



BYLAWS

ARTICLE I - ORGANIZATION

Section 1 – Name: The name of the organization shall be Northeastern Nevada Regional Development Authority (NNRDA). It shall be established by an Inter-Local Cooperative Agreement as authorized by Nevada Revised Statutes (NRS) 277.080 to 277.180.

Section 2 – Purpose: NNRDA's purpose and mission is to encourage and coordinate the continual, diversified development & economic growth of the Northeastern Nevada region and all of its entities.

ARTICLE II – MEMBERSHIP

Section 1 – Members: Members are defined as a City, County, or Entity that is identified as a public agency according to NRS 277.100. I.e. Incorporated Cities. Unincorporated Towns, Counties, or Tribal Entities.

- A. *Eligibility:* Public entities requesting membership must provide a written request to the Executive Director. Membership shall be granted upon a majority vote of the Board of Directors.
- B. *Annual Dues:* Membership dues for Members are based on the most current population statistics estimates for that entity and the board approved "per person" fee.
 - a. *Population Estimates:* Population estimates are determined by the Nevada State Demographer and reported via the Nevada Department of Taxation's, most recent "*Certified Population of Nevada Counties, Cities and Towns*" document.
 - b. *Per Person Fee:* The "per person" fee is approved by the Board of Directors following collaboration between the Advisory Committee and the Executive Director.
 - c. *Current Per Person Fee:* The current "per person" fee is \$1.10 as determined by the Board of Directors in FY2016-2017.
 - d. *Formula:* The formula to determine total cost for annual dues of public members is as follows: Most Current Population x Per Person Fee = Total Annual Dues.
 - e. *Exceptions:* Exceptions associated with annual dues have been identified and approved by the Board of Directors as follows:
 - i. All Members agree that as the founding Member of the Authority, Elko County agrees to pay a set amount of \$40,000 annually and provide in-kind services in the form of administration of the Authority's payroll, human resources, legal, IT support, and other administrative functions.
 - ii. Counties with NNRDA member communities held therein, may deduct those community populations from their total population number to ensure there are no "double" charges.

Revised: January 12, 2015

Revised: August 28, 2019

Revised: September 9, 2020



- iii. Counties who are home to state or federal correctional facilities that house 500 or more inmates may deduct their associated prison populations from their overall population.
 1. Prison inmate populations are determined by the most recent State of Nevada Department of Corrections Quarter IV Fiscal Year Report.
- C. *Membership Term:* Annual membership is based off of a fiscal year beginning July 1st and ending in June 30th the following year.
 - a. *Prorated Membership:* Membership approved following the commencement of the fiscal year will be prorated to accommodate for “unused” time.
- D. *Resignation and Termination-* Any member may resign by providing a written resignation to the Executive Director. Resignation shall not relieve a member of unpaid dues, or other charges preciously accrued. A member can have their membership terminated by a majority vote of the Board of Directors.

Section 2 – Advisors: Advisors shall be comprised of individuals who represent private organizations that are defined as a for-profit entity, business, or corporation who conducts business within the geographical boundaries of NNRDA.

- A. *Eligibility:* Private entities requesting admittance to the advisory committee must complete and submit a membership form to the NNRDA offices.
- B. *Annual Dues:* Membership dues for advisors are tiered and based on the following schedule:
 - a. *Associate Advisor:* \$500
 - b. *Corporate Advisor:* \$1,500
 - c. *Executive Advisor:* \$3,000
- C. *Advisory Term:* Annual advisory terms are based off of a calendar year and are renewed upon the month of initial application.
- D. *Resignation and Termination-* Any Advisor may resign by providing a written resignation to the Executive Director. Resignation shall not relieve an Advisor of unpaid dues, or other charges previously accrued. An Advisor can have their membership terminated by a majority vote of the Board of Directors. Advisors failing to renew their annual dues within three (3) months will have their membership terminated.

Section 3 – Community Partners: Community Partners are defined as entities that cannot be categorized as a Member or an Advisor.

- A. *Community Partners:* A Community Partner is defined as a for-profit or non-profit private entity whose primary purpose and mission is to serve the best interests of the general public.
 - a. *Eligibility:* Entities requesting a Community Partnership must complete and submit a membership form to the NNRDA offices.
 - b. *Annual Dues:* Dues are waived as a result of “in-kind” services provided to NNRDA or an agreed transfer of membership between the two organizations.
 - c. *Partnership Term:* Partnerships are based off of a calendar year and are renewed upon the month of their initial application.
 - d. *Resignation and Termination-* Any Partner may resign by providing a written resignation with the Executive Director. A Partner can have their partnership terminated by a majority vote of the Board of Directors. Partners failing to



validate their annual partnership obligations within three (3) months of annual partnership date will have their partnership terminated.

ARTICLE III – GOVERNANCE

Section 1 – Organization: NNRDA shall have a governing body known as the “Board of Directors”.

Section 2 – Meetings / Voting: Meetings shall be held as needed at a time and place designated by the Executive Director / NNRDA staff. A quorum of the Board of Directors equals a majority of representatives present at a meeting, as required by the Nevada Open Meeting law. All meetings shall be subject to the provisions of the Nevada Open Meeting Law.

Section 3 – Officers: At the regular scheduled Board meeting in June of each year, the Board members shall choose an existing Advisory Committee Member to serve as Chairperson and Vice-Chairperson of the Board.

- A. *Chairperson:* The Chairperson shall preside at all meetings of the NNRDA Board of Directors, sign all contracts and agreements in the name of NNRDA which are authorized by the Board of Directors; cause all books, reports, statements to be made and filed or distributed as required; and perform other such duties as shall be prescribed by the Board of Directors.
- B. *Vice Chair:* The Vice-Chair shall generally assist the Chairperson and shall perform such duties as may be assigned to the Vice-Chair by the Board of Directors. In the event of death, resignation, incapacity, absence, or inability of the Chairperson, the Vice-Chair shall assume and discharge the powers and duties of the Chairman.
- C. *Immediate Past Chairman:* The Immediate Past Chairman shall serve as an ex-officio non-voting member of the Board of Directors. Voting privileges shall be granted in the absence of the Chair and Vice-Chair or in the event of a tie vote.
- D. *Succession:* Succession of officers to serve in the absence of the other shall be as follows:
 - a. In the absence of the Chairperson, the Vice-Chair shall serve as Chairperson.
 - b. In the absence of the Chairperson and Vice-Chair, the Past Chairperson shall serve as Chairperson.

Section 4 – Advisory Committee: The Advisory Committee shall be made up of a representative from each of the participating Corporate and Executive Advisory levels. Together, these individuals make up the Advisory Committee.

- A. *Duties:* Advisors to the Northeastern Nevada Regional Development Authority are expected to:
 - a. Achieve the purposes of the Northeastern Nevada Regional Development Authority (NNRDA) as established by and described in Article 2 of the Inter-local Agreement creating such authority.
 - b. Provide guidance and information to staff members.
 - c. Provide complete financial oversight to the NNRDA.



- d. Review NNRDA's Policies and Procedures and NNRDA's Bylaws as required.
- e. Review and provide insights to the Board of Directors regarding the Executive Directors annual work performance.

Section 5 – Board of Directors: The Board of Directors shall be made up of both Members and two (2) Advisory Committee Members. A representative from each of the participating Cities and Counties account for the Members on the Board. The two representatives selected to be Chair and Vice-Chair from participating Corporate and Executive Advisory levels will serve as Advisory Members to the Board. Also included on the Board of Directors are the Past Chairperson and the NNRDA Executive Director who serve, in most cases, as non-voting members. Together, this individuals make up the Board of Directors.

- B. *Duties:* The Board of Directors of the Northeastern Nevada Regional Development Authority duties are as follows:
- a. Achieve the purposes of the Northeastern Nevada Regional Development Authority (NNRDA) as established by and described in Article 2 of the Inter-local Agreement creating such authority.
 - b. Provide guidance and direction to staff members.
 - c. Provide complete financial oversight to the NNRDA, including approval of the budget and expenditures.
 - d. Review NNRDA's Policies and Procedures, NNRDA's Bylaws, and approve modifications as required.
 - e. Shall perform an evaluation of the Executive Directors work performance annually. The Board of Directors will ask the Advisory Committee for their comments for inclusion in final evaluation.
 - f. Approve Executive Director Compensation changes and/or bonus amounts.

ARTICLE IV – STAFFING

Section 1 – Executive Director: The Northeastern Nevada Regional Development Authority shall provide at least one full time staff person to serve as Executive Director.

- A. *Duties:* The assigned Executive Director shall perform the following duties:
- a. Carry out directives of the Board of Directors.
 - b. Perform and assign duties, where applicable, in order to carry out the requirements of the Nevada Open Meeting Law.
 - c. Process possible leads and provide follow-up on such leads as necessary.
 - d. Distribute marketing and other economic development information as directed by the Board of Directors.
 - e. Perform financial functions, inclusive of compilation of the annual budget and complying with financial reporting requirements of the Nevada Governor's Office of Economic Development (GOED) and Elko County.
 - f. Serve as liaison with the Governor's Office of Economic Development (GOED).
 - g. All duties described in the Board approved Executive Director's job description.



Section 2 – Support Staff: Employment by the Authority will be offered or terminated at the discretion of the Executive Director. Job descriptions are recommended by the Executive Director and approved by the Board of Directors.

ARTICLE V – MISCELLANEOUS

Section 1 – Policy: The Board of Directors shall have power to make, amend or repeal the policy of the NNRDA by vote of a majority of all Directors at any regular or special meeting of the Board except those set in the Inter-local Agreement which can only be amended with approval of the Member Counties and Member Cities.

Section 2 – Contracts: The Board of Directors may authorize the Chairperson to enter into any contract or other instrument on behalf of the Authority.

Section 3 – Fiscal Agent: The County of Elko shall act as fiscal agent to NNRDA and perform such accounting, reporting, auditing and budgeting duties as required.

Section 4 – Bylaws: The Board of Directors shall have power to make, amend, or repeal the Bylaws of the Authority, by vote of a majority of all Directors at any regular or special meeting of the board.

Section 5 – Confidentiality: All Directors, agents, and participants serving on the Board of Directors, Advisory Committee and staff are subject to rules of confidentiality as set forth in Nevada Revised Statutes Chapter 244, Section 264, Chapter 268, Section 920 and Chapter 231, Section 069.

I, Donna Bath, the undersigned and duly-elected and acting Chair of the Northeastern Nevada Regional Development Authority Board of Directors to do hereby certify:

That the Board of Directors of the Northeastern Nevada Regional Development Authority adopted the foregoing Bylaws on September 9th, 2020.

By: 
Donna Bath, NNRDA Chairwoman

Date: September 9, 2020