, transfer, mortgage or pledge the stock, shares, bonds,
36 debentures, notes or other securities and evidences of interest
38 in or indebtedness of any person, firm, corporation, joint stock
 company, partnership, association or trust and, while the owner
 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
44 to the powers contained in subsection 4, 5 or 6 as security for
 the payment of any part of the purchase price of the property
 right or thing of value;

46 8. Contracts and liabilities. Make contracts, including
48 contracts for services, and incur liabilities for any of the
 purposes authorized in those contracts;

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

10 10. Cooperation with agencies and organizations. Cooperate
12 with governmental agencies and the University of Maine System;
14 and cooperate, assist and encourage organizations, local or
16 regional, private or public, in the communities of the State in
18 the promotion, assistance and development of international trade
20 in those communities and the State.

16 **§945-E. Adoption of bylaws**

18 The center shall adopt bylaws consistent with this chapter
20 for the governance of its affairs and has the general powers
22 accorded corporations under Title 13-A, section 202. The center
24 shall take all actions necessary or convenient to carry out the
26 lawful purposes of the center under this chapter.

24 **§945-F. Limitation of powers**

26 The center may not enter into contracts, obligations or
28 commitments of any kind on behalf of the State or any of its
30 agencies, nor may it have the power of eminent domain or any
32 other power not provided to business corporations generally.
34 Bonds, notes and other evidences of indebtedness of the center
36 may not in any way be a debt or liability of the State or
38 constitute a pledge of the faith and credit of the State.

34 **§945-G. Liability of officers, directors and employees**

36 All officers, directors, employees and other agents of the
38 center entrusted with the custody of the securities of the center
40 or authorized to disburse the funds of the center must be bonded,
42 either by a blanket bond or by individual bonds, with a surety
44 bond or bonds with a minimum limitation of \$100,000 coverage for
46 each person covered by the surety bond, conditioned upon the
48 faithful performance of duties, the premiums for which are paid
50 out of the assets of the center.

46 **§945-H. Prohibited interests of officers, directors and employees**

48 Officers, directors or employees of the center or their
50 spouses or dependent children may not receive any direct personal
benefit from the activities of the center in assisting any
private entity. This section does not prohibit corporations or

2 other entities with which officers or directors are associated by
3 reason of ownership or employment from participating in
4 international trade activities of the center or receiving
5 services offered by the center as long as the ownership or
6 employment is made known to the board of directors and, if
7 applicable, the officers or directors abstain from voting on
8 matters relating to that participation. This section does not
9 apply to members who are not officers or directors of the center.

10 **§945-I. Donations to State**

12 The State, through the Governor, may accept donations,
13 bequests, devises, grants or other interests of any nature on
14 behalf of the center and transfer those funds, property or other
15 interests to the center.

16 **§945-J. Confidential records**

18 The following records are confidential and are not open to
19 public inspection.

22 1. Proprietary information. Information provided to or
23 developed by the center and included in a business or marketing
24 plan is confidential so long as the person to whom the
25 information belongs or pertains requests that it be designated as
26 confidential and if, when made available, the information would
27 allow a person to obtain a business or competitive advantage over
28 another person or would result in significant detriment to the
29 person to whom the information belongs and when the information
30 is not otherwise available in the public domain.

32 2. Tax or financial information. Any financial statement,
33 supporting data or tax return of any person is confidential.

34 3. Credit assessment. Any record obtained by the center
35 that contains an assessment of the credit worthiness, credit
36 rating or financial condition of any person is confidential.

38 This section does not prohibit the disclosure of information
39 that is otherwise available in the public domain.

42 **§945-K. Annual report; audit**

44 The center shall provide an annual report and an independent
45 audit of its activities to the Governor, the joint standing
46 committee of the Legislature having jurisdiction over economic
47 development matters and the members of the center.

48 **§945-L. General conditions; dissolution**

50

The center shall operate as a nonprofit organization consistent with its composition and broad public purposes. The following conditions apply to the operation or dissolution of the center.

1. Net earnings of center. No part of the net earnings of the center may inure to the benefit of any member, officer, director or employee, except that the center may pay reasonable compensation for services rendered and otherwise hold, manage and dispose of its property for the purposes of the center.

2. Dissolution of center. Upon dissolution of the center, the members shall transfer all unexpended General Fund appropriations to the State before paying or making provision for the payment of all other liabilities of the center.

§945-M. Liberal construction

This chapter may be construed liberally to effect the intent and purposes of the center for an improved and enhanced international trade development effort in the State and may not be construed as a limitation of powers.

Sec. 6. Appropriation. The following funds are appropriated from the General Fund to carry out the purposes of this Act.

1996-97

**ECONOMIC AND COMMUNITY DEVELOPMENT, DEPARTMENT OF
International Commerce Division**

All Other (\$220,700)

Provides for the deappropriation of All Other funds from the International Commerce Division for the general operation of the Maine International Trade Center.

**ECONOMIC AND COMMUNITY DEVELOPMENT, DEPARTMENT OF
Office of Business Development**

All Other (\$45,833)

Provides for the deappropriation of All Other funds from the Maine Education Training Export Partnership Program for the

2 3. All memberships of the former Maine World Trade
3 Association and the Maine Education and Training Export
4 Partnership must be transferred to the Maine International Trade
Center effective August 1, 1996 with all rights and privileges
6 pertinent to the transfer. These members are charter members of
the center.

8
9 **Sec. 8. Maine Revised Statutes amended; revision clause.** Wherever
10 in the Maine Revised Statutes the words "Maine Education and
Training Export Partnership"; "International Commerce Division"
12 or the "Maine World Trade Association" appear, or reference is
made to those words, they are amended to read and mean the "Maine
14 International Trade Center," and the Revisor of Statutes shall
implement this revision when updating, publishing or republishing
16 the statutes.

18 **Sec. 9. Effective date.** This Act takes effect August 1, 1996.

20
22 **STATEMENT OF FACT**

24 The purpose of this bill is to merge the functions of the
Maine World Trade Association, the Maine Education and Training
26 Export Partnership and the International Commerce Division of the
Department of Economic and Community Development into one entity
called the Maine International Trade Center, or the center.

28 The board of directors of the center would be a public and
30 private partnership, with the majority of the board being
representative of the private sector. Funding for the center
32 would be a combination of private and public funds. The position
of International Trade Director at the Department of Economic and
34 Community Development would be appointed by the Governor and
approved by a majority of the board to serve as the president of
36 the center. The purpose of the center, through its public and
private board, would be to refine, revise and implement the
38 international strategic plan for the State. All public and
private funding for programs and services presently allocated to
40 international trade would be funneled through the board, which
would determine allocation of those resources. Private funds
42 would be provided by membership at 2 levels, a corporator's level
and a general membership level. The center would have universal
44 access for all residents of Maine and Maine companies.