

Special Note: The following are minutes that summarize the Regional Business Development Advisory Council meeting held on February 18, 2016, and not a transcript of the meeting.

MINUTES

REGIONAL BUSINESS DEVELOPMENT ADVISORY COUNCIL

Thursday, February 18, 2016, 8:30 A.M.

Clark County, Las Vegas

500 S. Grand Central Parkway, 1st Floor, ODC Room #3

Las Vegas, NV 89155

Members Present:

City of Las Vegas – Yoli Jones, Chair
Las Vegas-Clark County Library District - John Castiglione, Vice Chair
Clark County Purchasing and Contracts – Adleen Stidhum, Secretary
Southern Nevada Health District, Gabriela Montaldo
Clark County Regional Flood Control District, Jeanine Pitts-Dilworth
City of Henderson, Brenda West)
Southern Nevada Water Authority, Mark Cathey
Las Vegas Convention and Visitors Authority, Penny Marchell
College of Southern Nevada, Paula Gonzales
University of Nevada Las Vegas, Sharrie Mayden
Clark County School District, Carol Poindexter
Clark County Water Reclamation District, Shane Clement

Legal Counsel:

Catherine Jorgenson, Clark County District Attorney's Office

Members Absent:

Southern Nevada Regional Housing Authority
Las Vegas Valley Water District
Regional Transportation Commission
City of North Las Vegas
Henderson District Public Libraries
University Medical Center Southern Nevada
Nevada Department of Transportation

Guests:

Jane Lee, Jadon Foods
Niki Gomoluh, City of Las Vegas
Edward O'Neal, City of Las Vegas
Christy Echols, NAWBO

I. Call to Order

Yoli Jones, Chair, called the RBDAC meeting to order on Thursday, February 18, 2016.

II. Opening Ceremonies

Silent Invocation was conducted followed by the Pledge of Allegiance.

III. Introductions

The Council members and guests introduced themselves. Adleen Stidhum introduced Lisa Majett of Clark County, who will assume the administrative duties for the Council. Members will begin to receive email correspondence from her for the next meeting. Adleen also introduced Trudy Harper of Clark County that provided administrative assistance in the interim.

IV. Public Comments

There were no public comments.

V. Approval of Minutes

- a. Approval of the November 19, 2015 minutes
John Castiglione motioned to approve; Sharrie Mayden seconds the motion.

VI. Subcommittee Updates

a. Communications Committee

Jane Lee announced that there have been changes made to the format of the newsletter. When you click on the links, it will format correctly on devices. The links are also active. If you click on a name or organization, it will take you to their website. The calendar will be updated regularly. Jane asked members to send information of upcoming events, workshops, etc. to jocato@periwinklemediagroup.com or jane.lee@jaddonfoods.com. Once the newsletter is complete, it will be distributed to everyone. Jane encouraged feedback of color, content, links, etc. to improve the newsletter.

b. Legislative Committee

There were no legislative updates. There was discussion among the members of the Nevada Public Purchasing Study Committee (NPPSC) regarding sales tax on materials purchased. Government agencies are not used to seeing that. Yoli said that government agencies now have to pay sales tax for equipment/materials purchased. For instance, if a government agency buys the equipment/materials to provide to a contractor to furnish or install, then the government agency is now responsible to pay the tax. The statute is written that the taxes are paid through the contractor, which puts us in a dilemma. The email discussion between the NPPSC members was how is every agency paying those taxes and what are the requirements. Everyone is doing it differently and they are trying to come up with a similar way for everyone. Yoli has Matt working on a synopsis that she will send out to everyone. John brought up a question and gave a scenario: "If we go into a branch and do a re-lamp project, we buy all of the lamps. Then they get a subcontractor

to do the labor. Would we have to pay the tax on the lamps?" Yoli and Penny confirmed. Yoli will send some information to John and have him added to the NPPSC distribution list. Yoli said you can receive a lot of information by attending the NPPSC meetings, especially during the legislative sessions. The legislative information provided to RBDAC is from discussions during the NPPSC meetings. Penny then reports that information to the Council. From the 2013 Legislative session, there was a reporting requirement of how many CMARs were done and why. This City of Las Vegas is working on a report for the past three years. This is in addition to the report relating to the issuance of preference. Many agencies were not reporting since this change was not codified in the statute. John said they were preparing to do a CMAR. Yoli suggested bringing that information to NPPSC so all of the agencies are aware of what we are doing.

VII. Informational Items

- a. Receive information on Assembly Bill 116 that was approved by the Governor. The revised bylaws will be reviewed on item VIII.
- b. Identify emerging issues to be addressed at a future meeting-None.
- c. Public Announcements: NAWBO will have their next Business lunch on February 24, 2016 at Cili Restaurant at the Bali Hai Golf Club from 11:30-1:00. Congresswoman Dina Titus will be providing a Legislative update. Guest speaker Krysta Masciale will be speaking on Building a Sustainable Brand. They have an upcoming Propelling Women workshops on March 8, 2016 and Business luncheon on March 23, 2016 with guest speaker Tina Quigley, General Manager of the Regional Transportation of Southern Nevada. Please visit www.nawbo.org. The City of Las Vegas will have a workshop and outreach event on May 26, 2016 at the Charleston Heights Arts Center. More details will be forthcoming. Clark County will be hosting a Small Business Expo on May 19, 2016, at the Pearson Community Center from 9:00-1:00. This event will feature all participants of the Clark County Training Programs; Clark County Business Development Education Program (CCBDEP) and Business Opportunity and Workforce Development Program (BOWD). They are asking for participation from various agencies, RBDAC and BDAC members to visit the Small Businesses that will have their goods and/or services on display. Penny provided an update on Committed to Our Business Community (CTOBC). The 2016 CTOBC will be on November 10th at the Convention Center. They are looking for committee members and will be sending out an announcement for their first meeting at the end of February or the beginning of March. Contact Penny Marchell at pmarchell@LVCVA.COM if you are interested in serving on the committee or as a volunteer.

VIII.

Review and approve RBDAC Bylaws – Catherine began by informing members they were provided a redlined copy and a clean copy of the bylaws. Catherine referred members to the opening paragraph of the redlined copy and explained that she made a few changes to use the full name of the Council and to cite a couple of laws that were enacted. The following paragraphs were brought in line with the changes following AB 116, updating the membership. They removed Capital from Expenditures and clarified it

is a percentage of the expenditures paid by the public agency to local businesses owned and operated by disadvantaged persons, disaggregated by ethnic and racial categories and by gender. In the membership section on Page 2, Article 2, there was previous discussion adding the term alternate to the membership section. Catherine referred to NRS 241.025, Open Meeting Law; you cannot have an alternate unless authorized by the law that creates the Council. Options to stay in compliance with the law are; Option 1) have a name tent for each of the agencies (19 voting members). Each agency will send a representative to attend each meeting. It is not up to the Council to dispute. Some agencies may send more than one representative. The name tent would go in front of the voting member. Option 2) each agency assigns one person. Since there are no alternates, if the assigned person did not attend, would result in an absence for that agency. On the top of page 3 is quoting from statute and will read into the record to include the following change:

Any such agency that requests to participate in the Council must be included as a nonvoting member of the Council and shall have a single representative on the Council by a single representative.

Ed O'Neal asked for any nonvoting members, why a person would want to be a member if they were nonvoting? Catherine explained that this would be their choice and this was one of the changes made to AB 116. This is essentially a quote from the statute. Maybe the idea is if they were a member, even if nonvoting, they would have the participation. Anyone from the public can attend the meetings. Penny brought up that if not a member, they would be excluded from receiving minutes and correspondence. Catherine added that anyone from the public could request this information. It would be up to those agencies to decide to be a member. If they do want to become a member, we need to put a process in place of how that would occur. If members approve the way the bylaws are currently drafted, we could come back and amend in the future.

Under Open Meetings in Article III, 'at such times are' was added to Section 1 rather than a specific date and time. In Section 2 was the removal of unnecessary language. To be in compliance with Open Meeting Law means we will have everything available. On top of Page 4, Section 6 is to clarify that subcommittees are subject to Open Meeting Law. The Council is not required to have a subcommittee unless deemed necessary. VACANCIES language was crossed out and incorporated in Article IV.

Penny asked if CTOC was subject to Open Meeting Law. Catherine confirmed, if RBDAC created this subcommittee. Yoli said it was never formally voted by members to be a subcommittee. Penny has volunteered to perform this activity. Catherine clarified that a subcommittee consists of two or more people appointed to work on an activity, make decisions and come back to RBDAC and advise or report. CTOC is not considered a subcommittee. Adleen suggested that moving forward, instead of heading it under Subcommittee Reports or Updates, change to Event Updates. Catherine asked if some of these listed are subcommittees, like the Legislative and Communications subcommittees. Adleen explained that Penny represents CTOC and asks for volunteers and keeps the Council updated on the activities. Catherine said if she is the only one that oversees

CTOC and can ask for participation as long as it does not exceed a quorum of the RBDAC. If Penny and another person was assigned by RBDAC to make decisions, deliberating and bringing discussions back to RBDAC, then that is a subcommittee and subject to Open Meeting Law. If the Communications Subcommittee and Legislative Subcommittee are listed under Subcommittee Updates on the agenda, they are subject to Open Meeting Law. Yoli explained that the Legislative Committee has no deliberation and was for discussion, sharing information and no scheduled meetings. Information brought to RBDAC is from another meeting where legislative information is discussed or from the legislative website where it may impact RBDAC or Purchasing in general. Catherine suggested that since the Legislative and Communications Subcommittees are headed by volunteers that they should not be listed as subcommittees. If there is a Public Body deliberating or taking action, they are subject to Open Meeting Law, even if there is discussion and no voting. For RBDAC's situation, the Legislative and Communications Subcommittees are not a Public Body and should remove that language.

The remaining changes were removing 'tapes' and adding 'recordings' and updating the signature page.

Catherine went back to Article II, Section 5:

The governmental agencies which have a representative on the Council shall jointly provide the Council with administrative assistance, legal counsel to advise the Council on the Nevada Open Meeting Law (Nevada Revised Statutes Chapter 241), and provide for the payment of the expenses of the Council.

Catherine explained that this is not something that has changed; however, it is her understanding that Clark County has always provided administrative support for the Council. Catherine suggested having a discussion on how this responsibility could be provided by the agency of the elected Secretary. Clark County would continue to house the public records. Catherine asked if members approved the revisions to the bylaws as discussed, with the understanding that the two sections (Page 3, Sections 2 and 5) would be revisited and amended. Yoli asked that these two items are on the agenda for discussion at the next meeting with a recommended change on Page 3, Section 2.

Penny commented on Section 5. We have all attended meetings that are subject to Open Meeting Law and she has never needed to have her attorney present to advice on how to conduct the meeting. Maybe in the future we could have legal counsel attend when changing bylaws and items of that nature, and not be required to attend every meeting since all are familiar with Open Meeting Law requirements. Catherine said it the choice of RBDAC if legal counsel is in attendance at each meeting. Yoli said that items have come up during meetings where they had to confirm compliance with legal counsel (i.e. quorum issues being one). Catherine said that AB 116 has clarified quorum; there are 19 RBDAC members and need 10 members present at the meeting for a quorum.

Adleen asked Yoli for clarification that the name tent cards would only have the name of the agency. Only the agencies identified in the statute would have a name tent. There will

be a sign in sheet for members and a sign in sheet for guests and nonvoting members. Adleen asked if anyone attended was considered a nonvoting member. Catherine said that is where we need a process. If an agency would like to be a member and are aware they are a nonvoting member, we need to have a process to bring them in as a member. Adleen suggested a protocol to have agencies complete a form to be a nonvoting member to keep for our records. Yoli would like to add this for discussion at the next meeting and asked to approve it in its current form.

Catherine explained that the idea is the member on the Council is the agency. It is up to the agency to decide who will attend to represent the agency. Alternates or substitutes are not considered. The agency is the member on the Board and they send a representative. Who they send is the representative at that meeting. John said Trudy sent an email asking if they will be in attendance at the next meeting. Will that be one way of getting around saying 'yes' I will be attending or someone will fill in for me? Are we going to initiate that procedure? Adleen said that the goal in sending out the reminder is to make sure you are reminded of the meeting. We have experienced in the BDAC meetings that members are unable to physically attend the meeting and want to attend by teleconference. We would like to know in advance to have appropriate equipment set up. The reminder email will go to the member that normally attends. It is up to that person to attend or arrange for someone to attend to represent their agency. To be clear, the agency is the member and the person that attends is the representative of that agency.

Penny motions to approve the bylaws as amended with the one change and to address the two items at the next meeting. Sharrie seconds the motion. All members were in favor.

IX. Public Comments – None.

X. Next Meeting – Thursday May 19, 2016, 8:30 a.m.
1st Floor, Pueblo Room, at the Clark County Government Center

XI. The meeting was adjourned at 9:17 a.m.