

**MANSFIELD DOWNTOWN PARTNERSHIP
FINANCE AND ADMINISTRATION COMMITTEE
TOWN HALL
CONFERENCE ROOM B**

THURSDAY, NOVEMBER 17, 2011

MINUTES

Present: Phil Barry, Tom Callahan, Mark Hammond, Matt Hart, and Frank Vasington

Staff: Cynthia van Zelm, Lee Cole-Chu

Guests: Howard Kaufman and Macon Toledano with LeylandAlliance

1. Call to Order

Matt Hart called the meeting to order at 3:05.

2. Approval of Minutes from October 27, 2011

Frank Vasington made a motion to approve the October 27, 2011 minutes. Mark Hammond seconded the motion. The motion was approved unanimously.

Phil Barry made a motion to go into executive session pursuant to the applicable provisions of the Freedom of Information Act, particularly Connecticut General Statutes sections 1-200 (6) (E) and 1-210 (b) (5), to receive commercial or financial information not required by statute and given in confidence by the Storrs Center Master Developer's representatives. Mr. Hart seconded the motion. The motion was approved.

3. Executive Session pursuant to Connecticut General Statutes sections 1-200 (6) (E) and 1-210 (b) (5)

Present: Mr. Barry, Mr. Callahan, Mr. Hammond, Mr. Hart, and Mr. Vasington

Also Present: Ms. van Zelm, Mr. Cole-Chu, Mr. Kaufman and Mr. Toledano

4. Discussion of Conflict of Interest Policy

Mr. Kaufman and Mr. Toledano left the meeting.

Ms. van Zelm said that pursuant to the last Committee meeting, the discussion of the Partnership's conflict of interest policy was brought to the Board of Directors to review jurisdiction issues. The Board recommended that the Finance and Administration Committee be the caretaker of any notices of conflicts.

Mr. Callahan noted that it is important to have a policy; a method for disclosing the conflict; and a management plan if a conflict is noted. How is the conflict managed?

The policy only currently applies to Board members, not Committee members.

Lee Cole-Chu said his view is that the policy is clear. He said the way the policy is written, a Board member would report a potential conflict to the Board or the Committee where the conflict may lie.

The Committee agreed to continue to discuss the policy and the management of the policy at its December meeting.

5. Adjourn

The meeting adjourned at 5:55 pm.

Minutes taken by Cynthia van Zelm