

**WASHOE COUNTY DEBT MANAGEMENT COMMISSION BYLAWS, RULES, POLICIES AND
PROCEDURES**

Article I: PURPOSE AND AUTHORITY

The Debt Management Commission (“DMC” or “Commission”), pursuant to Nevada Revised Statutes (“NRS”) Chapter 350, is responsible for reviewing and either approving or denying debt issuance by local government entities, and is responsible for overseeing the indebtedness and debt management plans of the entities within Washoe County. The DMC considers proposals by municipalities to incur general obligation debt, to enter into an installment purchase agreement with a term of more than 10 years, or to levy a special elective tax. The DMC also establishes the maximum combined overlapping ad valorem tax levy, that if exceeded by a proposal from a municipality, the DMC may then determine the highest and best use of the unlevied amount of property taxes including the public needs to be served by entities whose tax levying powers may be affected by the proposal. Additionally, the DMC receives and considers annual statements of current and contemplated general obligation debt and special elective taxes, statements of debt management policies and plans for capital improvements.

Article II: COMMISSION MEMBERSHIP; MEMBER QUALIFICATIONS; ATTENDANCE AND ELECTION OF OFFICERS

1. Membership. The DMC shall consist of seven members, as follows:
 - a. One (1) representative appointed by the Washoe County Board of County Commissioners;
 - b. One (1) representative appointed by the Washoe County School District Board of Trustees;
 - c. One (1) representative appointed by the City of Reno City Council;
 - d. One (1) representative appointed by the City of Sparks City Council;
 - e. One (1) representative appointed by the general improvement districts within Washoe County (jointly); and
 - f. Two (2) representatives of the public at large appointed by the Commission.

2. Qualifications. All DMC members shall fully inform themselves concerning the requirements of NRS Chapter 350, the governing law for this Commission. Further, the representatives of the public at large must:
 - a. Be Washoe County residents;
 - b. Have knowledge of Washoe County's financial structure; and

- c. Have at least five (5) years' experience in the field(s) of public administration, public accounting or banking.
3. Attendance. Members shall be prompt and diligent in attendance. If any member misses two (2) consecutive meetings or three (3) meetings during a calendar year without an excused absence, the Chair shall contact the entity or entities represented by the member and request that the entity or entities appoint another person to sit on the Commission.

****Note:** An excused absence is a call or email to the Chair or County Clerk that the member will be absent.

4. Election of Officers. The Chair and Vice Chair shall be selected from among the members at the first meeting of the calendar year.

Article III: PREJUDICIAL ACTIONS - COMMISSIONERS

It is the DMC's policy that each member shall endeavor to be as completely informed as possible on each matter to be considered by the Commission. Therefore, subject to the limitations imposed by Nevada's Open Meeting Law, NRS Chapter 241, ex parte contact (communication which occurs outside of a noticed meeting) shall not automatically result in the disqualification of a contacted Commission member from discussion and/or voting on an item under consideration by the Commission.

Any member who has a financial interest in any matter under discussion by the Commission shall disclose the full nature and extent of such interest and shall declare their ability to fairly discuss, deliberate, and vote on the matter. A financial interest means any ownership interest, either directly or through a household member, in a matter to be considered by the Commission. If the member's financial interest in a matter under discussion by the Commission is such that a reasonable person in the member's situation would be materially affected by the financial interest, the member shall abstain from discussion of and voting on the matter. All members who believe they may have a financial interest in any matter under discussion by the Commission shall contact the Commission's legal counsel prior to the relevant meeting for assistance in complying with their disclosure and/or abstention requirements.

Article IV: DUTIES OF THE CHAIR, VICE-CHAIR AND COUNTY CLERK

1. Chair. The Chair shall preside at all meetings, maintain order, and call special and emergency meetings, as needed.
2. Vice Chair. The Vice Chair shall serve in the absence of the chair. In the absence of both the Chair and Vice Chair, a temporary acting Chair will be designated by the Commission to conduct the meeting.
3. County Clerk. The County Clerk is ex officio the secretary of the Commission. The County Clerk, or designee, shall attend meetings, record the proceedings, prepare agendas and minutes, distribute agendas and supporting materials, and maintain Commission records, among other duties.

Article V: QUORUM AND VOTING

Quorum:

1. A simple majority of the members (four (4) commissioners) constitutes a quorum necessary to consider general matters of business.
2. Not less than two-thirds (2/3) of the full Commission, which is five (5) members, must be present to consider a matter requiring a two-thirds vote.

Voting:

1. For the purpose of approving the Bylaws, Rules, Policies and Procedures, not less than two-thirds (2/3) of the full Commission, which is five (5) members, must vote in the affirmative to adopt said motion.
2. Unless otherwise required by NRS Chapter 350, an affirmative vote by a majority of the commissioners present at the meeting is required to approve all other matters.
 - a. Note: Pursuant to NRS Chapter 350, certain proposals require an affirmative vote of two-thirds (2/3) of the full Commission.
3. The Chair shall be a voting member.
4. The Chair may call for, or a commissioner may request, a roll call vote on any matter under consideration.

5. A tie vote on a matter shall automatically result in reconsideration of the matter at the next scheduled DMC meeting, unless a member of the Commission makes a motion which is approved by a majority of the members present, to reconsider the matter at the same meeting.

Article VI: MEETINGS - GENERAL

1. All DMC meetings are open to the public and shall comport with Nevada's Open Meeting Law, as set forth in NRS 241.010 through 241.040, inclusive.
2. Notice. Except in an emergency, written notice of all meetings will be given at least three working days before the meeting. The public notice will include the meeting's agenda and the date, time, place and location of the meeting, among other requirements.
3. Agenda. Each agenda shall be approved by the Chair and reviewed by legal counsel prior to posting. Items may be placed on the agenda by any member of the Commission or by a representative of a local government entity seeking debt issuance. All other persons wishing to place an item on the agenda shall contact the Chair for authorization to include the requested agenda item.
4. Subscription. Any person who requests notice of the DMC's meetings will be advised that the request for notice lapses one (1) year after it is made, unless the person requests a continuance in writing.
5. Supporting Materials. Supporting materials will be provided to the County Clerk at least one (1) week prior to the meeting date. The Clerk shall distribute the supporting materials in advance of the meeting, preferably at the time of the agenda posting. The Commission may, after review of any late-produced materials, decide by a majority vote to consider the materials. In order for late-produced materials to be properly analyzed by the Commission, the Commission reserves the right to reschedule the item to a later place on the agenda or to reschedule the item to a subsequent meeting.

Article VII: REGULAR MEETINGS

1. Meetings will be held in accordance with NRS Chapter 350. Meetings will be held each calendar quarter or at the call of the Chair whenever business is presented, as

provided in NRS 350.014 and 350.0145 (i.e., if called by a government entity to consider a proposal).

2. All regular DMC meetings shall be scheduled at each annual meeting in August and shall be scheduled to last not more than three (3) hours. At the end of the three (3) hour time limit, the meeting can be extended by a simple majority vote of the commissioners present.
3. The Chair may call for alternate meeting dates when scheduling conflicts arise, including but not limited to holidays.
4. The Commission's legal counsel shall keep, available for reference at meetings, a current copy of the Nevada Open Meeting Law (NRS Chapter 241) and a current copy of NRS Chapter 350.

Article VIII: SPECIAL MEETINGS

Special meetings may be held as required, upon call of the Chair or upon written request, submitted to the County Clerk, of at least two (2) Commission members.

Article IX: EMERGENCY MEETINGS

1. An emergency meeting may be called by the Chair, or an emergency item may be added to any regular or special meeting when unforeseen circumstances require immediate action. Unforeseen circumstances include, but are not limited to:
 - a. Disasters caused by fire, flood, earthquake, or other natural causes; or
 - b. Any material impairment of the health and safety of the public.

Article X: ORDER OF BUSINESS

1. During the meeting, items on the agenda may be taken out of order; combined with other items; removed from the agenda; or moved to the agenda of another later meeting at the discretion of the Chair. However, the following order of business will generally be followed for all DMC meetings:
 - a. Roll call and determination of quorum.

- b. Public Comment.
 - c. Business of the day. Old business previously considered by the Commission will normally be considered before new business. Requests for debt issuance will normally be scheduled before other items.
 - d. Review, possible amendment and approval of the minutes from the previous meeting.
 - e. Board member comments. Limited to announcements or topics/issues proposed for future agendas.
 - f. Public comment.
 - g. Adjournment.
2. Public Comment. Public comment should be limited to three (3) minutes per person per comment period.

Article XI: PROCEDURE FOR BUSINESS ITEMS REQUESTING DEBT ISSUANCE

1. The Chair shall advise the audience of general hearing procedures.
2. The Chair shall introduce the agenda item.
3. The agenda item advocate will first give their presentation. Commissioners may ask questions, as needed, throughout the presentation.
4. After the agenda item advocate's presentation, the Chair will bring the item back to the Commission for discussion.
5. Thereafter, the Chair will permit other speakers wishing to testify before the Commission, i.e., provide public comment, to do so. Commissioners may ask questions of other speakers, as needed.
 - a. Speakers shall sign a Request to Speak slip and deliver the slip to the Commission's secretary.

- b. All speakers are requested to provide their name and their reasons for supporting or opposing the agenda item.
 - c. Questions asked by speakers and dialogue addressed to individual commissioners will be directed, and limited as necessary, by the Chair.
 - d. Speakers shall limit their comments to three (3) minutes per comment period.
- 6. Persons addressing the board shall direct their comments to the Commission as a whole, and shall refrain from any personal, inflammatory or accusatory attacks toward any member(s) of the Commission.
 - 7. At the Chair's discretion, any individual may be asked to comment on any factual or procedural issue discussed during the public hearing.
 - 8. The Chair shall call for any further Commission discussion and a motion. If a motion is made and seconded, it shall be voted on.

Article XII: AMENDMENT OF BYLAWS

- 1. Amendment. The Debt Management Commission Bylaws, Rules, Policies and Procedures may be amended by a two-thirds vote of the full Commission (five members) at a regular meeting and become effective upon signature of the Chair.
- 2. Failure to Follow. If the Commission fails to follow one of its own bylaws, rules, policies or procedures, the Commission's actions are not invalidated so long as the action is in compliance with other law.

Dated: _____

CHAIR

WASHOE COUNTY DEBT MANAGEMENT COMMISSION BYLAWS, RULES, POLICIES AND PROCEDURES

Article I: PURPOSE AND AUTHORITY

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2. Qualifications. All DMC members shall fully inform themselves concerning the requirements of NRS Chapter 350, the governing law for this Commission. Further, the representatives of the public at large must:
 - a. Be Washoe County residents;
 - b. Have knowledge of Washoe County's financial structure; and

2.c. ~~H~~ave at least five (5) years' experience in the field(s) of public administration, public accounting or banking.

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Commented [GJ1]: Added some language to comport with NRS 350.0115(4) and (5).

Commented [GJ2]: Do we want to add a section about the members terms?
NRS 350.0115(7) indicates that DMC members are chosen in January of each odd-numbered year and hold office for a 2 year term beginning on January 1st. Members selected by the City of Reno and City of Sparks must be chosen after elections but before DMC's annual August meeting.

3. Attendance. Members shall be prompt and diligent in attendance. If any member misses two (2) consecutive meetings or three (3) meetings during a calendar year without an excused absence, the Chair shall contact the entity or entities represented by the member and request that the entity or entities appoint another person to sit on the Commission.

**Note: An excused absence is a call or email to the Chair or County Clerk that the member will be absent.

4. Election of Officers. The Chair and Vice Chair shall be selected from among the members at the first meeting of the calendar year.

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Commented [GJ3]: Or do we want the chair to follow the terms and be selected at the first meeting of every odd year (so, a 2 year stint as chair?)

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Article III: PREJUDICIAL ACTIONS - COMMISSIONERS

It is the DMC's policy that each member shall endeavor to be as completely informed as possible on each matter to be considered by the Commission. Therefore, subject to the limitations imposed by Nevada's Open Meeting Law, NRS Chapter 241, ex parte contact (communication which occurs outside of a noticed meeting) shall not automatically result in the disqualification of a contacted Commission member from discussion and/or voting on an item under consideration by the Commission.

Any member who has a financial interest in any matter under discussion by the Commission shall disclose the full nature and extent of such interest and shall declare their ability to fairly discuss, deliberate, and vote on the matter. A financial interest means any ownership interest, either directly or through a household member, in a matter to be considered by the Commission. If the member's financial interest in a matter under discussion by the Commission is such that a reasonable person in the member's situation would be materially affected by the financial interest, the member shall abstain from discussion of and voting on the matter. All members who believe they may have a financial interest in any matter under discussion by the Commission shall contact the Commission's legal counsel prior to the relevant meeting for assistance in complying with their disclosure and/or abstention requirements.

Article IV: ~~QUORUM AND~~ DUTIES OF THE CHAIR, VICE-CHAIR AND COUNTY CLERK

~~1. A simple majority of the members (four (4) commissioners) constitutes a quorum necessary to consider general matters of business.~~

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~~2. Not less than two-thirds (2/3) of the full Commission, which is five (5) members, must be present to consider a matter requiring a two-thirds vote.~~

~~1. Chair. The Chair shall preside at all meetings, maintain order, and call special and emergency meetings, as needed.~~

~~2. Vice Chair. The Vice Chair shall serve in the absence of the chair. In the absence of both the Chair and Vice Chair, a temporary acting Chair will be designated by the Commission to conduct the meeting.~~

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~~3. County Clerk. The County Clerk is ex officio the secretary of the Commission. The County Clerk, or designee, shall attend meetings, record the proceedings, prepare agendas and minutes, distribute agendas and supporting materials, and maintain Commission records, among other duties.~~

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~~4. In the absence of the Chair, the Vice Chair will conduct the meeting. In the absence of both the Chair and Vice Chair, a temporary acting Chair will be designated by the Commission to conduct the meeting.~~

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Article V: QUORUM AND VOTING

Quorum:

~~1. A simple majority of the members (four (4) commissioners) constitutes a quorum necessary to consider general matters of business.~~

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~~2. Not less than two-thirds (2/3) of the full Commission, which is five (5) members, must be present to consider a matter requiring a two-thirds vote.~~

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Voting:

~~1. For the purpose of approving the Bylaws, Rules, Policies and Procedures, not less than two-thirds (2/3) of the full Commission, which is five (5) members, must vote in the affirmative to adopt said motion.~~

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~~2. Unless otherwise required by NRS Chapter 350, an affirmative vote by a majority of the commissioners present at the meeting is required to approve all other matters.~~

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a. Note: Pursuant to NRS Chapter 350, certain proposals require an affirmative vote of two-thirds (2/3) of the full Commission.

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3. The Chair shall be a voting member.

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4. The Chair may call for, or a commissioner may request, a roll call vote on any matter under consideration.

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5. A tie vote on a matter shall automatically result in reconsideration of the matter at the next scheduled DMC meeting, unless a member of the Commission makes a motion which is approved by a majority of the members present, to reconsider the matter at the same meeting.

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Article VI: MEETINGS - GENERAL

1. All DMC meetings are open to the public and shall comport with Nevada’s Open Meeting Law, as set forth in NRS 241.010 through 241.040, inclusive.

2. Notice. Except in an emergency, written notice of all meetings will be given at least three working days before the meeting. The public notice will include the meeting’s agenda and the date, time, place and location of the meeting, among other requirements.

a-3. Agenda. Each agenda shall be approved by the Chair and reviewed by legal counsel prior to posting. Items may be placed on the agenda by any member of the Commission or by a representative of a local government entity seeking debt issuance. All other persons wishing to place an item on the agenda shall contact the Chair for authorization to include the requested agenda item.

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b-4. Subscription. Any person who requests notice of the DMC’s meetings will be advised that the request for notice lapses ~~six (6) months~~ one (1) year after it is made, unless the person requests a continuance in writing.

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d-5. Supporting Materials. Supporting materials will be provided to the County Clerk at least one (1) week prior to the meeting date. The Clerk shall distribute the supporting materials in advance of the meeting, preferably at the time of the agenda posting. The Commission may, after review of any late-produced materials, decide by a majority vote to consider the materials. In order for late-produced materials to be properly analyzed by the Commission, the

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Commission reserves the right to reschedule the item to a later place on the agenda or to reschedule the item to a subsequent meeting.

Article VII: REGULAR MEETINGS

1. Meetings will be held in accordance with NRS Chapter 350. Meetings will be held each calendar quarter or at the call of the Chair whenever business is presented, as provided in NRS 350.014 and 350.0145 (i.e., if called by a government entity to consider a proposal).
2. All regular DMC meetings shall be scheduled at each annual meeting in August and shall be scheduled to last not more than three (3) hours. At the end of the three (3) hour time limit, the meeting can be extended by a simple majority vote of the commissioners present.
3. The Chair may call for alternate meeting dates when scheduling conflicts arise, including but not limited to holidays.
4. The Commission's legal counsel shall keep, available for reference at meetings, a current copy of the Nevada Open Meeting Law (NRS Chapter 241) and a current copy of NRS Chapter 350.

~~5. Applicants shall apply for meeting dates, 30 days after submittal of a proposal.~~

Article VIII: SPECIAL MEETINGS

Special meetings may be held as required, upon call of the Chair or upon written request, submitted to the County Clerk, of at least ~~three~~ two (2) Commission members.

Article IX: EMERGENCY MEETINGS

1. An emergency meeting may be called by the Chair, or an emergency item may be added to any regular or special meeting when unforeseen circumstances require immediate action. Unforeseen circumstances include, but are not limited to:
 - a. Disasters caused by fire, flood, earthquake, or other natural causes; or
 - b. Any material impairment of the health and safety of the public.

Commented [GJ4]: Consensus at last meeting was that NRS 350.0145 governs timeline & so not necessary to include in bylaws. (Municipality/GID contacts County Clerk and provides copies of proposal. Within 10 days, Clerk gives notice of meeting, which must be held no more than 20 days thereafter.)

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Article X: ORDER OF BUSINESS

1. During the meeting, items on the agenda may be taken out of order; combined with other items; removed from the agenda; or moved to the agenda of another later meeting at the discretion of the Chair. However, the following order of business will generally be followed for all DMC meetings~~the following agenda items may be changed as necessary at the discretion of the Chair.:~~

- a. Roll call and determination of quorum.
- b. Public Comment.

~~d. Review, possible amendment and approval of minutes from previous meeting.~~

~~e.c.~~ Business of the day ~~(public hearings, etc.)~~. Old business previously considered by the Commission will normally be considered before new business. Public hearings~~Requests for debt issuance~~ will normally be scheduled before other items ~~that do not require a public hearing.~~

d. Review, possible amendment and approval of the minutes from the previous meeting.

~~f.e.~~ Board member comments. Limited to announcements or topics/issues proposed for future agendas.

~~g.f.~~ Public comment.

~~h.g.~~ Adjournment.

2. Public Comment. Public comment ~~on matters not specifically agendaized~~ should be limited to three (3) minutes per person per comment period. ~~The Chair may grant further time at the Chair's discretion.~~

Article XI: PROCEDURE FOR BUSINESS ITEMS REQUESTING DEBT ISSUANCE (Public Hearings)

General:

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Commented [J5]: A formal "public hearing" is not required. However, the Commission may want to keep this modified section re: the order of events for actions items on debt issuance.

1. The Chair shall advise the audience of general hearing procedures.
2. The Chair shall introduce the agenda item ~~and open the public hearing for presentation of testimony.~~
3. The agenda item advocate will first give their presentation. Commissioners may ask questions, as needed, throughout the presentation.
4. After the agenda item advocate's presentation, the Chair will bring the item back to the Commission for discussion.
5. Thereafter, the Chair will permit other speakers wishing to testify before the Commission, i.e., provide public comment, to do so. Commissioners may ask questions of other speakers, as needed.
 - a. Speakers shall sign a Request to Speak slip and deliver the slip to the Commission's secretary.
 - b. All speakers are requested to provide their name, ~~address~~, and their reasons for supporting or opposing the agenda item.
 - c. Questions asked by speakers and dialogue addressed to individual commissioners will be directed, and limited as necessary, by the Chair.
 - ~~— Speakers shall limit their presentation comments to five (5) minutes if representing a group and three (3) minutes per comment period if speaking as an individual. Exceptions to this may be permitted if:~~
 - ~~— The Chair establishes a different speaking time limit prior to opening a hearing for testimony; or~~
 - ~~i. — An individual requests permission to speak longer than the above-noted speaking time limit and submits a written request to the Chair at least 24 hours prior to the Commission meeting. The Chair has the discretion to grant or deny such a request.~~
6. Persons addressing the board shall direct their comments to the Commission as a whole, and shall refrain from any personal, inflammatory or accusatory attacks toward any member(s) of the Commission.

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Commented [J6]: If we delete Article XI, can save this section and move to Article X(2).

7. At the Chair’s discretion, any individual may be asked to comment on any factual or procedural issue discussed during the public hearing.

~~8. The Chair shall close the public hearing to the presentation of testimony.~~

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~~9-8.~~ The Chair shall call for any further Commission discussion and a motion. If a motion is made and seconded, it shall be voted on.

~~10. The procedure for presenting testimony at public hearings shall be available at each regular and special meeting of the Commission.~~

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~~12. Recesses, as necessary, may be called by the Chair. In general, they should be taken at least every 2 hours.~~

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Article XII: AMENDMENT OF BYLAWS

1. Amendment. The Debt Management Commission Bylaws, Rules, Policies and Procedures may be amended by a two-thirds vote of the full Commission (five members) at a regular meeting and become effective upon signature of the Chair.
2. Failure to Follow. If the Commission fails to follow one of its own bylaws, rules, policies or procedures, the Commission’s actions are not invalidated so long as the action is in compliance with other law.

Dated: _____

CHAIR

WASHOE COUNTY DEBT MANAGEMENT COMMISSION BY-LAWS, RULES, POLICIES AND PROCEDURES

Article I: GENERAL POLICIES – COMMISSION DETERMINES POLICIES PURPOSE AND AUTHORITY

The Debt Management Commission (“DMC” or “Commission”), ~~under~~ pursuant to Nevada Revised Statutes (“NRS”) Chapter 350 ~~of the Nevada Revised Statutes, has the is~~ responsibility for ~~determining whether to~~ reviewing and either approving or disapprov~~ing~~ing debt issuance by local government entities, and is responsible for overseeing the indebtedness and debt management plans of the entities within Washoe County. ~~→ The DMC considers proposals by municipalities proposal to incur general obligation debt, to enter into an installment purchase agreement with a term of more than 10 years, or to levy a special elective tax. The DMC also establishes the maximum combined overlapping ad valorem tax levy, that if exceeded by a proposal from a municipality, the DMC may then determine the highest and best use of the unlevied amount of property taxes including the public needs to be served by entities whose tax levying powers may be affected by the proposal. Additionally, the DMC receives and considers statements of current and contemplated general obligation debt andand for initiating a determination as to whether the proposed debt or special elective taxes, statements of debt management policies and plans for capital improvement is sought to accomplish a public purpose or to satisfy a public need. (See attached Chapter 350 of NRS for further explanation).~~

Article II: DUTIES, RESPONSIBILITIES, COMMISSION MEMBERSHIP; MEMBER QUALIFICATIONS; ATTENDANCE, AND ALTERNATE MEMBERS; AND ELECTION OF OFFICERS

1. ~~1.~~ Membership. The DMC shall consist of seven members, as follows:
 - a. One (1) representative appointed by the Washoe County Board of County Commissioners;
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 - f. Two (2) representatives of the public at large appointed by the Commission.
2. Qualifications. ~~All~~ DMC members ~~of the Commission~~ shall fully inform themselves concerning the requirements of NRS Chapter 350 ~~NRS~~, the governing law for this Commission. Further, the representatives of the public at large must:
 - a. Be Washoe County residents;
 - b. Have knowledge of Washoe County's financial structure; and
 - a. ~~Have at least five (5) years' experience in the field(s) of public administration, public accounting or banking.~~

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3.

a. ~~Attendance.~~ Members shall be prompt and diligent in attendance. ~~In the case of if~~ any member who misses ~~two (2) consecutive meetings or three (3) consecutive meetings during a calendar year~~ without an excused absence ~~(an excused absence is a call to the Chairman or County Clerk that they will be absent),~~ the Chairman shall contact the entity ~~or entities~~ represented by the member and request ~~that the entity or entities another representative be chosen~~ appoint another person to sit on the Commission. ~~The seven (7) Commission member shall express concern for, and represent, the best interest of local government, and the public at large.~~

b. ~~Each a pointing body shall maintain a procedure for appointing alternate members.~~

c. ~~Except as otherwise provided herein, Robert's Rules of Order as amended shall govern Commission meeting procedures when a question or controversy arises. **Note: An excused absence is a call or email to the Chair or County Clerk that the member will be absent.~~

4. Election of Officers. The Chair and Vice Chair shall be selected from among the members at the first meeting of the calendar year.

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Article III: PREJUDICIAL ACTIONS - COMMISSIONERS

It is the DMC's policy of the Commission that each member shall endeavor to be as completely informed as possible on each matter to be considered by the Commission. Therefore, subject to the limitations imposed by Nevada's Open Meeting Law, NRS Chapter 241, ex parte ~~(outside of noticed meeting)~~ contact (communication which occurs outside of a noticed meeting) shall not automatically result in the disqualification of a contacted Commission member from discussion and or voting on an item under consideration by the Commission.

Any member who has financial interest in any matter under discussion by the Commission shall disclose the full nature and extent of such interest and shall declare ~~his/her~~ their ability to fairly discuss, deliberate, and vote on the subject matter. A financial interest means any ownership interest, either directly or through a household member, in a matter to be considered by the Commission. If the member's financial interest in a matter under discussion by the Commission is such that a reasonable person in the member's situation would be materially affected by the financial interest, the member shall abstain from discussion of and voting on the matter. All members who believe they may have a financial interest in any matter under discussion by the Commission shall contact the Commission's legal counsel prior to the relevant meeting for assistance in complying with their disclosure and/or abstention requirements.

Article IV: DUTIES OF THE CHAIR, VICE-CHAIR AND COUNTY CLERK

1. Chair. The Chair shall preside at all meetings, maintain order, and call special and emergency meetings, as needed.
2. Vice Chair. The Vice Chair shall serve in the absence of the chair. In the absence of both the Chair and Vice Chair, a temporary acting Chair will be designated by the Commission to conduct the meeting.
3. County Clerk. The County Clerk is ex officio the secretary of the Commission. The County Clerk, or designee, shall attend meetings, record the proceedings, prepare agendas and minutes, distribute agendas and supporting materials, and maintain Commission records, among other duties.

Article V: QUORUM AND VOTING –NUMBER OF COMMISSIONERS REQUIRED TO CONDUCT BUSINESS

Quorum:

1. A simple majority of the members (ffour (4) cCommissioners) shall constitutes a quorum necessary to consider general matters of business.
2. Not less than two-thirds (2/3) of the full Commission, which is five (5) members, must be present to consider a matter requiring a two-thirds vote.
3. Per NRS 350.003, the County Clerk is the Ex-Officio Secretary of the Commission.
4. In the absence of the Chairman, the ex-officio Secretary will open the meeting and then turn the meeting over to the Vice Chairman.

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1 VOTING

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1. For the purpose of approving a statement of policy the Bylaws, Rules, Policies and Procedures, not less than two-thirds (2/3) of the full Commission, which is five (5) Commissioners members, must vote in the affirmative to adopt said motion.
2. Unless otherwise required by NRS Chapter 350, aAn affirmative vote by a majority of the cCommissioners present at the meeting is required to approve all other matters.
 - a. Note: Pursuant to NRS Chapter 350, certain proposals require an affirmative vote of two-thirds (2/3) of the full Commission.

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3. The Chair shall be a voting member.

4. The Chair may call for, or a ~~c~~Commissioner may request, a roll call vote on any ~~issue matter~~ under consideration.

5. A tie vote on a matter shall automatically result in reconsideration ~~per Chapter 350 of the Nevada Revised Statutes~~ of the matter at the next scheduled DMC meeting ~~of the Commission~~, unless a member of the Commission makes a motion, which is approved by a ~~two-thirds (2/3) vote~~ majority of the ~~Commission members present~~, to reconsider the matter at the same meeting.

~~6. Voting shall be in reverse order with the Chairman voting to break ties.~~

Article VI: MEETINGS- GENERAL

1. ~~1. All DMC meetings are open to the public and shall comport with Nevada's Open Meeting Law, as set forth in NRS 241.010 through 241.040, inclusive.~~

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2. ~~Notice.~~ Except in an emergency, written notice of all meetings will be given at least three working da~~y~~s before the meeting. The public notice will ~~consist of~~ include the meeting's agenda and ~~include the~~ date, time, place and location of the meeting, among other requirements.

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3. ~~a.~~ Agenda. Each agenda shall be approved by Chair~~man~~ and reviewed by ~~Legal counsel~~ prior to sending of packets to Commissioners and posting for public. Items may be placed on the agenda by any member of the Commission or by a representative of a local government entity seeking debt issuance. All other persons wishing to place an item on the agenda shall contact the Chair for authorization to include the requested agenda item.

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~~b. The public notice will include the following statements: "In accordance with NRS 241.020, this agenda closes three (3) days prior to the meeting date. Only items of interest and not requiring Commission action may be added to the agenda within the three-day period. 11 The chosen place of meeting, shall be accessible to the handicapped. With 24-hour advance request a sign language interpreter may be made available (call 328-3600)~~

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~~c. A copy of the public notice will be posted in at least three (3) other separate prominent places within the County, readily available to the public.~~

~~d. Subscription. Any person who request~~ing~~ notification of the DMC's meetings will be advised that the request for notice will lapse after six (6) months one (1) year after it is made, unless the person continuance is request~~ed~~ a continuance in writing.~~

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2. ~~Regular and called meetings of the Commission shall be open to the public.~~

~~3. Meetings shall not be scheduled prior to fifteen (15) days of mailing of packets to the Commissioners.~~

~~4. Regular, special, workshop, caucus, and administrative meetings of the Debt Management Commission shall be open to the public, unless properly noticed and closed pursuant to NRS 241.030 or other applicable statute.~~

~~5. Supporting Materials. Supporting materials will be provided to the County Clerk at least one (1) week prior to the meeting date. The Clerk shall distribute the supporting materials in advance of the meeting, preferably at the time of the agenda posting. The Commission may, after review of any late-produced materials, decide by a majority vote to consider the materials. In order for late-produced materials to be properly analyzed by the Commission, the Commission reserves the right to reschedule the item to a later place on the agenda or to reschedule the item to a subsequent meeting.~~

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Article VII: REGULAR MEETINGS

~~1. Meetings will be held in accordance with NRS Chapter 350 of NRS. Meetings will be held each calendar quarterly, four (4) times a year or five (5) times a year on odd numbered years per Chapter 350 of the Nevada Revised Statutes, or at the call of the Chair whenever business is presented, as provided in NRS 350.014 and 350.0145 (e.g., if called by a government entity, to discuss a tax levy for debt service or special elective tax to accomplish a public purpose or to satisfy a public need consider a proposal).~~

~~2. All regular DMC meetings of th Commission shall begin at 4:00 p.m. and shall be scheduled at each annual meeting in August and shall be scheduled to last not more than three (3) hours. At the end of the three (3) hour time limit, the meeting can be extended by a simple majority vote of the cCommissioners present.~~

~~3. Should the Chairman deem it necessary, the Commission may hold an open caucus on the day prior to the regular meeting or at any other time when called by the Chairman. The purpose of the caucus shall be for the Commission to inform itself on meeting items. If a caucus is to be called, it will be noticed as part of the regular meeting public notice.~~

~~34. The Chairman may call for an alternate meeting dates and caucus dates when a scheduling conflicts arises, including but not limited to holidays.~~

~~45. The Commission's secretary legal counsel, shall keep, available for reference at meetings, a copy of Roberts Rules of Order, a current copy of the Nevada Open Meeting Law (NRS Chapter 241); and a current copy of NRS Chapter 350 of the Nevada Revised Statutes.~~

~~6. Applicants shall apply for meeting dates, 30 days after submittal of a proposal.~~

~~7. Administrative or workshop meetings may be held at 3:00 p.m. prior to the regularly scheduled 4:00 p.m. meeting of the Commission.~~

Article VIII: SPECIAL MEETINGS

Special meetings may be held as required, upon call of the ~~Chairman or Acting Chairman~~ upon written request, submitted to the County Clerk, of at least two (2) Commission members.

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Article IX: EMERGENCY MEETINGS

1. An emergency ~~or special meeting~~ meeting may be called by the Chair, or an emergency item may be added to any regular or special meeting when unforeseen circumstances require immediate action ~~and~~. Unforeseen circumstances include, but are not limited to:

- a. Disasters caused by fire, flood, earthquake, or other natural causes; or
- b. Any material impairment of the health and safety of the public.

Article X: ORDER OF BUSINESS

~~1. During the meeting, items on the agenda may be taken out of order; combined with other items; removed from the agenda; or moved to the agenda of another later meeting at the discretion of the Chair. However, the following order of business will generally be followed for all DMC meetings:~~

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- a. Roll call and determination of Quorum.
- b. Public Comment.

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~~2. Approval of Agenda.~~

~~3. Review, possible amendment and approval of minutes.~~

~~4. Chairman and Commissioners' Items, (These are non-action items unless listed on the agenda for action)~~

~~5. Administrative items.~~

~~6. c. Business of the day (Public hearings, etc.).~~ Old business previously considered by the Commission, will normally be considered before new business. Public

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hearings Requests for debt issuance will normally be scheduled before other items ~~that do not require a public hearing.~~

7. ~~Written communications. (These are non-action items unless listed on the agenda for action).~~

c. Review, possible amendment and approval of the minutes from the previous meeting.

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d. Board member comments. Limited to announcements or topics/issues proposed for future agendas.

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8. ~~f. Public comment.~~ ~~s. (These are non-action items unless listed on the agenda for action).~~

9. ~~g. Adjournment.~~

2. Public Comment. Public comment should be limited to three (3) minutes per person per comment period.

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Article XI: PROCEDURES FOR BUSINESS ITEMS REQUESTING DEBT ISSUANCE

A. ~~General (for meeting items other than public hearings.)~~

1. 1.—The Chair shall advise the audience of general hearing procedures.

2. The Chair~~man~~ shall introduce the agenda items ~~and then the Chairman call upon staff members for a presentation.~~

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3. The agenda item advocate will first give their presentation. Commissioners may ask questions, as needed, throughout the presentation.

4. After the agenda item advocate's presentation, the Chair will bring the item back to the Commission for discussion.

5. Thereafter, the Chair will permit other speakers wishing to testify before the Commission, i.e., provide public comment, to do so. Commissioners may ask questions of other speakers, as needed.

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2. Speakers ~~wishing to testify before the Commission~~ shall sign a Request to Speak slip and deliver the slip to the Recording Commission's Secretary.

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- b. All speakers are requested to provide their name and their reasons for supporting or opposing the agenda item.
- c. Questions asked by speakers and dialogue addressed to individual commissioners will be directed, and limited as necessary, by the Chair.
- d.

3. ~~Speakers may present information to the Commission with the consent of the Chairman and shall limit their presentation to 5 minutes if representing a group and three (3) minutes if speaking as an individual per comment period. Exceptions to this may be permitted if:~~

a. ~~The Chairman establishes a different speaking time limit prior to opening a hearing to testimony; or~~

b. ~~An individual requests permission to speak longer than the above noted speaking limit and submits a written request to the Chairman at least 24 hours prior to the Commission meeting. The Chair has the discretion to grant or deny such a request.~~

4. ~~Persons addressing the board shall direct their comments to the Commission chairman as a whole, and shall refrain from any personal, inflammatory or accusatory attacks toward any member(s) of the Commission.~~

5. ~~The procedure for presenting testimony at public meetings and public hearings shall be available at each regular and special meeting of the Commission.~~

6. ~~Recesses, as necessary, may be called by the Chairman. In general, they should be taken at least every 2 hours.~~

PROCEDURES FOR THE CONDUCT OF PUBLIC HEARING

1. ~~Chairman advises audience of general hearing procedures.~~

2. ~~Chairman may request a show of hands of those in attendance for the agenda item under consideration and who wish to provide testimony.~~

3. ~~Ex Officio (County Clerk) introduces the agenda item.~~

4. ~~Chairman opens the public hearing for the presentation of testimony.~~

5. ~~Speakers will be permitted to testify in the following order:~~

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a. ~~The agenda item advocate will speak first. Following this presentation, other speakers will be heard.~~

b. ~~Initial speakers for the agenda item under consideration are requested to provide their name, address, and their reasons for support for the agenda item.~~

c. ~~Subsequent speakers in favor are requested to provide their name, address, and any new pertinent information not covered by previous speakers.~~

d. ~~Initial speakers opposed to the agenda item are requested to provide their name, address and reasons for opposition to the agenda item.~~

e. ~~Subsequent speakers against the agenda item are requested to provide their name, address, and any new pertinent information not covered by previous speakers.~~

f. ~~Questions asked by speakers and dialogue addressed to individual Commissioners will be directed, and limited as necessary, by the Chairman.~~

6. ~~Commission Chairman closes the public hearing to the presentation of testimony.~~

7. ~~Commissioners may ask questions of those who have testified or members of the audience.~~

7a. At the Chair's discretion ~~of the Chairman~~, any individual may be asked to comment on any factual or procedural issues discussed during the public hearing.

8. The Chairman shall call for any further Commission discussion ~~leading to and~~ a motion. If a motion is made and seconded, it shall be voted on.

9. ~~If the original motion has been amended, the Chairman shall call for a vote on any amendments to the motion. Following votes on amendments, the original motion will be voted on.~~

10. ~~Any entity which presents a board proposal to the Commission for consideration shall first mail, or transmit by electronic facsimile, a copy of the proposal to any other taxing entity within Washoe County and must include all relevant debt requirements in the proposal.~~

Article XII: AMENDMENT OF BYLAWS

1. Amendment. The Debt Management Commission Bylaws, Rules, Policies and Procedures may be amended by a two-thirds vote of the full Commission (five members) at a regular meeting and become effective upon signature of the Chair.

2. Failure to Follow. If the Commission fails to follow one of its own bylaws, rules, policies or procedures, the Commission's actions are not invalidated so long as the action is in compliance with other law.

Dated: _____

CHAIR

Draft 3 from 1997 Bylaws

