

Policy 3.1.0

Conduct of Meetings of the Board of Trustees

POLICY. This Policy governs the conduct of all meetings of the Board of Trustees of the Incline Village General Improvement District , including but not limited to the calling of regular meetings of the Board of Trustees, the manner in which special meetings of said District may be called, designating the meeting location, establishing the agenda and rules for its proceedings for the Incline Village General Improvement District, Washoe County, State of Nevada. All meetings shall be conducted in accordance with the provisions in Nevada Revised Statutes (NRS) Chapter 241.

- 0.1 Regular Meetings.** The regular meeting times and location shall be set by the Board of Trustees.
- 0.2 Special Meetings.** Special meetings of the Board of Trustees shall be held upon call of the Chair of the Board or at least two of the Trustees. Notice of all meetings shall be given in conformity with the provisions of Nevada Revised Statutes 241.020.
- 0.3 Meeting Place.** All Board of Trustees meetings shall be held within the District.
- 0.4 Item(s) of Business/Agenda Preparation.** The Board Chair, in cooperation with the General Manager, is responsible for preparing the agenda and supporting materials for each meeting. The Chair, in cooperation with the General Manager, will place on the Agenda any item requested by a fellow Trustee.

If a person or party, including the general public, wishes to have a matter considered by the Board, a written request should be submitted to the General Manager, in advance of the meeting, allowing enough time for staff research. The amount of advance time required will be determined by the General Manager, based upon Board Policy, administrative procedure, and the facts in each instance.

No matter shall be heard or acted upon except in compliance with NRS Chapter 241.

The item(s) of business at the regular meetings of said Board may include, but are not limited to:

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- Pledge of Allegiance
- Roll call of Trustees
- Appearances/Presentations (Non-action)
- Initial Public Comment – not to include comments on General Business items where such business items have separate scheduled public comment
- Appearances/Presentations/Declarations/Proclamations (Action)
- Approval of Agenda
- Public Hearings (if any) – all changes to Ordinances require a Public Hearing with a minimum of a 21-day notice
- District Staff Update (if any)
 - The General Manager’s monthly report
Once a month the General Manager is to provide a formal written report outlining the contracts/expenditures s/he approved with proper signing authority per District policy.
- Legal Counsel Update (if any)
- Reports to the Board – Reports are intended to inform the Board and/or the public – Reports shall be limited to 15 minutes or a time to be determined at the discretion of the Chair.
 - Department liaisons’ updates (if appropriate)
 - Audit Committee (if appropriate)
 - Treasurer’s Report (if any)
- Consent Calendar (if any)
- General Business
- Reports that are needed to inform the Board and/or the public.
- Review of the long range calendar
- Final Public Comment
- Board of Trustees Updates
- Adjournment

0.5 Rules of Proceedings

- a. Open Meeting Law. All meetings of the Board shall be in accordance with NRS 241, the Nevada Open Meeting Law.
- b. Quorum. A majority of the Board of Trustees present in person or by virtual technology shall constitute a quorum for the transaction of business. When using virtual technology, so long as there is

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adequate internet service, the Trustee must be on-camera to qualify for voting.

- c. Method of Action. The Board of Trustees shall only take action by the affirmative vote of at least a majority of its members, which is three (3), except where a greater requirement for passage of the action is prescribed by applicable law, including but not limited to NRS 318.280 and NRS 318.350.

Trustees shall participate in voting subject to the requirements of NRS Chapter 281A, Ethics In Government. Should a conflict of interest be a concern, the Trustee will abide by NRS 281A and potentially abstain from voting. According to NRS 241.0355, an abstention shall not count as a vote in favor.

- d. Recording Vote. All Trustees present and voting, shall have their votes entered into the minutes. All Trustees shall have the equal right to vote, make and second motions. The Chair may ask the Clerk to conduct a roll call vote on any manner required by law or deemed appropriate.
- e. Ordinances. The enacting clause of all ordinances passed by the Board shall include the word "ordinance" and be consecutively numbered. All actions to pass or revise an ordinance shall be attested by the Secretary.
- f. Claims. The General Manager and General Counsel shall negotiate on behalf of IVGID, the settlement of all property damage, personal injury, or liability claims. Final settlement of such claims must be approved by the Board. The General Manager may accept a tentative settlement, which shall not be final and binding upon IVGID, unless and until approved by the Board of Trustees. The Board of Trustees shall be kept informed about the status of any claims filed against the District and any significant developments.
- g. Litigation. The General Manager must obtain Board of Trustees authorization, at a public meeting, to initiate any lawsuit, appeal any decision or judgement, or retain legal counsel to defend a lawsuit. In addition, the role of the General Manager is to carry out the

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business of the Board. The Board of Trustees shall be kept informed about the status of all litigation and any significant developments.

- h. Use of Technology. At no time during a meeting should Trustees use digital technology to communicate with each other about an item of District business.

- 0.6 Consent Calendar.** In cooperation with the Chair, the General Manager may schedule matters for consideration on a Consent Calendar. The Consent Calendar may not include any action which is subject to a public hearing. Each consent item shall be separately listed on the agenda, under the heading of "Consent Calendar".

Any member of the Board may request the removal of a particular item from the Consent Calendar, at the time of the agenda approval, and that the matter shall be removed and addressed in the General Business section of the meeting.

- 0.7 Robert's Rules.** Unless contrary to this rule, such meetings shall be substantially conducted in conformity with Robert's Rules of Order unless those provisions conflict with NRS Chapter 241, in which case, the statutes will prevail.
- 0.8 Motions to Reconsider.** A motion to reconsider must be made at the meeting where the item was first voted upon. A motion to reconsider made at a later time is untimely, and votes shall be deemed final as of the adjournment of a meeting. A motion to reconsider may be made only by a member who voted in the majority on the original motion. If a motion to reconsider passes, the original motion shall be deemed void, and the matter shall be subject to debate and a new motion. Following the conclusion of the meeting, revisiting of an item may only occur subject to placement of the item on an agenda in accordance with NRS Chapter 241.
- 0.9 Officers of the Board.** As the first item of General Business at the first meeting of the calendar year, the Board of Trustees shall elect a Chair, Vice Chair, Treasurer, and Secretary. It is recommended that the officers of the Board rotate on a reasonable basis. Roles should change at least every 2 years. Each Officers term will begin as defined by the agenda item

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and will continue until the next election. The officer roles and responsibilities are outlined in the Board of Trustees Handbook.

According to NRS 318.085(1), the role of Treasurer and the Secretary may be fulfilled by someone other than a Trustee.

Should a vacancy occur, the Board of Trustees shall follow NRS 318.090(5) to fill the vacancy. The most current roster for the current Board of Trustees is located on the District's website.

0.10 Advisory Committees. The Board of Trustees may from time to time establish citizen committees to advise it on policy matters of the District. All such committees shall serve at the pleasure of the Board, and the Board shall have the authority to remove any member or all members from any and all committees at any time, or to change any of the terms of office thereof. Committees shall be advisory in nature only, and shall have no authority to set policy; expend or obligate funds; hire, fire, supervise, or direct staff; or speak on behalf of the District, the Board, or its officers or employees. All committees shall conduct their business subject to all applicable provisions of the Nevada Open Meeting Law. If any Trustee is appointed to serve on a committee, the Trustee shall be the chair of that committee, unless other methods for selecting the chair have been approved by the Board of Trustees such as the Audit Committee which has its own Board policy. If more than one Trustee is appointed to serve on the committee, then the Board shall determine by motion which Trustee shall serve as chair.

The General Manager may establish citizen advisory committees or bodies to advise the General Manager on areas of interest. Such groups are not subject to Nevada's Open Meeting Law, provided that they only advise the General Manager and do not make decisions for or recommendations to Board of Trustees or any other body whose meetings are subject to Nevada's Open Meeting Law.

0.11 Public Participation. Public comment may be scheduled for individual agenda items in addition to the initial and closing public comment period at the discretion of the Chair. Unless otherwise determined, the time limit shall be three minutes for each person wishing to make an initial or closing public comment and shall be two minutes for each person should public



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comment be permitted for an individual agenda item. Unless otherwise permitted by the Chair, no person shall be allowed to speak more than once on any single agenda item.

0.12 Legislative Matters. The General Manager may from time to time propose positions on legislative issues, which positions shall be reviewed and approved by the Board at its regular meeting.

0.13 Meeting Minutes. Meeting minutes shall be prepared in accordance with NRS 241.035 and the guidance of the Attorney General, as set forth in the Nevada Open Meeting Law Manual. Meeting minutes shall be styled as action item minutes and prepared by the District Clerk or designee.