

2024 -- H 7935 SUBSTITUTE A

LC005471/SUB A

STATE OF RHODE ISLAND

IN GENERAL ASSEMBLY

JANUARY SESSION, A.D. 2024

A N A C T

RELATING TO STATE AFFAIRS AND GOVERNMENT -- NEWPORT AND BRISTOL COUNTY CONVENTION AND VISITORS' BUREAU

Introduced By: Representative Lauren H. Carson

Date Introduced: March 05, 2024

Referred To: House Corporations

It is enacted by the General Assembly as follows:

1 SECTION 1. Sections 42-105-1, 42-105-2, 42-105-3, 42-105-4, 42-105-6, 42-105-8 and
2 42-105-10 of the General Laws in Chapter 42-105 entitled "Newport and Bristol County
3 Convention and Visitors' Bureau" are hereby amended to read as follows:

4 ~~42-105-1. Newport and Bristol County Convention and Visitors' Bureau -- Creation~~
5 **Newport and Bristol Counties Convention and Visitors' Bureau -- Creation.**

6 (a) There is authorized, created, and established a public corporation having a distinct legal
7 existence from the state and not constituting a department of state government, which is a
8 governmental agency and public instrumentality of the municipalities within Newport and Bristol
9 Counties, to be known as the "Newport and Bristol ~~County~~ Counties convention and visitors'
10 bureau dba Discover Newport" with those corporate powers ~~as that~~ are set forth in this chapter to
11 be known as "Discover Newport," or by any other name that the board of directors may select which
12 appropriately identifies the corporation's activities or location, to carry out the provisions of this
13 chapter.

14 (b) The exercise by the corporation of the powers conferred by this chapter shall be deemed
15 and held to be the performance of an essential governmental function of the municipalities within
16 Newport and Bristol ~~County~~ Counties for public purposes. It is the intent of the general assembly
17 by the passage of this chapter to vest in the corporation all powers, authority, rights, privileges, and
18 titles that may be necessary to enable it to accomplish the purposes herein set forth, and this chapter

1 and the powers granted hereby shall be liberally construed in conformity with those purposes.

2 (c)(1) The corporation and its corporate existence shall continue until terminated by law or
3 until the corporation shall cease entirely and continuously to conduct or be involved in any business
4 whatsoever in the furtherance of its purposes.

5 (2) Upon termination of the existence of the corporation, all its rights and properties shall
6 pass to and be vested in the state. At no time shall the assets or other property of the corporation
7 inure to the benefit of any person or other corporation or entity.

8 **42-105-2. Composition Composition -- Appointment of directors.**

9 (a)(1) ~~The Newport and Bristol County convention and visitors' bureau dba Discover~~
10 ~~Newport shall be comprised of eighteen (18) members who are residents of the state of Rhode~~
11 ~~Island, preferably from Newport and Bristol Counties~~ The powers of the corporation shall be vested
12 in a board of directors having eighteen (18) members through June 30, 2024, and nineteen (19)
13 members thereafter, who shall be appointed in the manner set forth in this section.

14 (2) ~~All members of the bureau as of September 1, 2005, shall cease to be members of the~~
15 ~~authority on September 1, 2005, and the bureau shall thereupon the board of directors be~~
16 ~~reconstituted as follows~~ All members of the board of directors must be residents of the of the State
17 of Rhode Island, preferably from Newport and/or Bristol Counties. The members of the board of
18 directors shall be appointed as follows:

19 (i) Three (3) board members shall be appointed by the Newport City Council; two (2) of
20 whom shall be associated with the hospitality industry within Newport and/or Bristol Counties;

21 (ii) Three (3) board members shall be appointed by the Middletown Town Council; two (2)
22 of whom shall be associated with the hospitality industry within Newport and/or Bristol Counties;

23 (iii) One board member shall be appointed by the Jamestown Town Council who shall be
24 associated with the hospitality industry within Newport and/or Bristol Counties;

25 (iv) One board member shall be appointed by the Portsmouth Town Council who shall be
26 associated with the hospitality industry within Newport and/or Bristol Counties;

27 (v) One board member shall be appointed by the Tiverton Town Council who shall be
28 associated with the hospitality industry within Newport and/or Bristol Counties;

29 (vi) One board member shall be appointed by the Little Compton Town Council who shall
30 be associated with the hospitality industry within Newport and/or Bristol Counties;

31 (vii) One board member shall be appointed by the Bristol Town Council who shall be
32 associated with the hospitality industry within Newport and/or Bristol Counties;

33 (viii) One board member shall be appointed by the Warren Town Council who shall be
34 associated with the hospitality industry within Newport and/or Bristol Counties;

1 (ix) One board member shall be appointed by the Barrington Town Council who shall be
2 associated with the hospitality industry within Newport and/or Bristol Counties; and

3 (x) Those board members appointed pursuant to ~~paragraph (i) —(ix)~~ subsections (a)(2)(i)
4 through (a)(2)(ix) shall thereupon appoint five (5) board members up and until June 30, 2024, at
5 which time the board members would appoint six (6) board members, who shall be from Newport
6 and/or Bristol Counties:

7 (A) One representative of hotels of more than one hundred (100) rooms;

8 (B) One representative of hotels, inns, or bed-and-breakfasts of less than one hundred (100)
9 rooms;

10 (C) One representative of the restaurant industry;

11 (D) One representative of the attractions industry; and

12 (E) One member of the public to serve as an at-large representative who shall be associated
13 with the hospitality industry.

14 (F) One representative from the Newport Tourism Marketing District.

15 (3) Each board member shall be appointed to serve a term of three (3) years. Members of
16 the board shall be eligible for appointment for two (2) consecutive terms or until their successor is
17 appointed and qualified.

18 (4) ~~Those board~~ Board members shall be grouped as follows:

19 (i) Board members appointed under ~~paragraphs~~ subsections (a)(2)(i) and (a)(2)(ii) of this
20 section shall be Group A and terms shall expire in 2025, 2028, and every successive three-year (3)
21 period thereafter.

22 ~~(5) Those board~~ (ii) Board members appointed under ~~paragraphs~~ subsections (a)(2)(iii),
23 (a)(2)(iv), (a)(2)(v), (a)(2)(vi), (a)(2)(vii), and (a)(2)(viii) under this section shall be Group B and
24 terms shall expire in ~~2023~~ 2026, ~~2026~~ 2029, and every successive three-year (3) period thereafter.

25 ~~(6) Those board~~ (iii) Board members appointed under ~~paragraphs~~ subsections (a)(2)(ix)
26 and (a)(2)(x) of this section shall be Group C and terms shall expire in ~~2024~~ 2027, ~~2027~~ 2031, and
27 every successive three-year (3) period thereafter.

28 ~~(7)(5)~~ (5) The chairperson shall be elected by the members of the board of directors.

29 (i) The chairperson may be permitted to serve up to two (2) additional one-year terms on
30 the board; provided they are serving in the position of chair.

31 ~~(8)(1)(6)~~ (6) No state legislator shall serve or be otherwise eligible to serve on the board of
32 directors of Discover Newport.

33 ~~(ii) The (7) Board~~ (7) Board members ~~of the board of directors of Discover Newport~~ shall serve
34 without compensation, but each member shall be reimbursed for their reasonable expenses incurred

1 [in carrying out those duties under this chapter.](#)

2 ~~(iii)~~(8) The Discover Newport [board](#) shall meet six (6) times a year at a time to be
3 designated by the chairperson and/or president/CEO of Discover Newport.

4 ~~(iv)~~(i) Special meetings of Discover Newport may be called by the chairperson and/or
5 president/CEO of Discover Newport in accordance with the open meetings law.

6 [\(9\) The Discover Newport board shall be governed by their by-laws.](#)

7 **42-105-3. Purposes.**

8 ~~The Newport and Bristol County convention and visitors' bureau dba~~ Discover Newport is
9 authorized, created, and established for the following purposes:

10 (1) To establish an operating program to promote and encourage tourism [for the benefit of](#)
11 [all municipalities located in Newport County and Bristol County;](#)

12 (2) To coordinate tourism activities within Newport County and Bristol ~~Counties~~ [County](#)
13 and the state;

14 (3) To establish a fund to promote and encourage tourism [in the entire region within](#)
15 [Newport County and Bristol County;](#) and

16 (4) To aid the municipalities in Newport [County](#) and Bristol County in resolving problems
17 that may arise due to growth in the tourism industry and to improve the quality of life ~~in~~ [for all](#)
18 [municipalities within](#) Newport [County](#) and Bristol County.

19 **42-105-4. General powers.**

20 Except to the extent inconsistent with any specific provision of this chapter, the corporation
21 shall have power:

22 (1) To sue and be sued, complain and defend, in its corporate name;

23 (2) To have a seal, which may be altered at pleasure and to use the seal by causing it, or a
24 facsimile thereof, to be impressed or affixed or in any other manner reproduced;

25 (3) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and
26 otherwise deal in and with, personal property, or any interest therein, wherever situated;

27 (4) To sell, convey, pledge, lease, exchange, transfer, and otherwise dispose of all or any
28 part of its property and assets for any consideration and upon any terms and conditions as that
29 corporation shall determine;

30 (5) To make and execute agreements of lease, conditional sales contracts, installment sales
31 contracts, loan agreements, construction contracts, operation contracts, and other contracts and
32 instruments necessary or convenient in the exercise of the powers and functions of the corporation
33 granted by this chapter;

34 (6) To conduct its activities, carry on its operations, and have offices and exercise the

1 powers granted by this chapter, within or without the state;

2 (7) To elect or appoint officers, and agents of the corporation, and define their duties and
3 fix their compensation;

4 (8) To make and alter by-laws, not inconsistent with this chapter, for the administration
5 and regulation of the affairs of the corporation, and those by-laws may contain provisions
6 indemnifying any person who is or was a director, officer, employee, or agent of the corporation,
7 or is or was serving at the request of the corporation as a director, officer, employee, or agent of
8 another corporation, partnership, joint venture, trust, or other enterprise, in the manner and to the
9 extent provided in § 7-1.2-814;

10 (9) To hire and fire employees as is necessary to properly conduct the daily operation of
11 the corporation; and

12 (10) To have and exercise all powers necessary or convenient to ~~effect~~ affect its purposes.

13 **42-105-6. Transfer of assets, rights, and responsibilities.**

14 All assets presently held by the Newport and Bristol tourism and convention authority are
15 transferred to the corporation created by this chapter. Assets include all property, tangible and
16 intangible, whether located within or without the state. Whenever in the general laws or any public
17 law reference is made to the Newport and Bristol tourism and convention authority, ~~the Newport~~
18 ~~and Bristol County convention and visitors' bureau dba~~ Discover Newport shall be substituted, and
19 the bureau shall assume all responsibilities and rights as may be set forth in the general or public
20 law.

21 **42-105-8. Audits and annual report.**

22 The books of ~~the Newport and Bristol County convention and visitors' bureau dba~~ Discover
23 Newport as they pertain to the revenues derived from the room tax shall be audited by an
24 independent certified public accountant annually who shall make a report to the Discover Newport
25 board of directors or finance committee within six (6) months after the close of the fiscal year.
26 Included ~~with~~ within the audit shall be the management's discussion and analysis (MD&A), which
27 will serve as the annual report. The MD&A shall include an organization chart, a summary of
28 performance of sales and marketing activities during the fiscal year under audit, highlights of next
29 year's fiscal budget, and a schedule of the following calendar year's meetings. Discover Newport
30 shall file copies of the annual audit with the speaker of the house of representatives, the president
31 of the senate, the governor, and each city or town council in Newport and Bristol ~~County~~ Counties.

32 **42-105-10. Training.**

33 The bureau shall conduct a training course for newly appointed and qualified members of
34 the board ~~and new designees of ex-officio members~~ within six (6) months of their qualification or

1 designation. The course shall be developed by the chair of the bureau, approved by the bureau, and
2 conducted by the chair of the bureau. The bureau may approve the use of any bureau or staff
3 members or other individuals to assist with training. The training course shall include instruction
4 in the subject area of this chapter and chapter 46 of this title, and chapter 2 of title 38; and the
5 bureau's rules and regulations. The president/~~and~~-CEO of ~~Newport and Bristol County convention~~
6 ~~and visitors' bureau dba~~ Discover Newport shall, within ninety (90) days of a member of the board
7 of directors being appointed, disseminate training materials relating to the provisions of chapter 46
8 of this title and chapter 2 of title 38.

9 SECTION 2. This act shall take effect upon passage.

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EXPLANATION
BY THE LEGISLATIVE COUNCIL
OF

A N A C T

RELATING TO STATE AFFAIRS AND GOVERNMENT -- NEWPORT AND BRISTOL
COUNTY CONVENTION AND VISITORS' BUREAU

- 1 This act would make various amendments to the chapter creating the Newport and Bristol
- 2 County Convention and Visitors' Bureau.
- 3 This act would take effect upon passage.

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