

VILLAGE OF MARTIN'S ADDITIONS ETHICS COMMITTEE

NOVEMBER 1, 2021, MEETING MINUTES

1. The meeting was called to order on November 1, 2021, at 7:00 p.m., by Marc Efron. He explained that it was being held in compliance with the Maryland Open Meetings rules, in that it was publicized to VMA residents, its agenda was published along with the notice of the meeting, and VMA residents were invited to attend (and were in fact attending) the meeting. The meeting was held via Zoom, as stated in the notice of meeting.
2. The meeting was attended by all members of the Committee: Ben Dunford, Marc Efron, Alexander Ghesquiere, Laurie Matthews, and Lorie Mitchell. Katie Howard, the VMA Council's liaison to the Committee, and Niles Anderegg, the VMA Village Manager, also were in attendance, as were approximately four Village residents not on the Committee or the Council.
3. Marc Efron explained that, as Chair of the 2020-2021 Ethics Committee, he facilitated the meeting to get the 2021-2022 Committee up and running. He also explained that the Ethics Committee is mandated by Chapter 4 of the VMA Code and is assigned a limited role: {1} to assure that VMA Officials (Village employees and members of the Elections and Ethics Committees, and the Tree Supervisor) avoid conflicts between their private interests and relationships and Village interests; (2) to assure that Village Officials act with impartiality when executing their official duties; and (3) to act on any complaints that a Village Official has a conflict-of-interest or has breached his/her duty of impartiality, and on any requests for advisory opinions from Village Officials.
4. Marc Efron asked that each Committee member take the Code-mandated Oath of Office and complete and return to the Village Manager the required Conflicts-of-Interest Questionnaire. According to the Village Manager, not every Committee had completed these tasks, but more than a quorum of the Committee (four members) had.
5. Marc Efron suggested that all Committee members take the available on-line training for the Maryland Open Meetings Act, recognizing that he and Lorie Mitchell had accomplished this task and were certified. Marc emphasized that compliance with this Act was mandatory, and that whenever a quorum of the Committee (three people) gets together, it is a Committee meeting subject to the Act. He noted that some functions of the Committee could be handled in private,

including administrative functions and ethics complaints, but for the most part the Committee's activities must be open and transparent to MVA residents.

6. Marc Efron asked that Committee members work with Lorie Mitchell to get the password to the Ethics Committee email address and to understand the Committee's email usage rules. He explained that all Committee-related emails should be sent using the Committee's email address or at least cc'd to the Committee's email address so that the Village retains the communications as required by Maryland law.
7. Marc Efron described the necessity of taking and publishing Committee meeting minutes under the Maryland Open Meetings Act. He volunteered to prepare the minutes for this meeting.
8. The Committee discussed its leadership for 2021-2022. Lorie Mitchell was elected Chair. Marc Efron was elected Vice-Chair for six-months, after which he will be replaced by one of the three Committee members who are new to the Committee. At Lorie's suggestion, the taking of meeting minutes will be a rolling responsibility, shared by all Committee members.
9. Marc Efron discussed the matters that were "open" at the end of the 2020-2021 Committee's term and had to be transitioned to the 2021-2022 Committee--
 - a. The offer of training to the Council and/or its Committees. Lorie Mitchell added that training, including public meetings, was a "best practice," consistent with Maryland and Montgomery County practices.
 - b. Staggered terms to assure continuity. Marc noted that this would require a change in the Village Code and may not be an issue with a five-person Committee (as distinguished from last year's three-person Committee). Lorie Mitchell noted that the Committee could be as small as three persons, so continuity could be an issue in the future.
 - c. Restrictions on "electioneering" by sitting Council members, which was suggested by a Village resident at the end of last year's Committee's term. Marc noted that the Elections Committee had jurisdiction over elections, but that the suggestion should be transitioned to the 2021-2022 Ethics Committee for its action.
10. Lorie Mitchell raised one additional open item from the 2020-2021 Committee—the establishment of a confidential email account to protect communications that were required to be kept confidentially, *i.e.*, communications related to an ethics complaint. After a discussion with the Village Manager, it was decided that he and Lorie Mitchell would make a recommendation to the Committee on this matter for its action.

11. The Council liaison, Katie Howard, welcomed the Committee and thanked its members for volunteering their time. She said that she looked forward to serving as liaison and added that she favored and would benefit from further ethics-related training. She suggested the Committee consider in-person or hybrid (in-person and remote/Zoom) meetings, and she further suggested that the Committee consider modifying its agenda by having residents' comments at the beginning of its meetings.

12. The Committee decided that its next meeting would be on December 14, 2021, at 7:00 p.m.

13. The Committee then entertained comments from Village residents—

- a. A resident asked if any other Village committee had a “private email account.” The Village Manager explained that the contemplated confidential email account would still be a Village email account and thus not a “private” account. He and Marc Efron explained that the Ethics Committee had a function that the Code requires be confidential, *i.e.*, handling ethics complaints, and that this was the reason for considering a confidential email account.
- b. A resident asked if Maryland law related to the public availability of documents permitted confidential documents. The Village Manager noted that there is an exception in Maryland law for ethics-related documents. The Village Manager also explained that the response to any document request made to the Village would involve the Village’s attorney, who would advise on what documents had to be released or could be withheld.
- c. A Village resident asked how many of the Ethics Committee members were attorneys. Marc Efron responded that he was, but that this question was not relevant because being an attorney was not a requirement to serve on the Ethics Committee. The Village resident then asked if any members of the Committee had any background in handling ethics complaints. Marc Efron responded that this question was also irrelevant because a background in ethics was not a requirement for selection to the Committee, but he volunteered that he did have a background in ethics-related matters, including investigating and handling ethics-related complaints. Lorie Mitchell said that she too had a background in ethics-related matters. The Council Liaison, Katie Howard, explained that the Council gave considerable time and consideration to the appointment of members to all Village committees, and she again thanked all residents who volunteered to serve on a Village Committee.
- d. A resident suggested the Committee’s use of alternate dispute resolution (ADR), including mediation, in the resolution of any ethics complaint. Marc Efron explained that the Village’s process for handling ethics complaints includes a provision requiring the consideration of informal resolutions to ethics complaints, which could include ADR or mediation.

14. Lorie Mitchell asked if there were any other matters to be considered. After no other matters were raised, Ben Dunford moved that the meeting be adjourned, Marc Efron seconded the motion, and the meeting was adjourned at 8:00 p.m. by a unanimous vote of the Committee.

Marc Efron