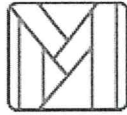




**City of Auburn  
Ethics Committee Agenda  
8-31-2017  
5:30 P.M.**

- City Employee Request for a Community Development Block Grant (CDBG) Loan



## THE MALLOY FIRM

Attorney, Advisor, Advocate.

### MEMORANDUM

To: Peter Crichton, City Manager  
Yvette Bouttenot, Community Development Manager

From: Michael S. Malloy

RE: City Employee Request for CDBG Loan – Legal and Ethics Opinions

Date: August 25, 2017

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I have been asked to provide a legal opinion in connection with the application of Lt. Timothy Cogle, a City Police Officer (the “Employee”), for assistance as part of the City’s Community Development Block Grant loan program (the “Assistance”). It is a precondition to HUD approval that the City’s attorney provide a legal opinion that the Assistance will not violate state or local law. Based upon my review of Title 30-A, the City Charter and Ordinances, and the City’s personnel policies, I believe that the following procedures should be followed before this firm will be in a position to render such an opinion:

1. The Employee must submit a written notification to the City Manager, formally notifying them of the request for Assistance.
2. The City Clerk must record the Employee’s disclosure as part of the City records.
3. The City Manager should refer the request for Assistance to the City Ethics Panel, and should request that the Employee and the CDBG Manager prepare and submit written materials documenting the requested Assistance.
4. Lt. Cogle should provide a copy of the LLC Agreement and list of the Members of Landon, LLC.
5. Notice of the request for Assistance must be published on the City’s website.
6. The Ethics Panel should meet and decide whether additional fact finding is warranted, or whether it will be in a position to render its written advisory opinion based upon the written materials submitted.
7. The Ethics Panel must render its written advisory opinion on the potential conflict within 2 weeks of the referral. This opinion should be presented to our firm and the City’s HUD representative, prior to the CDBG Loan Committee voting on the Assistance request.

8. Upon our receipt and review of the advisory opinion of the Ethics Panel, and assuming that the Panel does not opine that an actual, irreconcilable, conflict of interest exists with respect to the Employee's request for the Assistance, this firm will render the requested legal opinion that providing the Assistance will not violate state or local law.

#### FACTUAL BACKGROUND

The Employee serves as the City's Criminal Investigations Commander (Police Detective). I am informed by the CDBG office that he receives no remuneration for this service from CDBG funds. As the City's Criminal Investigations Commander, he is responsible for the enforcement of local, state, and federal laws. He is responsible for the administration, direction and coordination of the activities with the Criminal Investigations Division. His performance involves the frequent exercise of independent initiative and judgement as well as the cooperation with other members of the Police Department's administration, other City officials and outside law enforcement agencies.

The Employee, through his limited liability company Landon LLC, owns real estate located at 21 Cook Street in Auburn, which is more particularly described in Book 9515, Page 323 in the Androscoggin County Registry of Deeds, and in Tax Map 221, Parcel -- (the "Property"). The Property is a 6-unit residential building. I am told that this is an "income" property and it does not include the Employee's domicile. The Employee seeks a loan to fund the rehabilitation and repairs to the Property. The Loan request will be presented to the Community Development Block Grant Committee for consideration. If the Loan is approved, the Employee will grant a promissory note in favor of the City, as well as a mortgage on the Property.

#### DISCUSSION

HUD regulations at 24 C.F.R. Part 570.611, generally prohibit the City from providing CDBG assistance to City employees where there is an actual or potential conflict of the interests of the City and those of the employee:

*(b) Conflicts prohibited. The general rule is that **no persons . . . who exercise or have exercised any functions or responsibilities with respect to CDBG activities assisted under this part, or who are in a position to participate in a decision making process or gain inside information with regard to such activities, may obtain a financial interest or benefit from CDBG-related activity, or have a financial interest in any contract, subcontract, or agreement with respect to a CDBG-assisted activity, or with respect to the proceeds of the CDBG-assisted activity, either for themselves or those with whom they have business or immediate family ties, during their tenure or for one year thereafter. . .***

*(c) Persons covered. The conflict of interest provisions of paragraph (b) of this section apply to any person who is an employee, agent, consultant, officer, or elected official or appointed official of the recipient, or of any designated public agencies. . .*

*(d) Exceptions. Upon the written request of the recipient, HUD may grant an exception to the provisions of paragraph (b) of this section on a case-by-case basis when it has satisfactorily*

*met the threshold requirement of (d)(1) of this section, taking into account the cumulative effects of paragraph (d)(2) of this section.*

*(1) Threshold requirements. HUD will consider an exception only after the recipient has provided the following documentation:*

- (i) A disclosure of the nature of the conflict, accompanied by an assurance that there has been public disclosure of the conflict and a description of how the public disclosure was made; and*
- (ii) An opinion of the recipient's attorney that the interest for which the exception is sought would not violate State or local law.*

(emphasis added).

In addition to the CDBG regulations, we also reviewed the following materials in preparation for providing the requested legal opinion:

1. the Employee's job description, as provided by the City's Human Resources department;
2. Bylaws of the City's Community Development Loan Committee, as posted to the City's Website (last accessed 8/25/17);
3. the list of Members of the City's Community Development Loan Committee, as posted to the City's Website (last accessed 8/25/17);
4. Lt. Cogle's job description (last accessed 8/25/17);
5. a contractor bid from 1<sup>st</sup> Call Handyman and a quote from James Daigle;
6. Title 30-A, Part 2, of the Maine Revised Statutes;
7. The City Charter, as adopted by the voters of the City of Auburn, dated November 8, 2005; and
8. Article III, Section 2 of the City's Ordinances;
9. the City's Employee Handbook; and
10. a proposed notice to be posted to the City's website, notifying the public of the Employee's request for assistance, and attached hereto (the "Website Notice").

In order for this firm to opine that the Assistance will not violate State and local law, the City must ensure that the Employee has not participated in or influenced any deliberation on the request for Assistance. As a practical matter, this is precisely the purpose for which the City's Ethics Panel was

created.<sup>1</sup> The Employee is within the scope of the CDBG conflict regulation at 24 C.F.R. § 570.611(c), and regardless of whether an actual conflict exists, there is at least the potential that reasonable members of the public could perceive a conflict in connection with the requested Assistance. In addition, 30-A M.R.S. §§ 2606, 2607, contain disclosure and vetting obligations, which the City can fulfill by following its own ordinance that includes referral of the matter to the Ethics Panel.

## Maine State Law

Title 30-A of the Maine Revised Statutes governs municipalities and counties. Sections 2605 and 2607 pertain to conflicts between the interests of municipal officials and those of the community they serve. These sections state as follows:

### §2605. CONFLICTS OF INTEREST

*Certain proceedings of municipalities, counties and quasi-municipal corporations and their officials are voidable and actionable according to the following provisions.*

*1. Voting. The vote of a body is voidable when any official in an official position votes on any question in which that official has a direct or an indirect pecuniary interest.*

*2. Contracts. A contract, other than a contract obtained through properly advertised bid procedures, made by a municipality, county or quasi-municipal corporation during the term of an official of a body of the municipality, county or quasi-municipal corporation involved in the negotiation or award of the contract who has a direct or an indirect pecuniary interest in it is voidable, except as provided in subsection 4.*

*3. Restrain proceedings. The Superior Court may restrain proceedings in violation of this section on the application of at least 10 residents of the municipality, county or area served by the quasi-municipal corporation.*

*4. Direct or indirect pecuniary interest. In the absence of actual fraud, an official of a body of the municipality, county government or a quasi-municipal corporation involved in a question or in the negotiation or award of a contract is deemed to have a direct or indirect pecuniary interest in a question or in a contract where the official is an officer, director, partner, associate, employee or stockholder of a private corporation, business or other economic entity to which the question relates or with which the unit of municipal, county government or the quasi-municipal corporation contracts only where the official is directly or indirectly the owner of at least 10% of the stock of the private corporation or owns at least a 10% interest in the business or other economic entity.*

***When an official is deemed to have a direct or indirect pecuniary interest, the vote on the question or the contract is not voidable and actionable if the official makes full disclosure of interest before any action is taken and if the official abstains from voting, from the negotiation or award of the contract and from otherwise attempting to influence a decision***

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<sup>1</sup> See Memorandum of Howard Kroll to Clint Deschene, 01/26/14, p.1: (“The purpose and intent of this division is to promote the objective or protecting the integrity of the government of the city against actual or reasonably perceived conflicts of interest without creating unnecessary barriers to public service.”).

*in which that official has an interest. The official's disclosure and a notice of abstention from taking part in a decision in which the official has an interest shall be recorded with the clerk or secretary of the municipal or county government or the quasi-municipal corporation.*

...

*6. Avoidance of appearance of conflict of interest. Every municipal and county official shall attempt to avoid the appearance of a conflict of interest by disclosure or by abstention.*

*7. Municipal officers adopt ethics policy. In their discretion, the municipal officers may adopt an ethics policy governing the conduct of elected and appointed municipal officials.*

#### §2607. NEGLECT OF OFFICIAL DUTY

*A municipal official who neglects or refuses to perform a duty of office commits a civil violation for which a fine of not more than \$100 for each offense may be adjudged, when no other penalty is provided. The fine shall be recovered on complaint to the use of the municipality.*

The Employee's request for Assistance implicates each of these sections. The Loan award could be "voidable and actionable" unless the Employee delivers a written notification and his abstention from performing any of his customary job duties, or exerting any influence or using any inside information in connection with his request for Assistance, to the City Clerk, which she must record on the books of the City.

Upon the City's receipt of this notification, the public disclosure requirement is triggered by both the above-quoted federal regulation, as well as State and local law. I understand that the CDBG manager has spoken to the City's HUD representative and developed a website posting form that is acceptable to HUD. In addition, I recommend that the City publish a notification of the conflict disclosure in connection with the notice of the Ethics Panel meeting that I recommend later in this memorandum, which is also required under the Freedom of Access Act.<sup>2</sup> Therefore, the City should publish notification of the potential conflict on the City website, as well as on any other platforms or media that the City customarily uses to provide notice of public meetings.

#### City Ordinances

In addition to the State and federal laws cited above, Auburn has adopted its own additional conflict of interest rules. The City Charter addresses conflicts of interest as follows:

*Sec. 10.5. - Conflicts of interest; ethics.*

*The city's policy is that the proper operation of government requires that public officials be independent, impartial, and responsible to the citizens; that public office not be used for personal gain; and that the public have confidence in the integrity of its government. The city council shall maintain a comprehensive conflicts of interest or ethics ordinance to further the policy set forth in this section and to promote the objective of protecting the integrity of city*

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<sup>2</sup> 1 M.R.S. § 406.

*government against actual or reasonably perceived conflicts of interest without creating unnecessary barriers to public service.*

The City Council has promulgated the following ordinance pertaining to conflicts of interest between those of a City employee and the interests of the City:

Article III – Officers and Employees

...

*“public official means: ...*

*(4) Directors of municipal and school system departments”*

Section 2-110 – Policy; purpose and intent of division; adoption of additional standards.

- a. It is the policy of the city that the proper operation of democratic government requires that public officials be independent, impartial and responsible to the citizens, that public office not be used for personal gain, and that the public have confidence in the integrity of its municipal government. The purpose and intent of this division is to promote the objective of protecting the integrity of the government of the city against actual or reasonably perceived conflicts of interest without creating unnecessary barriers to public service.*

...

Section 2-112. – Conflicts of interest generally.

- a. Standard of conduct. A public official shall refrain from participation in a matter when there exists an actual, potential or reasonably perceived conflict of interest arising from a personal relationship or a financial involvement that would cause a reasonable person to believe that the public official cannot act in his official capacity without self-interest or bias.*
- b. Referral of matters to ethics panel. When a public official does not voluntarily refrain from participation in a matter and there is a question as to the existence of a conflict of interest under the standard set forth in subsection (a) of this section, the matter may be referred to the ethics panel for its advisory opinion as follows:*
- 1. A public official may refer to the ethics panel the question of whether he has an actual, potential, or reasonably perceived conflict of interest;*
  - 2. Two or more members of the city council, the school committee or other municipal board may refer to the ethics panel the question of whether another member of that body, or a public official who serves under the authority of that body, has an actual, potential or reasonably perceived conflict of interest; or*
  - 3. A registered voter within the city may request an advisory opinion from the ethics panel regarding whether an elected or appointed public official who serves on a municipal board has an actual, potential or reasonably perceived conflict of interest. Such request shall be made on forms available from the city clerk and shall be endorsed by the signatures of 25 registered voters within the city [emphasis in original].*

- C. *Ethics panel determination. The ethics panel shall determine whether the public official should refrain from participation in a matter because of the actual, potential or reasonably perceived existence of a conflict of interest arising from a personal relationship or a financial involvement that would cause a reasonable person to believe that the public official cannot act in his official capacity without self-interest or bias.*

**Section 2-115. – Procedure for determinations by ethics panel.**

- (a) *Referral of cases; notice of referral.*
  - 1. *A referral to the ethics panel shall be in writing and shall describe with particularity the factual basis of the referral.*
  - 2. *The ethics panel promptly shall give notice of the referral to the chair of the municipal board concerned and the public official whose personal relationship or financial involvement is the subject of the referral.*
- (b) *Fact-finding.*
  - 1. *Upon receipt of a referral, the ethics panel shall determine the facts necessary to render an advisory opinion. The facts may be agreed upon and set forth in the referral. If additional fact-gathering is necessary, the ethics panel, or a person designated by it, may conduct informal interviews and solicit additional information. The ethics panel shall determine the facts through a formal hearing process only if so requested either by the public official who is the subject of a referral or by the public officials who submitted a referral.*
- ...
- (c) *Deliberation. Upon conclusion of its fact-finding, the ethics panel shall deliberate over the question referred to the panel. Any person may submit written comments to the ethics panel setting forth his position regarding the question under consideration.*
- (d) *Issuance of advisory opinion. Upon conclusion of fact-finding and deliberation, the ethics panel shall issue a written advisory opinion that includes findings of fact, application of the standards set forth in this division, and recommendations. The ethics panel shall furnish a copy of its advisory opinion to the chair of the municipal board concerned and the public official whose personal relationship or financial involvement is the subject of the opinion.*
- (e) *Time limits. The ethics panel shall attempt to issue its advisory opinion within two weeks of its receipt of a referral. The ethics panel may decline to consider referrals regarding conflict of interest questions relating to the final vote of a municipal board that occurred prior to the referral.*

**Section 2-116. – Effect of recommendations of ethics panel.**

*The opinion and recommendations of the ethics panel shall be advisory only. The members of a municipal board may vote to adopt the recommendation of the ethics panel as it relates to the participation in a matter by a public official.*



## Employee Handbook

In addition to the foregoing authorities, the City maintains an employee handbook, to which the Employee is subject. Article V, Section A, contains the ethics policy, including the City's general approach to conflicts of interest that may arise, the relevant portions of which state as follows:

### **V. Conditions of Employment**

#### **A. Employee Conduct and Ethics –**

1. *General Statement of Ethics – Work in the public sector can allow employees to be exposed to many areas of ethical judgment. In order for the City, its employees, and its leadership to maintain a positive relationship with the public they serve, we must all abide by the policies and procedures that will protect the public trust and the trust we place in ourselves and co-workers.*

...

2. *Conflicts of Interest – Employees must avoid situations where loyalties may be divided between the City's interests and their own personal and/or financial interests.*

a. *Employees will place public interests above individual, group and special interests.*

b. *Employees will not have any material financial interests in any private or professional activity which will be in conflict with their job responsibilities.*

c. *Employees will not engage in any business activity or professional activity that would appear to be in conflict with job responsibilities or that would tend to impair independent judgment or action on performance of official duties.*

d. *Employees will refrain from using their position for personal gain.*

e. *Employees will keep confidential all information not available to all citizens that is acquired by virtue of their positions with the City.*

f. *Employees will not represent private interests which conflicts with City interests.*

g. *Employees shall treat all citizens and others doing business with the City alike – courteously and with respect. Employees will not grant any citizen any favor, benefit, or special privilege beyond what is provided to all citizens.*

h. *Employees shall handle all matters of personnel, including recruitment, selection, or promotion on the basis of qualification, ability and merit.*

*Employees must disclose to their Department Director or to the City Manager, the nature and extent of any financial or personal interest in any City contract, agreement, purchase of goods or services or project.*

*The City Criminal Investigations Commander (Police Detective), according to the job description* we have been provided, qualifies as a public official within the scope of the City's conflict of interest ordinance, and the City's personnel policy empowers the City Manager to "carry out" City policies, including "the right to take such administrative action as he/she deems necessary or appropriate to direct the programs of various departments; direct the workforce . . . [and] take necessary and appropriate administrative action to uphold the rights and interests of the citizens, the City Council and employees." This is broad authority, and even though the City's conflict of interest ordinance does not expressly state that the City Manager may or must refer questions such as the one presented, to the Ethics Panel, I am of the opinion that the City Manager does have that authority, if he deems it is an appropriate way to direct the Employee and uphold the public interests. I therefore recommend that, upon receipt of the Employee's disclosure and the Clerks' publication of the same, the City Manager should notify the Ethics Panel of its need to convene.

Assuming that all other notifications are followed as explained above, if the City Manager makes this referral and the Ethics panel renders an opinion that no conflict of interest exists, this firm would at that point be prepared to render a legal opinion that providing the Assistance to the Employee would not violate State or local law, and this firm would support HUD's grant of an exception to the general conflict of interest prohibition found at 24 C.F.R. § 570.611.

## Yvette Bouttenot

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**From:** Peter Crichton  
**Sent:** Tuesday, August 01, 2017 10:15 PM  
**To:** Tim Cogle  
**Cc:** Yvette Bouttenot; Phil Crowell  
**Subject:** Re: CDBG Loan Application

Tim,

Please consider this my acceptance of your written notification of your CDBG application.

Sincerely,

Peter

Sent from my iPhone

Peter J. Crichton, MPA, CMM,  
ICMA-CM  
City Manager  
City of Auburn  
Auburn, Maine 04210  
Work: 207-333-6600 x1221

On Jul 31, 2017, at 4:29 PM, Tim Cogle <[tcogle@auburnmaine.gov](mailto:tcogle@auburnmaine.gov)> wrote:

City Manager Crichton,

My wife and I have recently purchased a multi-family property located at 21 Cook St in New Auburn. After speaking with city staff I learned of a CDBG program that would help with the costs of rehab, specifically "curb appeal" projects. While working on the applications and associated paperwork, Yvette Bouttenot advised me that as a city employee there is a certain process that needs to be followed to validate and ensure there would not be a conflict of interest. Part of this process includes me sending you notification that I intend to apply for the CDBG grant program, with the funds to be used for rehab of my property located at 21 Cook St.

Please accept this e mail as written notification and my request for consideration for the CDBG program.

Thank you for your consideration,

*Tim*

Timothy A. Cogle

The City of Auburn is subject to statutes relating to public records.  
E-mail sent or received by City employees are subject to these laws.

CITY OF AUBURN  
PUBLIC NOTICE  
August 8, 2017

The City of Auburn is the recipient of Community Development Block Grant (CDBG) funds from the U.S. Department of Housing and Urban Development (HUD).

The City of Auburn uses a portion of these funds to administer a Housing Rehabilitation Loan Program. The City accepts applications from approximately 20 property owners annually and provides financial assistance with a combination of loans and grants. The loans are approved by the Community Development Loan Committee and are secured by a mortgage and are repaid on a monthly basis.

Timothy Cogle, City of Auburn employee, has applied for assistance from the City's CDBG Residential Loan Program.

The City is seeking an exception to the Conflict of Interest provisions of 24 CFR 570.611, which state that no employees of the City "who exercise or have exercised any functions or responsibilities with respect to CDBG activities assisted under this part, or who are in position to participate in a decision-making process or gain inside information with regard to such activities, may obtain a financial interest in any contract, subcontract, or agreement with respect to a CDBG-assisted activity, or with respect to the proceeds of the CDBG-assisted activity, either for themselves or those with whom they have business or immediate family ties, during the tenure or for one year thereafter."

Timothy Cogle does not have, and has never had, any input in the administration of the City's CDBG allocation. As such, the City is posting this notice and informing HUD of the circumstances in this instance. The City is requesting that HUD provide an exception to its general conflict of interest rule in order to allow the City to provide assistance to this individual.



**A TRUE COPY ATTEST**

*Susan Clements-Dallaire*

**CITY CLERK**

# ISAACSON & RAYMOND

ATTORNEYS AND COUNSELORS AT LAW

February 28, 2017

Timothy Cogle  
368 North Auburn Road  
Auburn, ME 04210

Re: Landon, LLC

Dear Timothy:

The Secretary of State has requested that we file the Annual Report for the above Company electronically. Enclosed is a copy of an information sheet on which we have marked changes of which we are aware. Mark any further changes or corrections on the form and return it to me with a check payable to Isaacson & Raymond for the amount indicated in the enclosed bill which includes the Secretary of State filing fee in the amount of \$85.00. We will then file the report electronically. We will not file the report until we receive payment.

The Secretary of State has directed that we file this form by April 1, 2017. However, penalties will not be assessed until June 1, 2017. Further, failure to file this Report in a timely fashion will result in suspension of the Company, which might result in personal liability of Members and other Agents of the Company for Corporate acts.

I am enclosing a Unanimous Consent in Lieu of the 2017 Annual Meeting. Please make arrangements to have this Consent signed and return it to me with the above changes and payment.

Please call me if you have any questions.

Sincerely,



Daniel A. D'Auteuil, Jr.  
ISAACSON & RAYMOND, P.A.

DAD/drc  
Enclosure

DANIEL A. D'AUTEUIL, JR

75 PARK STREET P.O. BOX 891 LEWISTON, ME 04243-0891  
TELEPHONE (207)795-5000 FAX (207)795-5014  
WWW.ISAACSONRAYMOND.COM

E-MAIL: DDAUTEUIL@ISAACSONRAYMOND.COM

LLC INFORMATION SHEET

1. Name of LLC: Landon, LLC
2. Member Run or Manager Run: Manager
3. Date of Organization: December 1, 2016
4. Charter No. 20172422DC
5. Corporate Kit Number: 1509
6. File Number: 44240
7. Principal Office in Maine: 368 North Auburn Road  
Auburn, ME 04210
8. Name of Agent and Address of Registered Office: Daniel A. D'Auteuil, Jr.  
75 Park St. Lewiston, ME

9. Jurisdiction of LLC: Maine

10. Members	Address	SS#	% Membership Interest
Timothy Cogle	368 North Auburn Road Auburn, ME 04210	006-78-4558	50%
Kara Cogle	368 North Auburn Road Auburn, ME 04210		50%

11. Managers	Address	SS#
Timothy Cogle	Same as above	
Kara Cogle	Same as above	

12. Description of Business Engaged In: Hold & manage real estate interests

13. Corporate Tax Year: December 31

14. Name and Address of Accountant: Helen Poulin  
Austin Business Services  
14 Millett Drive, Suite 5  
Auburn, ME 04210  
(207) 784-0497
15. Application of EIN Filed On: 12/5/16
16. Employer Identification Number: 81-4593063
17. Reservation of Name: No
18. Articles of Organization: Yes
19. Form SS-4: Yes
20. Statement of LLC Authority: No
21. Operating Agreement: Yes
22. Issuance of Membership Certificates: Yes

Filing Fee \$175.00

COPY

MAINE  
LIMITED LIABILITY COMPANY

STATE OF MAINE

CERTIFICATE OF FORMATION

\_\_\_\_\_  
Deputy Secretary of State

A True Copy When Attested By Signature

\_\_\_\_\_  
Deputy Secretary of State

Pursuant to 31 MRSA §1531, the undersigned executes and delivers the following Certificate of Formation:

**FIRST:** The name of the limited liability company is:

Landon, LLC

(A limited liability company name must contain the words "limited liability company" or "limited company" or the abbreviation "L.L.C.," "LLC," "L.C." or "LC" or, in the case of a low-profit limited liability company, "L3C" or "l3c" – see 31 MRSA 1508.)

**SECOND:** Filing Date: (select one)

- Date of this filing; or
- Later effective date (specified here): \_\_\_\_\_

**THIRD:** Designation as a low profit LLC (Check only if applicable):

- This is a low-profit limited liability company pursuant to 31 MRSA §1611 meeting all qualifications set forth here:
  - A. The company intends to qualify as a low-profit limited liability company;
  - B. The company must at all times significantly further the accomplishment of one or more of the charitable or educational purposes within the meaning of Section 170(c)(2)(B) of the Internal Revenue Code of 1986, as it may be amended, revised or succeeded, and must list the specific charitable or educational purposes the company will further;
  - C. No significant purpose of the company is the production of income or the appreciation of property. The fact that a person produces significant income or capital appreciation is not, in the absence of other factors, conclusive evidence of a significant purpose involving the production of income or the appreciation of property; and
  - D. No purpose of the company is to accomplish one or more political or legislative purpose within the meaning of Section 170(c)(2)(D) of the Internal Revenue Code of 1986, or its successor.

**FOURTH:** Designation as a professional LLC (Check only if applicable):

- This is a professional limited liability company\* formed pursuant to 13 MRSA Chapter 22-A to provide the following professional services:

\_\_\_\_\_  
(Type of professional services)



**FIFTH:**

The Registered Agent is a: (select either a Commercial or Noncommercial Registered Agent)

Commercial Registered Agent

CRA Public Number: \_\_\_\_\_

\_\_\_\_\_  
(Name of commercial registered agent)

Noncommercial Registered Agent

Daniel A. D'Auteuil, Jr.

\_\_\_\_\_  
(Name of noncommercial registered agent)

75 Park Street, Lewiston, ME 04240

\_\_\_\_\_  
(physical location, not P.O. Box – street, city, state and zip code)

PO Box 891, Lewiston, ME 04243-0891

\_\_\_\_\_  
(mailing address if different from above)

**SIXTH:**

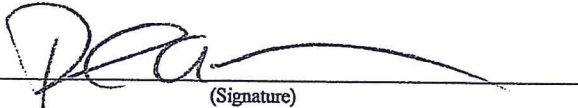
Pursuant to 5 MRSA §105.2, the registered agent listed above has consented to serve as the registered agent for this limited liability company.

**SEVENTH:**

Other matters the members determine to include are set forth in the attached Exhibit \_\_\_\_\_, and made a part hereof.

**\*\*Authorized person(s)**

Dated November 29, 2016

  
(Signature)

Daniel A. D'Auteuil, Jr., Incorporator  
(Type or print name and capacity)

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Type or print name and capacity)

**\*Examples of professional service limited liability companies are accountants, attorneys, chiropractors, dentists, registered nurses and veterinarians. (This is not an inclusive list – see 13 MRSA §723.7)**

**\*\*Pursuant to 31 MRSA §1676.1.A, Certificate of Formation MUST be signed by at least one authorized person.**

The execution of this certificate constitutes an oath or affirmation under the penalties of false swearing under 17-A MRSA §453.

Please remit your payment made payable to the Maine Secretary of State.

Submit completed form to:

**Secretary of State  
Division of Corporations, UCC and Commissions  
101 State House Station  
Augusta, ME 04333-0101  
Telephone Inquiries: (207) 624-7752**

Email Inquiries: [CEC.Corporations@Maine.gov](mailto:CEC.Corporations@Maine.gov)

Filer Contact Cover Letter

COPY

To: Department of the Secretary of State
Division of Corporations, UCC and Commissions
101 State House Station
Augusta, ME 04333-0101

Tel. (207) 624-7752

Name of Entity (s):

Landon, LLC

List type of filing(s) enclosed (i.e. Articles of Incorporation, Articles of Merger, Articles of Amendment, Certificate of Correction, etc.) Attach additional pages as needed.

Certificate of Formation

Special handling request(s): (check all that apply)

- Hold for pick up
Expedited filing - 24 hour service (\$50 additional filing fee per entity, per service)
Expedited filing - Immediate service (\$100 additional filing fee per entity, per service)

Total filing fee(s) enclosed: \$ 225.00

Contact Information - questions regarding the above filing(s), please call or email: (failure to provide a contact name and telephone number or email address will result in the return of the erroneous filing (s) by the Secretary of State's office)

Denise Cote (Name of contact person) (207) 795-5000 (Daytime telephone number)

denise@isaacsonraymond.com (Email address)

The enclosed filing(s) and fee(s) are submitted for filing. Please return the attested copy to the following address:

Daniel A. D'Auteuil, Jr., Esq. (Name of attested recipient)

Isaacson & Raymond, PA (Firm or Company)

PO Box 891 (Mailing Address)

Lewiston, ME 04243-0891 (City, State & Zip)

cc: Client

# AUBURN POLICE DEPARTMENT

## JOB DESCRIPTION

	Effective Date <b>01/04/2016</b>	Number <b>JD-3</b>
Position <b>Criminal Investigations Commander</b>		
Rank <b>Lieutenant</b>		
Division <b>Criminal Investigations</b>		

### I. Job Description

The assignment of Criminal Investigation Division Commander is a sworn position with the rank of Lieutenant that is responsible, under the direction of the Deputy Chief of Police, for the administration, direction and coordination of activities within the Criminal Investigation Division. His/her performance involves the frequent exercise of independent initiative and judgment as well as cooperation with other members of the Police Department's administration, other city officials and outside agencies.

### II. Appointment and Qualifications

The CID Commander is assigned by the Chief of Police from among those holding the position of Lieutenant in the Police Department. This position requires extensive knowledge of the principles, practices and technical aspects of modern law enforcement and management.

Minimum qualifications for CID Commander include high school diploma or GED, with two-year degree in business administration, criminal justice or related field preferred. Relevant training and experience with investigation management, and/or governmental, law enforcement operations may be substituted. Prior supervisory, managerial or administrative experience is preferred or any equivalent combination of education, training and experience.

### III. Duties and Responsibilities

Typical duties, responsibilities, tasks and assignments of the CID Commander include:

1. Manages the activities of the Criminal Investigation Division for efficient and effective operation in the protection of life and property, preservation of peace and order, prevention, suppression and investigation of crime, arrest and prosecution of offenders, and recovery and return of stolen property.
2. Is available for emergencies by telephone, cellular telephone, and/or radio. Assumes command of field operations in major events, investigations or emergencies.
3. Analyzes reports and observes operations, conditions, facilities, equipment and technology to evaluate the effectiveness and efficiency of police services within the Criminal Investigation Division.
4. Formulates, recommends and implements strategies, tactics, procedures and methods of operation as needed to improve Criminal Investigation Division services or responses to changing conditions.
5. Deploys and schedules Criminal Investigation Division personnel to meet the needs of the department and the community on a day-to-day basis and in special or emergency circumstances.
6. Delegates work and assignments to subordinate personnel, and follows up to ensure prompt and proper completion of tasks.
7. Evaluates the performance of all personnel in the Criminal Investigation Division and reviews the evaluations of all detectives and other personnel in the division.

8. Conducts inspections within the Criminal Investigation Division to maintain discipline and morale.
9. Serves as a member of the Police Department's Command Staff. Confers with the Chief of Police and other members of the administration in developing the mission, philosophy, policies and procedures of the department.
10. Confers with Criminal Investigation Division personnel and others with regards to divisional functions, services and operations.
11. Participates in departmental personnel activities, including recruitment, selection, assignment, promotion, discipline, grievances, complaints and commendations within the requirements of the law, civil service rules, collective bargaining agreements, city policies and procedures, and departmental rules, regulations, policies and procedures.
12. Recommends appropriate in-service training and continuing education for all Criminal Investigation Division personnel to meet departmental and professional requirements.
13. Serves as a liaison with the City Clerk's Office regarding business licensing.
14. Instructs departmental orientation and training courses as required.
15. Makes sure that all Criminal Investigation Division personnel are informed of changes in laws, policies or procedures that may affect the operation of the division.
16. Reviews and recommends approval/disapproval of expenditures in accordance with law and established city and departmental policies and procedures. Reviews all Criminal Investigation Division bills and invoices for correctness and forwards them to the Chief of Police for approval.
17. Assists with the administration of the department's budget. Prepares grant applications and administers grants in accordance with established guidelines for expenditures and reporting.
18. Keeps the Chief of Police informed of significant events, activities or circumstances that may affect departmental operations, public safety or community relations.
19. Prepares and submits monthly, annual and special reports on Criminal Investigation Division activities and accomplishments.
20. Represents the Chief of Police in relationships with other governmental agencies. Serves on boards or committees of governmental or professional organizations with regard to crime prevention, law enforcement and public safety.
21. Coordinates the maintenance of the Criminal Investigation Division fleet of vehicles and areas of the police facilities, including the property/evidence room with the Support Services Commander.
22. Serves as the department's primary liaison with the District Attorney's Office and the courts.
23. Conducts special assignments at the direction of the Deputy Chief of Police. Performs other duties as assigned.
24. May be appointed to command the department in the absence of the Chief of Police.
25. Oversees the department's Sex Offender Database and Sex Offender Monitoring Program.

**IV. Organizational Structure**

The Criminal Investigations Commander is a part of the department's Command Staff. The Criminal Investigations Commander reports directly to the Deputy Chief of Police. As a part of the Command Staff, the Criminal Investigations Commander works an administrative schedule of 0800hrs – 1600hrs, Monday – Friday. Breaks are governed by the Auburn Police Command Collective Bargaining Unit.

PER ORDER OF: *Phillip Crowell Jr.*  
Chief Phillip L. Crowell Jr.