

## **NEVADA ASSOCIATION OF COUNTIES (NACO)**

Board of Directors' Meeting  
Tuesday, September 24, 2024  
Immediately Following the Annual Business Meeting  
Carson City Community Center  
Robert "Bob" Crowell Board Room  
851 East William Street  
Carson City, NV 89701

### **NOTICE TO THE PUBLIC:**

The public may provide public comment in advance of a meeting by written submission to the following email address: [info@nvnaco.org](mailto:info@nvnaco.org) For inclusion or reference in the minutes of the meeting, your public comment must include your full name and be submitted via email by not later than 3:00 p.m. the day before the meeting.

### **AGENDA**

Some NACO Board members may attend via remote technology from other locations. Items on the agenda may be taken out of order. The NACO Board may combine two or more agenda items for consideration. The NACO Board may remove an item from the agenda or delay discussion relating to an item on the agenda at any time.

### **Call to Order, Roll Call and Pledge of Allegiance**

1. Public Comment. Please Limit Comments to 3 Minutes.
2. Approval of Agenda. **For Possible Action.**
3. NACO President's Report.
4. NACO Executive Director's Report.
5. Approval of Minutes of the August 23, 2024, NACO Board of Directors Meeting. **For Possible Action**
6. Discussion on Proposed NACO Board Meeting Dates and Locations for 2025. **For Possible Action.**
7. Update from NACO Public Health Coordinator.
8. Discussion of Audit Findings from the NACO 2023 Annual Audit Report.
9. Initial Discussion and Review of the Nevada Association of Counties (NACO) By-Laws, including updates from the NACO By Laws Subcommittee.
10. Updates from Members of the National Association of Counties Board, Western Interstate Region Board, and Individual Counties.
11. Public Comment. Please Limit Comments to 3 Minutes.

**Adjournment.**

Members of the public who are disabled and require special accommodations or assistance at the meeting are requested to notify NACO in writing at 304 S. Minnesota Street, Carson City, NV 89703, or by calling (775) 883-7863 at least three working days prior to the meeting.

Members of the public can request copies of the supporting material for the meeting by contacting Amanda Berg at (775) 883-7863. Supporting material will be available at the NACO office and on the NACO website at: [www.nvnaco.org](http://www.nvnaco.org)

*This agenda was posted at the following locations:*

NACO Office 304 S. Minnesota Street, Carson City, NV 89703

Washoe County Admin. Building 1001 E. Ninth Street, Reno, NV 89520

Elko County Manager's Office 540 Court Street #101, Elko NV 89801

POOL/PACT 201 S. Roop Street, Carson City, NV 89701

## Agenda Item 5

### NEVADA ASSOCIATION OF COUNTIES (NACO)

Board of Directors' Meeting

August 23, 2024, 9:30am

**NACO Conference Room**

**304 South Minnesota Street**

**Carson City, NV 89702**

#### UNADOPTED MINUTES

**Attendance:** President Giomi, President Elect Andreozzi, Past President Higbee, Esmeralda County Commissioner Keyes, Humboldt County Commissioner Tipton, Lander County Commissioner Helming, Lyon County Commissioner Keller, Nye County Commissioner Boskovich, Pershing County Commissioner Crim, Storey County Commissioner Carmona, Washoe County Commissioner Andriola, Washoe County Commissioner Herman, White Pine County Commissioner VanCamp, Fiscal Officer Kalt and NACO Staff (Vinson Guthreau, Jennifer Berthiaume, Amy Hyne-Sutherland and Amanda Berg)

The meeting was called to order at 9:34 a.m.

1. **Public Comment.** None was given.
2. **Approval of Agenda.** President Giomi informed the Board that he would be moving item eight ahead of item seven. The agenda was approved with the change on a motion by Commissioner Andriola with second by President Elect Andreozzi.
3. **NACO President's Report.** President Giomi noted that staff is working hard on the Annual Conference and informed the Board that a draft agenda had been posted to the website. He also referred to Director Settlemeyer's upcoming report under agenda item eight and noted that he is happy to see so many updates from the State's Division heads.
4. **NACO Executive Director's Report.** Vinson informed the Board that the majority of what he would report would be covered under the agenda items. He then informed the Board that the Natural Resources Manager position had been posted and that applications would be accepted through October 1<sup>st</sup>.
5. **Approval of Minutes of the July 26, 2024, NACO Board of Directors Meeting.** The minutes were approved on a motion by Commissioner Tipton with second by Commissioner Andriola.
6. **Update on the 2024 NACO Annual Conference, Hosted by Carson City.** Amanda reminded the Board that the conference will be held September 24-26. She informed the Board that registration will close on September 6<sup>th</sup> and noted that the President's Reception being planned by Carson City at the Historic Nevada State Prison will be a wonderful event and that a presentation on the history of NACO is being put together by the Carson City Librarian and thanked President Giomi for arranging for that.
7. **Presentation of NACO's 2023 Financial Audit, Michael Bertrand, Bertrand and Associates, LLC.** Mr. Bertrand reminded the Board that the audit is conducted yearly and provides the Board with financial statements and suggestions for changes they may

consider. Fiscal Officer Kalt gave an overview of the financial statements, including the growth of the Association's assets and the increased PERS liabilities, noting that the figure is calculated by the State. He informed the Board that the overall net position experienced an increase in revenue, as well as an increase in staff costs, but reminded the Board that the increase in staff costs is offset by the grant that funds the Public Health Coordinator position. He also discussed the added investment income, including the increase in interest revenue from the sweep account that had been instituted. Mr. Bertrand then directed the Board's attention to the letter included in the agenda packet and gave them an overview of the process he undergoes when conducting the audit. Mr. Bertrand discussed recommended actions to the Board including the updating of policies regarding credit card receipts and regular reconciliation of accounts receivable with the bookkeeper. He concluded his remarks by discussing adjustments made to the accounts with the approval of Association management. President Elect Andreozzi inquired as to what policy the Board should adopt regarding credit card receipts and Fiscal Officer Kalt discussed the need for all credit cards receipts to be kept but suggested that any charges over \$25 without a receipt would become the responsibility of the card holder. He also noted that Michael tested 94% of the total expenditures and that the Association continues to be in a strong financial position with consistent Board oversight of the financials on a quarterly basis. Vinson then clarified that the Board did, in fact, adopt a policy on receipts and that the policy the Board approved is exactly what Fiscal Officer Kalt had outlined. It was also clarified that Mr. Bertrand's comments regarding the lack of a policy was a timing issue, not because it doesn't exist. Commissioner Andriola inquired as to the existence of an investment policy and it was noted that there is a Board approved investment policy, and there is also a yearly review of the investment account by the Broker, who has not indicated the need to change that policy. The Board unanimously approved the audit report and financial statements, to include updates of the status of the findings included in the report on a motion by President Giomi. Following the motion, Vinson again clarified that there is a Board adopted policy for the retention of credit card receipts. The investment policy is also approved by the Board and is reviewed by the investment broker and the auditor, who have not recommended changes. He also noted that there is also a Policies and Procedures manual which was updated by his predecessor and that any changes to policies and/or procedures are brought to the Board for approval. Fiscal Officer Kalt concluded the item by noting that even if receipts were missing for a few credit card charges, there was documentation for the reason for the charge and that the statements and charges are well documented.

8. **Update from the Nevada Department of Conservation and Natural Resources (DCNR), James Settlemeyer, Director.** Director Settlemeyer informed the Board that he was honored when asked by Governor Lombardo to head the Department and that he is committed to the mission of the Department. Since he began his tenure, he informed the Board that he has traveled to all 27 parks overseen by the State and has seen all 274 historic markers under the purview of the State Historic Preservation Office within DCNR. The Director then gave an overview of other divisions and programs under the management of DCNR. He noted that the Nevada Division of Environmental Protection is the largest of the departments overseen by DCNR, which is expanding to a larger building in Reno. He discussed the cost savings being realized by the State due to the purchase of buildings being done by the Division of State Lands, and the digitization of the records under the Division of Water Resources to enhance transparency within the Division. Director Settlemeyer discussed staffing rates and needs under the various departments and the status of the wildfire season, noting 585 fires have occurred around the state, thanking the counties for their participation in the Fire Protection Program. He informed the Board that the water right retirement program had invested \$25 million dollars and has had an impact on over appropriated and/or pumped basins. Director Settlemeyer also discussed the importance of

programs DCNR oversees related to public health, specifically in the safety of drinking water and sanitary waste systems. He also informed the Board of the upcoming possibility of Counties being given access to funds to help update or develop plans pertaining to those systems if the dollars can be spent by the end of the year. Commissioner Andriola inquired as to if the counties would be contacted if the funds become available and the Director informed her that they would be reaching out. President Giomi inquired as to if the Carson River Sub conservancy would be eligible for the funds, noting that they are currently working on a 30-year plan. The Director stated that the counties could pool the resources if they so choose, but that the funding would be given to the counties, and they would need to function as a pass-through to third parties. President Elect Andreozzi thanked the Director for his update and clarified that Elko County is glad to participate in the Wildfire Protection Program and that his previous communication regarding the Program had to do with the formula for the premium payments. The Director also noted that the use of conservation camp labor in the fighting of wildfire had become a challenge due to the tier of prisoners available to and the length of service they are able to provide to the Program. The Board also expressed concern with the State's level of involvement with federal land management decisions and the Director noted that the State Land Use Planning Committee is the best resource for engagement with those issues, but there is currently an open position for the director of the that Committee. Director Settlemeyer also informed the Board that monthly meetings are held between DCNR and NACO staff during which coordination on various comment letters is discussed. Commissioner Tipton inquired as to if DCNR would be bringing a BDR to extend the chances of success of the water right retirement program. The Director reiterated that the program has been successful but noted that it is hard to compete with education at the legislative level, but that they are open to advocacy from the counties to encourage extension of the program. He also noted that some recent court rulings will have effects on land management decisions at the federal level and he expects legal challenges and that multi-jurisdictional amicus briefs are being discussed as possibilities when those legal actions are filed.

9. **Update from NACO Legislative Committee, Including Possible Approval of NACO Bill Draft Requests (BDR) for the 2025 Session of the Nevada Legislature.** Jennifer thanked the Board for the approval of the submission of the four BDR's included in the agenda packet in July, noting that they would be submitted on or before the deadline of September 1. She informed the Board that of the 365 BDRs currently filed, over 100 are currently being tracked by staff based on the title alone. She concluded the item by noting that staff of the Legislative Council Bureau would be reaching out for contacts from the counties on whom would submit fiscal notes on their behalf. No action was taken.
10. **Update from NACO Public Health Coordinator, Including Approval of Support for State Funding of Public Health and the Creation of the Public Health Infrastructure Fund.** Amy directed the Board's attention to the memo included in the agenda packet, informing them that it had been drafted by a consortium of public health leaders. She gave an overview of the creation, noting that the overall goal is to obtain sustainable funding for public health in Nevada. She informed the Board that the memo includes language to adjust the funding formula included in SB118 to include base funding for all counties in addition to a per capita allocation, and that it includes language highlighting key areas for consideration including sustainability and appropriate oversight. Vinson noted that Jennifer would be taking the legislative lead and that advocacy efforts would center around sustainable and flexible funding, stating that those comments had been made during the work session for the proposed legislation. He noted that there is still work to be done on the final language of the proposal but that the main goal would remain for direct dollars for public health allocated to public health priorities of local governments. Vinson then requested that the

Board support NACO's continued advocacy in alignment with the goals outlined in the memo. . President Giomi reiterated that the funding must be consistent and flexible and shared that reporting should not be objectionable to the counties as the transparent use of tax payer dollars is something they are all accustomed to. Continued advocacy for the proposal and the creation of a Public Health Infrastructure Fund, including the concepts as discussed and included in the memo, was approved on a motion by President Giomi with second by Commissioner Keller. Amy then gave the Board an overview of the newly launched Fund for Resilient Nevada dashboard. She showed the Board how the dashboard works, including their goals to show who had been awarded dollars and noted that a reporting function is also in development. She noted that the State's intention is for the continued development of the tool be a collaborative process and that she would be happy to share the Board's thoughts on how county information would be shared on the dashboard. Amy also clarified that Non-profits can apply to the Fund for dollars, but only if the county in which they are located has completed an opioid needs assessment. President Elect Andreezzi noted concerns with social media and Amy stated that addressing limitation of social media is not a formal part of the statewide opioid plan but that there are programs that do address screentime. President Giomi stated that he would like to see the county plans placed on the dashboard.

11. **Update from NACO Subcommittee on Association By-Laws.** Jennifer thanked the Subcommittee members and informed the Board that they are making progress on recommendations for updates to the document. She informed the Board that they would be meeting on September 9<sup>th</sup> and would finalize their recommendations then and prepare to present them to the Board. President Giomi inquired as to if that report could be made at the meeting during the Annual Conference and Jennifer stated that she believed it could be done.
12. **Update and Possible Action. Regarding Public Lands and Natural Resources Issues Affecting Counties Including:**
  - a. **Updates from the NACO Public Lands and Natural Resources Subcommittee.** Commissioner Tipton informed the Board that it was a short meeting and that the Natural Resources Manager position had been posted. Vinson informed the Board that there has been interest in the position. He discussed the meeting of the Governor's Subcommittee on Public Lands that morning and the intent to carry forward acceptance of the Smart from the Start proposal. He discussed FEIS on the Greater Sage grouse having been filed the previous Monday and the Governor's review period of 60 having started. Past President Higbee informed the Board that Utah is preparing a case proposal regarding federal land ownership for the Supreme Court to consider and that if they take the case States can file as intervenors and counties can file amicus briefs. President Giomi noted that the transfer of the ownership of public lands could be a double-edged sword by increasing costs to the States and counties.
13. **Updates from Members of the National Association of Counties Board of Directors and Western Interstate Region (W.I.R.) Board of Directors.** Past President Higbee and Commissioner Tipton informed the Board that updates would be given following the upcoming meetings of both Board's.
14. **NACO Board Member Updates.** Members of the Board gave updates on activities within their counties.

15. **Public Comment.** Holly Gatske from the University of Nevada, Reno Extension updated the Board on the status of filling vacant positions within the program. She also informed the Board that the Guinn Center is doing an analysis of affordable housing policy in conjunction with the Universities completion of a study on rural housing in Nevada.

The meeting was adjourned at 12:07 p.m.

DRAFT

NACO Board of Directors Proposed Calendar  
2025

Agenda Item 6

January

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Legend

NACO Meeting Dates

NACO Annual Conference

NACo Conferences

Federal/State Holidays

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NOTIFICATION OF NACO OFFICE AND EMPLOYMENT POLICY

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**TO:** NACO STAFF

**FROM:** VINSON GUTHREAU, EXECUTIVE DIRECTOR

**SUBJECT:** NACO APPROVED POLICY REGARDING MAINTING OF RECEIPTS AND PROOF OF PURCHASE

**DATE:** JANUARY 26, 2024

**CC:** TO BE INCLUDED IN NACO POLICY AND PROCEDURES MANUAL

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**This policy applies to all current and future employees of the Nevada Association of Counties (NACO). All employees will be required to sign an acknowledgement of the policy and the Board Approved policy will be included as part of the NACO Policy and Procedures Manual.**

**NACO is funded, in part, with member county dues, which are public monies. During all Association related business, including travel and expenses, which are needed to adhere to and deliver NACO's mission to serve our members, employees should be cognizant of the public trust during such duties.**

**As such, the following receipt and proof of purchase policy will be expected of all NACO staff, including the NACO Executive Director. In general, receipts and proof of purchase should be maintained and included in any expense reimbursement and / or NACO credit card usage.**

**Additionally, said receipts and/or proof of purchase for any item, or cost, exceeding \$25, this referenced documentation will be required. If such proof cannot be furnished the expense will become the responsibility of the purchasing employee.**

**Acknowledgement:**

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**Date:**

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# BY-LAWS OF THE NEVADA ASSOCIATION OF COUNTIES

Adopted *New Date*

## ARTICLE I

### NAMES AND DEFINITIONS

SECTION 1. NAME. This organization shall be known as “Nevada Association of Counties.”

SECTION 2. DEFINITIONS. The terms defined in this section shall have the meanings given unless otherwise provided or indicated by context:

Sub. 1. “Association” means the Nevada Association of Counties.

Sub. 2. “Board” means the Board of Directors of the Association.

Sub. 3. “Commissioner” means any duly elected, **appointed**, qualified, sitting county commissioner or Carson City Supervisor.

Sub. 4. “County” means any county unit or government in the State of Nevada and includes Carson City.

Sub. 5. “Member County” means any county of the State of Nevada that pays the annual membership fee established by the Association.

Sub. 6. “Affiliate” means any organization whose membership consists predominately of county officials or employees that seek formal recognition as being associated with the Association and has been approved by the Board. Examples of “Affiliates” are Nevada Assessors Association, County Fiscal Officers Association and Nevada Association of County Human Services Administrators.

Sub. 7. “Associate Membership” means any entity, company, organization or individual that is not a member county or county official or employee that wishes to be involved with the Association with no voting rights.

Sub. 8. “Government Partner” means a non-voting affiliated organization not primarily comprised of elected officials. Examples of “Government Partner” are general improvement districts, regional water authorities, and public works associations.

## **ARTICLE II**

### **OBJECTIVES AND PURPOSES**

**SECTION 1. OBJECTIVE.** The Core belief of the Association is that counties, being general purpose government entities encompassing both unincorporated and incorporated areas and thereby providing services to all people within the State, should exercise initiative and leadership and assume responsibility in dealing with the problems and needs requiring attention and action on a statewide basis. The Mission Statement for the Nevada Association of Counties shall be:

To encourage county government to provide services that will maximize efficiency and foster public trust in county government.

**SECTION 2. PURPOSES.** The purposes of the Association shall include but are not limited to the following:

**Sub. 1.** To enhance the working relationships within county government; to strengthen the communication with federal, state and private organizations; to identify and solve common problems; to promote effective and efficient government; and to provide a forum for determining the long range goals for county government.

**Sub. 2.** To provide training and educational programs for local government officials and other members of the private and public sector.

**Sub. 3.** To provide ways and means whereby elected and appointed county officials may interchange information, ideas and experiences and to obtain expert advice.

**Sub. 4.** To provide the Legislature, other units of government and the public with necessary information about county government and the means by which it may be improved.

**Sub. 5.** To rent, purchase, and otherwise own or hold real estate or other property, including beneficial interest therein either solely or jointly with other organizations to house staff; to assess and collect dues; to contract with governmental units, persons, firms, or other organizations to procure or provide services or to perform functions by either contracting party or jointly and to pay or receive money therefore; and to do all such other things as are incidental and proper or reasonable and desirable to carry into effect the purposes of the Association.

## **ARTICLE III**

### **MEMBERSHIP & DUES**

**SECTION 1. MEMBERSHIP.** The Association shall have four classes of membership. The designation of such classes and the qualifications of the members of such classes shall be as follows:

**Sub. 1. County Membership.** County membership in this Association is available to any county in the State of Nevada which indicates its willingness to cooperate with and support the work of the Association. The Board of Directors may **temporarily** suspend county membership of any county for non-payment of annual dues that are assessed under Article III, Section 2, Sub. 1., **until such dues are paid in full.**

**Sub. 2. Affiliate Membership.** The Board may, upon written application and subject to ratification by the Board, recognize as affiliates of the Association organizations whose membership consist predominately of county officials or county employees. The general purpose of such affiliates shall be to encourage maximum cooperation between the Association and the various county functions, between administrative departments and agencies and between the counties throughout the State. The Board may require for affiliate recognition such conditions as to activities, membership and finances, as it deems appropriate. In no event shall recognized affiliate advocate legislation or other policies as Association policies unless such policies have been approved by the Board as being consistent with the Association's policies and programs.

**Sub. 3. Associate Membership.** The Board may, upon written application and subject to ratification by the Board, approve the membership. The general purpose of such memberships shall be to encourage maximum cooperation between the Association and private businesses. In no event shall an associate member be able to vote or represent the Association.

**Sub. 4. Government Partner Membership.** The Board may, upon written application and subject to ratification by the Board, approve the membership. The general purpose of such memberships shall be to broaden the scope of relationships with the non-elected departments of county government that are not directly associated with the formal programs of NACO. In no event shall a Government Partner member be able to vote or represent the Association.

**SECTION 2. DUES.** The annual membership dues for county membership, affiliate membership and associate membership shall be in accordance with the following:

**Sub. 1. COUNTY MEMBERSHIP DUES.** The Board of Directors shall determine dues for county membership in the Association in accordance with the formula consisting of a base assessment calculated from the audited revenues of the individual county and a per capita population assessment which is attached to the By-laws as Appendix A, and an additional assessment based on a percentage, as determined by the Board to apply to all counties, equivalent to the most recent federal Payment in Lieu of Taxes (PILT) payment made to each county.

**Sub. 2. AFFILIATE DUES.** The Board of Directors may, if deemed necessary, determine appropriate dues for affiliate membership in the Association

**Sub. 3. ASSOCIATE DUES.** The Board of Directors may, if deemed necessary, determine appropriate dues for associate membership in the Association.

**Sub. 4. GOVERNMENT PARTNER DUES.** The Board of Directors may, if deemed necessary, determine appropriate dues for government partner membership in the Association.

SECTION 3. ASSOCIATION BUDGET AND FISCAL YEAR. The fiscal year of the Association shall begin on the first day of January and end on the last day of December each year. The Board shall adopt an annual budget for the Association prior to the beginning of the fiscal year at a date not later than December 15<sup>th</sup>, **with payment of dues within 90 days.**

## **ARTICLE IV**

### **BOARD OF DIRECTORS**

SECTION 1. GENERAL POWERS. The Board shall have all powers necessary to carry out effectively the management, business and affairs of the Association and such other powers as are necessary and incidental to the performance of the Association's purposes as specified in Article II, Section 2, of these By-Laws.

SECTION 2. BOARD OF DIRECTORS. There shall be organized a Board of Directors composed of the following:

Sub. 1. County Directors. One (1) commissioner from each member county of the Association appointed by their respective governing board. Another commissioner from the same county may serve as an alternate with the same voting rights as the County Director and may exercise the county's voting right in the absence of the County Director.

Sub. 2. NACo Director. Any county commissioner who has been elected to the Board of Directors of the National Association of Counties.

Sub. 3. WIR-NACo Director. Any county commissioner who has been elected to the Western Interstate Region-NACo Board of Directors.

Sub. 4. Association Officers. Any county commissioner who has been elected to the office of the President, President Elect, or Vice President of the Association. The Immediate Past President shall also serve as an Association officer.

Sub. 5. Affiliate Director. One official from any organization who has been granted Affiliate status of the Association's Board of Directors, except that such officials may, upon prior request, vote only on matters related to their Affiliate membership as determined by the Association's President.

Sub. 6. At Large Member of the Executive Committee. Any commissioner who is chosen by a majority of the Board of Directors to serve on the Executive Committee pursuant to Section 3 Article V of the NACO By-Laws.

SECTION 3. TERM OF OFFICE. The term of office for each member of the Board of Directors shall be as follows:

Sub. 1. The term of office for County Directors and Association officers will begin on the first day of January of each year and shall end on December 31 of each year.

Sub. 2. The term of office for NACo Directors shall run for two consecutive years. Each year shall run concurrently with their term of office as appointed by the National Association of Counties Board of Directors.

Sub. 3. The term of office for WIR-NACo Directors shall run concurrently with their term of office as appointed by the National Association of Counties Western Interstate Region Board of Directors.

Sub. 4. Affiliate Directors shall serve for a period of one year or until a successor is appointed by the Affiliate organization.

SECTION 4. DIRECTORSHIP VACANCIES. If for any reason, a vacancy occurs in any directorship, that directorship will remain vacant until such time as filled by the appointing authority.

SECTION 5. OFFICER VACANCIES. If for any reason an Officer of the Association is unable to complete his or her term of office, the office shall be declared vacant. Such vacancy shall be filled as specified in Article V, Section 8.

SECTION 6. VOTING. Except as provided in Article IV, Section 2, Sub. 5, and Sub. 1 of this Section all members of the Board of Directors shall be entitled to one vote.

Sub. 1. If there are more than two (2) members from a county on the Board of Directors, that county shall only have one vote in addition to the vote of the County Director.

SECTION 7. REGULAR MEETING. The President may call the time and place for holding regular meetings of the Board. The Board shall hold at least two (2) regular meetings each year. A written notice of each meeting of the Board shall be required. Such notice shall be transmitted electronically to members at least 10 working days in advance of the meeting and such notice shall be accompanied by an agenda. At the request of a Board member this notification may be given by mailed letter.

SECTION 8. QUORUM. A majority of the County Directors on the Board, which may include alternates, shall constitute a quorum for the transaction of business at any meeting of the Board.

SECTION 9. MANNER OF ACTING. The act of the majority of the Directors present at a meeting of which a quorum is present shall be the act of the Board, unless the act of a greater number is required by law or these By-Laws.

SECTION 10. SPECIAL MEETINGS OF THE BOARD. Special meetings of the Board may be called by or at the request of the President or any nine (9) County Directors. The person or persons authorized to call special meetings of the Board may fix the place within the State of Nevada as a place for holding any special meetings of the Board called by them. Each Director shall receive at least five (5) working days notice of such special meeting.

**SECTION 11. DISSOLUTION. The Board may be dissolved at any time by unanimous vote of all the members. Upon dissolution of the Board, the counties then participating shall mutually agree upon the transfer of personnel, division and distribution of assets, outstanding indebtedness and liabilities (including accrued personnel benefits).**

# ARTICLE V

## OFFICERS

SECTION 1. OFFICERS AND ELECTIONS. There shall be a President, President Elect, and Vice President of the Association. At the Annual Meeting of the Association, there shall be an election to fill the office of Vice President and any other office previously filled pursuant to Article V, Section 8 of these By-Laws.

SECTION 2. TERM OF OFFICE. The term of office for Association officers will begin the first Monday in January of each year and shall end on December 31 of each year.

SECTION 3. EXECUTIVE COMMITTEE. The President, President Elect, Vice President and Immediate Past President shall constitute the Executive Committee of the Board of Directors. The Executive Committee may be expanded by a maximum of two (2) At-Large members with one (1) commissioner from each of the two counties with the largest populations chosen by a majority of the Board of Directors if those counties are not otherwise represented on the Executive Committee. If the Immediate Past President is no longer eligible to serve on the Executive Committee pursuant to Article V, Section 4, Sub. 1, the next Immediate Past President who is eligible may serve on the Executive Committee if approved by a majority vote of the Board of Directors. The Executive Committee shall have the authority to act in those circumstances and on those matters as directed by the Board of Directors.

### SECTION 4. ELIGIBILITY OF OFFICERS.

Sub. 1. Any commissioner from any member county of the Association shall be eligible to serve as an officer of the Association, **however they must be a current member of the Board.**

Sub. 2. In the event that an officer is unable to serve as a commissioner, the term of the office in the Association is deemed to end and the remaining officers shall ascend as provided by Article V, Section 5.

Sub. 3. Unless otherwise approved by the Board of Directors, the President of the Association shall not be from the same county in consecutive years.

Sub. 4. A former President of the Association shall not be eligible to seek election as an officer, except as Immediate Past President, without prior approval of a majority of the Board of Directors.

SECTION 5. DUTIES AND ASCENDENCY OF OFFICERS. The officers shall have the following powers and duties and shall ascend in the following order:

Sub. 1. President. The President shall preside at all regular and special Association, Board and Executive Committee meetings. The President shall perform the usual duties as the chief elected officer of the Association and may speak for or on behalf of the Association and Executive Committee. The President, with the concurrence of the Executive Committee, shall make all standing committee appointments and shall be an ex—officio member of all standing and special committees of the Association and Board. The President may sign with any other appropriate officers or designated persons of the Association authorized by the Board, any deeds, mortgages, contracts or any other

instruments which the Board wishes to be executed. The President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Sub. 2. President Elect. The President Elect, if eligible pursuant to Article V, Section 4, shall automatically ascend to the office of President at the end of the term of President Elect. The President Elect shall automatically ascend to the office of President should a vacancy occur in the office of President. In the absence of the President or in the event of an inability or refusal to act, the President Elect shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all restrictions upon the President. The President Elect shall, at the direction of the President, assist the Executive Director in program development for the Institute of Local Government. The President Elect shall serve as Secretary of the Association and perform such other duties as from time to time may be assigned by the President or the Board.

Sub. 3. Vice President. The Vice President, if eligible pursuant to Article V, Section 4, shall automatically ascend to the office of President Elect at the end of the term of Vice President. The Vice President shall automatically ascend to the office of President Elect should a vacancy occur in the office of President Elect. In the absence of the President and President Elect, or in the event of their disability or refusal to act, the Vice President shall have all powers of and be subject to all restrictions upon the President and President Elect. The Vice President shall, at the direction of the President, assist the Executive Director in developing the budget for the Association. The Vice President shall serve as chairperson of the Elections Committee. The Vice President shall perform such other duties from time to time as may be assigned by the President or the Board.

SECTION 6. FISCAL OFFICER. The Board of Directors shall appoint a Fiscal Officer to review the financial records of the Association monthly. The Fiscal Officer shall serve as the Association's Treasurer and be responsible for meeting with the Executive Director quarterly to discuss the financial records and report back to the Board of Directors. The Fiscal officer shall annually review the Association's internal control policy and recommend to the Board of Directors any pertinent changes.

#### SECTION 7. NOMINATION AND ELECTION OF OFFICERS.

Sub. 1. Prior to each Annual Meeting the President shall appoint a Nominating Committee composed of three (3) commissioners from member counties of the Association. The Chair of the committee shall be the Vice President of the Association. The two (2) remaining members of the Committee shall be appointed from those commissioners who have exhibited a knowledge of the Association and its goals; leadership within the Association; and representation within the diverse segments and areas of the Association.

Sub. 2. The Nomination Committee shall recommend a slate of officers that includes a nomination for the Vice President and any other offices filled pursuant to Article V, Section 8 to the general membership 30 days prior to the Annual Conference. Such recommendation shall be transmitted electronically to the Board of Directors of the Association. At the request of Board member this notification may be given by a mailed letter.

Sub. 3. Nomination for Vice President and any office filled pursuant to Article V, Section 8 can also be made during the Annual Business Meeting of the Association. Such nominations are deemed valid even if absent from the slate proposed by the Nominating Committee.

SECTION 8. VACANCIES. If for any reason an office becomes vacant prior to the end of the term of office, the vacancy may be filled by a majority vote of the Board of Directors. Any office filled in this manner must be ratified through the election process at an Association meeting.

## **ARTICLE VI**

### **MANAGEMENT**

SECTION 1. PERMANENT OFFICES. The Board shall establish and maintain a permanent office for the Association.

SECTION 2. EXECUTIVE DIRECTOR. The Board shall appoint an Executive Director to serve at the pleasure of the Board as the Chief Administrative Officer of the Association. The Executive Director shall be chosen solely on the basis of training, experience and other qualifications in the field of local government administration and legislative advocacy. The Executive Director is responsible to the President and Executive Committee members to ensure that the directives of the Board of Directors are carried out in accordance with the policies and procedures of the Association. The Executive Director need not be a resident of the State of Nevada when appointed, **however such a candidate would need to establish residency in the state of Nevada within 6 months after appointment.** The Executive Director shall attend all meetings of the Board, but shall not vote, and shall have the following powers and duties to be exercised in accordance with the policies declared by the Board:

Sub. 1. To attend all Board and Executive Committee meetings and to preserve in books of the Association true minutes of the proceedings of all meetings.

Sub. 2. To see that all resolutions, rules, regulations and orders of the Board are carried out.

Sub. 3. To develop a staffing plan, including position descriptions, based on budgets approved by the Board of Directors.

Sub. 4. To appoint and remove, on the basis of merit and fitness in accordance with the Association policies and regulations, all subordinate regular and special employees of the Association.

Sub. 5. To present to the Board plans, studies and reports prepared for Board purposes and action and recommend to the Board for adoption those measures deemed necessary to enforce or carry out the powers and duties of the Board or for the efficient administration of the affairs of the Association.

Sub. 6. To keep the Board fully advised as to its financial condition, and to prepare and submit to the Board an annual budget for the Association and such other financial information as it may request.

Sub. 7. To represent the Association's public policy position to the Legislature, local government and the public.

Sub. 8. To perform such duties as may be prescribed by the Board.

SECTION 3. FISCAL POLICY. The Board of Directors shall adopt and maintain an internal control policy to facilitate proper fiscal controls.

## **ARTICLE VII**

### **CONTRACTS, CHECKS, DEPOSITS AND FUNDS**

SECTION 1. CONTRACTS. The Board may authorize any officers, agent or agents of the Association, to enter into any contract or execute and deliver any instrument in the name of or on behalf of the Association, and such authority may be general or confined to specific instances.

SECTION 2. CHECKS, DRAFTS AND ORDERS. All checks, drafts, or orders for the payment of money, notes or otherwise evidences of indebtedness issued in the name of the Association shall be signed by officers or designated persons of the Association.

SECTION 3. DEPOSITS. All funds of the association shall be deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the Board or Executive Director may designate.

SECTION 4. FUNDS. Any funds which may come to the Association or be subject to its control, for its use in furthering and promoting the aims and purposes of the Association or its policies, shall be received, disbursed, controlled and accounted for by the Executive Director.

SECTION 5. TRAVEL REIMBURSEMENT. Member travel for Association related business may be reimbursed in accordance with a policy approved by the Board of Directors.

## **ARTICLE VIII**

### **COMMITTEES**

SECTION 1. There shall be such standing and study committees as are determined by the Board. All committees shall have such authority, direction, duration and limitations as are determined by the Board.

SECTION 2. All recommendations of any standing and study committees shall be made to the Board in writing.

## **ARTICLE IX**

### **ASSOCIATION MEETINGS**

SECTION 1. ANNUAL MEETING. The Association shall hold an Annual Business Meeting in conjunction with the Association's Annual Conference, the time and place of which shall be determined by the Board. Notice shall

be given to the Board of Directors not less than thirty (30) days prior to the opening session. Such notice stating the time and place of the meeting shall be transmitted electronically to each member of the Board of Directors. At the request of a Board member this notification may be given by a mailed letter.

SECTION 2. SPECIAL MEETINGS OF THE ASSOCIATION. Special meetings of the Association may be called by or at the request of the President or the Board of Directors. The person or persons authorized to call special meetings of the Association may fix the place within the State of Nevada as a place for holding any special meetings of the Association called by them. Each Director shall receive at least five (5) working days notice of such special meeting.

SECTION 3. QUORUM. A quorum shall be necessary for the transaction of business at the Annual Association Business Meeting. Unless otherwise required by statute or these By-Laws, a quorum shall be a majority of the member counties. The Executive Director shall determine for the record as to whether a quorum is present.

SECTION 4. MANNER OF ACTING. Every decision at a meeting of the Association shall be by a majority of votes cast provided a quorum is present. Each county may cast the same number of votes that are equal to the number of commissioners elected to their respective Board of Commissioners. In the event that no commissioner is present from a member county, an elected official in attendance may cast that county's votes. In the event that no elected official is present from a member county, a designated county official may cast the county's vote. The Executive Director shall cause to be written minutes and records of the Annual Association Business Meeting to be kept.

## **ARTICLE X**

### **ELECTION OF NATIONAL ASSOCIATION OF COUNTIES OFFICERS**

A member county must adhere to ARTICLE XII, Voting, of the National Association of Counties (NACo) By-Laws, except that the vote(s) of a member county that is entitled to vote for an officer of the National Association of Counties (NACo) must be made by an elected official from that county who is registered and qualified to vote in accordance with, ARTICLE XII, Section 3 of the NACo By-Laws, and is present at the NACo Annual Conference. Alternatively, a member county that does not have an elected official in attendance but is otherwise registered to vote may leave its written proxy with the head of the Associations' delegation.

## **ARTICLE XI**

### **AMENDMENTS TO BY-LAWS**

SECTION 1. PROPOSALS. A new By-Law or amendment to an existing By-Law may be proposed by the Board by a two-thirds (2/3) vote of the Board present at any regular or special meeting of the Board.

SECTION 2. ADOPTION. After a new By-Law or amendment to an existing By-Law has been proposed, such proposed By-Law or amendment may be adopted at any properly noticed Association meeting. Each **member** county may cast the same number of votes that are equal to the number of commissioners elected to their respective Board of Commissioners. In the event that no commissioner is present from a member county, an elected official in attendance may cast that county's votes. In the event that no elected official is present from a member county, a designated county official may cast the county's vote. **Proposed amendments must be**

**approved by a majority vote of the voting active member counties.** A copy of a By-Law or amendment proposed by the Board pursuant to Article X Section 1 shall be electronically transmitted to each County Director at least thirty (30) days prior to the Association meeting date at which the proposed By-Law or amendment is to be voted on. At the request of a County Director this notification may be given by a mailed letter.

**SECTION 3. EFFECTIVE DATE.** Such proposed By-Law or amendment, when duly approved, shall go into effect immediately following its adoption unless otherwise provided.

## ARTICLE XII

### GENERAL PROVISIONS

**SECTION 1. PARLIMENTARY AUTHORITY.** The rules of parliamentary procedure and practice contained in *Roberts Rules of Order* shall supplement the rules and procedures adopted by the Association and shall govern the Association, the Board and Association committees in all cases in which *Roberts Rules of Order* is applicable and insofar as they are not inconsistent or in conflict with the statutes of the State of Nevada, these By-Laws or on rules or regulations adopted by the Nevada Association of Counties.

## Appendix A

### NACO Dues Formula

NACO Dues = Base Assessment + Population Assessment

**BASE ASSESSMENT:** The base assessment is based upon the most recent audited revenues submitted by each county to the Tax Commission.

Audited S-1 Revenues	Base Assessment
\$0 - \$5,499,999	\$4,500
\$5,500,000 - \$10,499,999	\$6,500
\$10,500,000 - \$15,499,999	\$8,500
\$15,500,000 - \$20,499,999	\$10,500
\$20,500,000 - \$35,499,999	\$13,000
\$35,500,000 - \$50,499,999	\$15,500
\$50,500,000 - \$65,499,999	\$18,000
\$65,500,000 - \$250,499,999	\$21,500
\$250,500,000 and above	\$24,500

**POPULATION ASSESSMENT:** The population assessment is based on the prior year's population figures certified by the Governor.

Population	Assessment Per Capita
0 – 5,000	0.15

5,001 – 10,000	0.12
10,001- 25,000	0.10
25,001 – 50,000	0.08
50,001 – 100,000	0.06
100,001 – 500,000	0.04
500,001 and above	0.03

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