

**CITY OF FERNLEY
CONVENTION AND TOURISM AUTHORITY BOARD
BY-LAWS**

Adopted 20th day of July 2011

Article I – The Board:

Section 1. Name of Board: the name of the board shall be the City of Fernley Convention and Tourism Authority Board (Hereinafter the Board).

Section 2. Office of the Board: The office of the Board shall be the City of Fernley Clerk’s Office, 595 Silver Lace Boulevard, Fernley, NV 89408.

Article II – Membership

Section 1. The Board shall be comprised of the members of the City Council.

Section 2. Legal Counsel: The City Attorney’s Office shall be the legal counsel for the Board.

Section 3. Compensation: Members shall serve without salary or other compensation; ~~provided that members shall be reimbursed for necessary expenses actually incurred with prior Administrative approval.~~

Section 4. Terms of Office: As, the FCTA Board shall be comprised of the City Council; the term of office shall coincide with the term of the City Council members.

Article III – Officers and Responsibilities

Section 1. Officers of the Commission: The officers of the Board shall be a Chairperson, and Vice-Chairperson.

A. Chairperson:

1. Presides over all meetings of the Board.
2. Calls special meetings of the Board in accordance with the By-Laws.
3. Signs approved documents as the representative of the Board such as underwriting agreements, grant agreements, award notices and official letters from the Board.
4. Insures ~~that~~ all actions of the Board are properly taken.
5. Preserves order and decorum, prevents attacks on personalities or the impugning of the members’ motives and confines member debate to the question under discussion.

B. Vice Chairperson:

1. Presides at any regular or special meeting of the Board in the absence of the Chairperson; and in the event of the resignation or death of the chairperson, will perform such duties as are imposed on the Chairperson until such time as the Board shall elect a new Chairperson.

Section 2. Election of Officers:

- A. The Chairperson and Vice-Chairperson shall be elected from among the members of the Board by a simple majority vote at the first regular meeting of the Board after June 30th of every other year.
- B. They shall hold office for two (2) years or until their successor(s) are elected and qualified.

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- C. Any office may be re-elected.
- D. Following the election, the gavel shall pass to the officers at the existing meeting of the Board.

Article IV – Meetings

Section 1. Meetings:

- A. The City Council sitting as City of Fernley Convention and Tourism Authority Board shall meet regularly, at least semi-annually at a date, time and place to be established by the City Council. Board meetings shall be open to the public and written meetings minutes shall be maintained and made available to the public upon approval of the minutes by the Board. Noticing and posting of the agenda shall follow the open meeting law as set forth by NRS.
- B. Special meetings may be called by the Chairperson when deemed necessary. Members of the Board shall be notified at least three (3) days prior to the Special meeting. Special meetings shall be noticed and agendized pursuant to the Open Meeting Law.

Section 2. Quorum: A quorum shall consist of a majority of the members of the Board and shall be empowered to conduct Board business. In the event when Chair and Vice Chair absent at the meeting, Board will choose a member of the Board to preside over the meeting.

Section 3. Public Rights

- A. Manner of Addressing the Commission: Time Limit: Each person addressing the Board shall step forward to the microphone, shall give his/her name and address in an audible tone of voice for the record and shall limit his/her address to five (5) minutes, unless further time is granted by the Chairperson. No person, other than the members of the Board and the person having the floor, shall be permitted to enter into any discussion, either directly or through the members of the Board. No questions shall be asked of the Board members, except through the presiding officer. Except during the public comment period, speakers shall limit their presentation to statements and exhibits relevant to the agenda item under discussion and shall avoid undue repetition of points previously presented to the Board.
- B. Disruptive Behavior: Any person who willfully disrupts a meeting to the extent that its orderly conduct is made impractical may be requested to leave the meeting.
- C. Written Communication: Written information and materials provided by the applicants that pertain to Board meetings, may be submitted to the Board staff. All such information and materials shall be received a minimum of three (3) working days in advance of the meeting for distribution to all Board members.

Section 4. Action Items: In Accordance with the provisions of the Open Meeting Law, all items are for Board action unless otherwise noted with an (*) designated.

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Section 5. Voting: When any vote is called, each member of the Board shall respond by saying “aye (yes)” or “nay (no)”, or abstain, unless a member requests a roll call vote.

Section 6. Tie vote: Any tie vote shall constitute a technical denial of the motion and may be reconsidered by a motion offered by any member who voted on the matter.

Article VI – Meeting & Event Visitations

Section 1. Meeting and Event: Board members may attend any events that are sponsored by the Transient Lodging Tax proceeds. Should the Board members wish to attend they shall ensure that the requirements of the Open Meeting Laws are met.

Article VII – Amendments of By-Laws

Section 1. Amendments of By-Laws: The City of Fernley Convention and Tourism Authority Board By-Laws may be amended by the Board as deemed necessary by a majority vote of the Board members.