

**RENO-SPARKS CONVENTION AND VISITORS AUTHORITY
NOTICE OF PUBLIC MEETING
EXECUTIVE and LEGISLATIVE COMMITTEE MEETING
July 22, 2024, at 11:00 AM
4065 S. Virginia Street, Suite 100
Reno, NV 89502**

**EXECUTIVE and LEGISLATIVE COMMITTEE MEMBERS:
Commissioner Alexis Hill, Chair**

Councilwoman Charlene Bybee
Mr. Stephen Ascuaga

Mr. Eddie Ableser

Notice is hereby given that a quorum of the Reno-Sparks Convention and Visitors Authority Board of Directors may be present at the Executive and Legislative Committee meeting. The Executive and Legislative Committee meeting is not intended as an official meeting of the Reno-Sparks Convention and Visitors Authority Board of Directors and no deliberation or action by the Reno-Sparks Convention and Visitors Authority Board of Directors will occur.

THIS NOTICE AND AGENDA HAVE BEEN POSTED PER NRS REQUIREMENT, AT LEAST THREE BUSINESS DAYS BEFORE THE MEETING, IN ACCORDANCE WITH NRS 241.020, AT THE MEETING LOCATION AND AT THE FOLLOWING PUBLIC LOCATIONS:

Evelyn Mount Northeast Community Center
Reno Municipal Court
Reno-Sparks Convention & Visitors Authority (RSCVA)
Washoe County Administration Building
RSCVA Website: www.rscva.com/public-meetings

Reno City Hall
Sparks City Hall
McKinley Arts & Culture Center
Washoe Co. Reno Downtown Library
Online at <http://notice.nv.gov/>

This meeting is being livestreamed and may be viewed by the public at the following link: www.rscva.com/public-meetings

Items on the agenda are for possible action by the Executive & Legislative Committee unless stated otherwise. Items will not necessarily be considered in the order listed. The Executive & Legislative Committee may combine two or more agenda items for consideration, may remove an item from the agenda, or may delay discussion relating to an item on the agenda at any time.

Supporting Materials

Support materials are made available when they are provided to the Executive & Legislative Committee, or if provided during the meeting, support materials will be made available at the meeting at the same time as they are made available to the Executive Committee. Support materials are also available at the RSCVA administrative offices and at the scheduled meeting. The designated contact to obtain support materials is Myrra Estrellado, 4065 South Virginia Street, Suite 100, Reno, NV (775) 827-7737.

AGENDA

A. OPENING CEREMONIES

Call to Order
Roll Call
Pledge of Allegiance

B. COMMENTS FROM THE FLOOR BY THE PUBLIC

Public comment is limited to three minutes. The public is encouraged to comment on all agenda items as well as issues not on the agenda during the Public Comment period, or on "action" items immediately before board discussion of such "action" items. Members of the public desiring to speak must complete a "Request to Speak" form and return it to the RSCVA clerk at the meeting. No action may be taken on a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken. Public comments may not be accepted after the Chairman closes any period for public comment.

C. APPROVAL OF THE AGENDA FOR THE JULY 22, 2024, EXECUTIVE/LEGISLATIVE COMMITTEE MEETING

For possible action

D. APPROVAL OF MINUTES OF MAY 6, 2024, EXECUTIVE/LEGISLATIVE COMMITTEE MEETING

For possible action

E. BOARD MATTERS

E1. The Reno-Sparks Convention and Visitors Authority Board of Directors will review, discuss and revise the current Unsolicited Proposals policy.

President and CEO Mike Larragueta will facilitate a discussion with the Executive and Legislative Committee to review, discuss, and revise the current Unsolicited Proposal policy. With approval and recommendation of the Committee, the revised policy will be presented to the full Board of Directors for approval at a future meeting.

For possible action

E2. The Reno-Sparks Convention and Visitors Authority Board of Directors will review, discuss and revise current Board Policies.

The Executive and Legislative Committee is being asked to review, discuss and provide direction to staff and legal counsel regarding revisions to the current Board Policies. Once approved by the Committee, the revised Board Policies will be presented to the full Board of Directors for approval at a future meeting.

For possible action

F. COMMENTS FROM COMMITTEE MEMBERS AND/OR CEO/PRESIDENT

Informational only

G. COMMENTS FROM THE FLOOR BY THE PUBLIC

Public comment is limited to three minutes. The public is encouraged to comment on all agenda items as well as issues not on the agenda during the Public Comment period. No action may be taken on a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken.

H. ADJOURNMENT

For possible action

Persons are invited to submit written remarks on all matters, both on and off the agenda. Written remarks presented for inclusion in the Executive & Legislative Committee's minutes must be flat, unfolded, on paper of standard quality, and 8 1/2 by 11 inches in size. Written remarks shall not exceed five (5) pages in length. The RSCVA will not accept any submissions that do not comply with this rule. On a case-by-case basis, the Board of Directors may permit the filing of noncomplying written remarks, documents, and related exhibits under NRS 241.035(1)(e). Executive & Legislative Committee's meeting rooms are accessible to persons with disabilities. If special arrangements are required, please contact Myrra Estrellado at 775-827-7737.

For information or questions regarding this agenda please contact:
The RSCVA Executive Office
P.O. Box 837, Reno, NV 89504
775-827-7618

Reno-Sparks Convention & Visitors Authority Executive/Legislative Committee Meeting Minutes May 6, 2024

The Executive/Legislative Committee of the Reno-Sparks Convention & Visitors Authority held an Executive/Legislative Committee meeting at 10:00 am, on May 6, 2024, at the Reno-Sparks Convention and Visitors Authority, 4065 S. Virginia Street, Reno, NV. The meeting was properly noticed and posted in compliance with the Nevada Open Meeting Law.

A. OPENING CEREMONIES

Chair Alexis Hill called the meeting to order at 10:00 am.

Committee Members Present:

Councilwoman Charlene Bybee
Commissioner Alexis Hill
Mr. Eddie Ableser
Mr. Stephen Ascuaga – **via Zoom**

RSCVA Executive Staff and Legal Counsel Present:

Mike Larragueta, President/CEO
Christina Erny, Vice President of Marketing
Courtney Jaeger, Vice President of Finance
Trent LaFerriere, Vice President of Facilities
Ben McDonald
Renee McGinnes
Art Jimenez, Executive Director of Tourism Sales – **via Zoom**
Myrra Estrellado, Board Clerk
Ben Kennedy, Legal Counsel
Molly Rezac, Legal Counsel

A. COMMENT FROM THE FLOOR BY THE PUBLIC

Chair Hill opened the floor to public comment. There was none, public comment was closed.

B. APPROVAL OF THE AGENDA FOR THE May 06, 2024, EXECUTIVE/LEGISLATIVE COMMITTEE MEETING

Committee Member Ableser made a motion to approve the agenda for the May 6, 2024, Executive/Legislative Committee meeting. The motion was seconded by Councilwoman Charlene Bybee. The motion was **APPROVED** by a vote of 4-0-0.

C. APPROVAL OF MINUTES OF SEPTEMBER 25, 2023 EXECUTIVE/LEGISLATIVE COMMITTEE MEETING

Committee Member Bybee made a motion to accept the minutes for the September 25, 2023, Executive/Legislative Committee meeting, as amended. The motion was seconded by Committee Member Ableser. The motion was **APPROVED** by a vote of 4-0-0.

The following amendment was requested:

- **Section A** - Replace Charles Harris with Mike Larragueta, Interim Chief Executive Officer.

D. PLANNING SESSION

Planning Session to Review, Discuss, and/or Prioritize the Reno-Sparks Convention and Visitors Authority FY2024-2025 President/CEO Goals

Mike Larragueta facilitated a discussion with the Committee to review, discuss, and prioritize the RSCVA President/CEO goals.

Goal 1: Group Room Nights

Mike Larragueta stated that the target is to increase group room nights 10% over fiscal year 2023-2024, for a total of 261,122 produced group room nights. For the Sports team, an increase of 20,000 room nights was allocated due to the indoor track, and a decrease of 8,500 room nights was due to Triple Crown not returning. An increase in meetings and convention group nights was determined based on territories, with the Northeast being increased by 10% and Northern California by 27%.

Goal 2: Marketing

Christina Erny stated that marketing planned to achieve an average paid media engagement rate of 5% or higher. RSCVA previously only measured impressions but has decided that measuring engagement would be a better reflection on how people are interacting with the advertisements. Engagement means people taking action whether by liking, commenting, watching, or sharing ads. To increase the engagement rate, Marketing is changing their media buying strategy with bigger brand partnerships, OTA buys, and ads that direct more of a conversation or action from the viewers. They are moving away from an awareness strategy and instead incorporating more action-based tactics.

RSCVA is updating and rebranding its website and plans to increase the partner referral rate to 0.14 or higher. This means increasing the rate in which users click on a partner referral including hotel, dining, or event advertisements. The new website will aim to drive conversion, encouraging active users to click links to purchase or book stays.

Marketing also plans to secure 215 earned media placements, a projected increase of 10% on stories placed. In the past, the focus has been on generating interest outside of the area. With this goal, Marketing will start incorporating more PR and outreach to local audiences and telling local stories. Marketing will continue to document which earned media placements are local versus in-market.

Goal 3: Leisure Room Nights

Art Jimenez proposed producing 634,110 cash hotel room nights by 11 hotel properties via tourism sales and third party. This is a 2% increase despite there being a decline in OTA room nights produced and all indications pointing to flat or decreasing projections. To meet this goal, the team may increase the push on regional business and corporate travel.

Goal 4: Facility Revenue

Renee McGinnes stated their goal is to achieve \$6,435,595 in total revenue across the four venues: RSCC, NBS, REC, and RSLEC. The target is \$270,000 less than the current fiscal year as it accounts for the fact there will be no bowlers at the NBS. It is difficult for the venues to make up for the loss in Convention Center revenue as the majority of conventions bring in close to \$100,000 per event, whereas the facilities generate only ancillary sales. There have been opportunities to increase ancillary spending since resources were devoted to developing the technology to stream events taking place in the facility. There is a splash page where users can sign in and pay a fee to access streaming, which brought in close to \$100,000 during the Volleyball event alone.

Goal 5: Community Engagement

The RSCVA plans to participate in 20 community activities per year, including public service, speaking engagements, Government affairs, or City council meetings. Marketing has put together a list of events where RSCVA can participate.

Goal 6: Staff Retainment

Although the RSCVA has historically had low voluntary termination rates, with new and more employees, the target is to decrease voluntary terminations by 5% and staff retainment by 5%. The goal is to continue being mindful of employee satisfaction and create a culture where people enjoy coming to work.

Goal 7: Staff Survey

The RSCVA will implement a staff satisfaction survey to determine a baseline and learn more about how to continue building a positive workplace culture. New hires undergo an extensive onboarding and OSHA training process. The surveys will be administered annually at first, with follow up as necessary depending on the results and organizational needs.

Committee Member Ableser made a motion to recommend the FY 2024-2025 President/CEO goals, with minor changes, to the Board. The motion was seconded by Committee Member Bybee. The motion was **APPROVED** by a vote of 4-0-0.

Board Member Ableser left the meeting at 10:16am. He returned at 10:25am
Board Member Ableser left the meeting at 10:32am. He returned at 10:38am

E. BOARD MATTERS

The Reno-Sparks Convention and Visitors Authority Board of Directors will review, discuss, and revise the current Unsolicited Proposals policy.

Mike Larragueta facilitated a discussion with the Executive Committee to review, discuss, and revise the current Unsolicited Proposal policy.

Commissioner Hill recommended that the RSCVA add a standard form to the application so that all necessary information, including budget amounts, are captured for all applicants.

Committee Member Ascuaga agreed that the new policy creates tighter parameters and allows for future requests to be considered in a consistent fashion.

Committee Member Ableser asked for clarification on the sentence: "An unsolicited proposal cannot be for an event that produces room nights," and whether language could be used that would not be so restrictive. He suggested the bullet point could be deleted.

Mike Larragueta clarified that the restriction was to eliminate double-dipping as there is a fund specifically for events that are room-night driven. Although the motivation for funding is to increase room events, there is a smaller \$50,000 pool dedicated to tourism requests without room nights. The sentence will be reviewed and edited for clarification.

The Committee reviewed the last line of the document regarding the Board's power to waive compliance with procedures of the Unsolicited Proposals Policy, and whether it was necessary as it already has that power as a Board. Mr. Kennedy agreed the sentence can be further edited to provide clarity.

The Committee suggested adding a sentence to state that once funds are exhausted, proposals must wait until the next fiscal year to be considered. Amounts granted should be updated by the finance committee on a regular basis.

Committee Member Ableser made a motion to accept and recommend the Unsolicited Proposals Policy, with changes as discussed, to the Board. The motion was seconded by Committee Member Bybee. The motion was **APPROVED** by a vote of 3-0-1, with Committee Member Ascuaga abstaining.

F. COMMENTS FROM COMMITTEE MEMBERS AND/OR CEO/PRESIDENT

There were none.

G. COMMENTS FROM THE FLOOR BY THE PUBLIC

Chair Hill opened the floor to public comment. There was none, public comment was closed.

H. ADJOURNMENT

The meeting adjourned at approximately 11:29 am.

The meeting can be viewed at <https://www.youtube.com/watch?v=ZxPLIU5XigA&t=2706s>



Reno-Sparks Convention and Visitors Authority

Unsolicited Proposal Policy and Guidelines

ORIGINAL

Reno-Sparks Convention and Visitors Authority

Unsolicited Proposal Policy and Guidelines

Summary

An Unsolicited Proposal is defined as a proposal from an outside entity requesting monetary support from the Reno-Sparks Convention and Visitors Authority ("RSCVA") in exchange for outcomes desirable to the RSCVA.

The types of Unsolicited Proposals that may be submitted to the RSCVA include but are not limited to:

- Partnership support
 - o Partnership support is defined as Unsolicited Proposals from organizations for general funding, including but not limited to local businesses, non-profit organizations, and local governments. Such funding may be specific to general causes or outcomes, but the funding is not tied to events.
- Event support
 - o Event support includes Unsolicited Proposals for events that do not meet the eligibility criteria of the Special Event Marketing Sponsorship Program or the Special Event Opportunity Fund (including, but not limited to, events that do not produce room nights, events that are not on an annual basis, events for charitable purposes, etc.)

Evaluation Criteria and Process

To streamline the submission and review process for Unsolicited Proposals, the RSCVA may, at its discretion, accept funding proposals during a designated eligibility window each fiscal year as part of the "Unsolicited Proposals Funding Program." This will be in accordance with the "Unsolicited Proposals Funding Program Parameters" document, which would outline the detailed requirements of the program. The RSCVA is not obligated to announce an eligibility window for the review of unsolicited proposals in any given fiscal year and may choose to do so at its sole discretion.

The RSCVA acknowledges that opportunities warranting an Unsolicited Proposal may arise outside pre-defined eligibility windows. Unsolicited Proposals received outside these windows may be reviewed at the sole discretion of the RSCVA, depending on available funding and internal resources available to review such proposals. However, there are no guarantees that proposals received outside the eligibility windows will be reviewed, and such proposals may be rejected without consideration.

To be considered eligible for funding evaluation, all of the following criteria must be met:

- Spending funds on the Unsolicited Proposal would not violate existing RSCVA policies or Nevada Revised Statutes.
- An Unsolicited Proposal cannot qualify for the Special Event Marketing Sponsorship Program.

- Events that meet the criteria for the Special Event Marketing Sponsorship Program will not be evaluated under the parameters of this policy. All annual special events seeking funding from the RSCVA are required to request such funding pursuant to the process and requirements set forth in the Special Event Marketing Sponsorship Program. Such events will not be eligible for consideration pursuant to this Policy.
- Unsolicited Proposals that fit the eligibility criteria of the Special Event Opportunity fund should seek funding through the Special Event Opportunity fund, rather than seeking funding directly as an Unsolicited Proposal.
- The Unsolicited Proposal should include a detailed budget outlining how the requested funds will be allocated and utilized.
- The Unsolicited Proposal must demonstrate how the funding from the RSCVA would be utilized to actively solicit tourism and gaming and/or to support initiatives that contribute to these objectives.
- The Unsolicited Proposal must clearly state the benefit that the RSCVA would receive if the proposal were funded.
- An Unsolicited Proposal must clearly state how the event or cause seeking funding furthers the mission statement of the RSCVA.
 - The mission statement of the RSCVA is: "To attract overnight visitors to Reno Tahoe while supporting the sustainable growth of our communities."

Unsolicited Proposals will be subject to an evaluation process based on the dollar amount of the request as follows:

Evaluation process for Unsolicited Proposals \$10,000 and under:

- 1) Unsolicited Proposals will be reviewed to ensure they are valid for evaluation (meet all eligibility criteria defined above) by the CEO and Senior Staff.
- 2) Unsolicited Proposals that are determined to be valid will be assessed by the CEO and Senior Staff.
 - a. Such assessment may include, but is not limited to:
 - Comparing the dollar amount of the request for funding to the value of the proposed benefit of the RSCVA.
 - Reviewing historical funding given to the organization and/or cause.
 - Considering the alignment of the proposal with the RSCVA's strategic plan and current year annual goals.
 - Considering any potential risks or challenges associated with the proposal.
 - Conducting meetings with proposers to gather additional information or clarify details of the proposal.
- 3) After assessment, the CEO and Senior Staff will make a recommendation as to whether to reject the proposal, partially fund the proposal, or fully fund the proposal.
- 4) All final funding determinations will be made by the CEO.

Evaluation process for Unsolicited Proposals over \$10,000:

- 1) Unsolicited Proposals will be reviewed to ensure they are eligible for evaluation (meet all eligibility criteria defined above) by the CEO and Senior Staff.
- 2) Unsolicited Proposals that are determined to be valid will be assessed by the CEO and Senior Staff.

- a. Such assessment may include, but is not limited to:
 - Comparing the dollar amount of the request for funding to the value of the proposed benefit of the RSCVA.
 - Reviewing historical funding given to the organization and/or cause.
 - Considering the alignment of the proposal with the RSCVA's strategic plan and current year annual goals.
 - Considering any potential risks or challenges associated with the proposal.
 - Conducting meetings with proposers to gather additional information or clarify details of the proposal.
- 3) After assessment, the CEO and Senior Staff will make a recommendation as to whether to reject the proposal, partially fund the proposal, or fully fund the proposal.
- 4) All Unsolicited Proposals over \$10,000, along with CEO and Senior Staff recommendations, will be presented to the Finance and Facilities Committee for their review and advisory recommendations.
- 5) The advisory recommendations of the Finance and Facilities Committee will be presented to the full RSCVA Board of Directors for review on a future agenda.
- 6) The decision of the Board of Directors regarding whether to reject the proposal, partially fund the proposal, or fully fund the proposal will be considered final.

Other

- It is the RSCVA's intention to have a portion of its budget allocated on an annual basis towards providing funding for qualifying Unsolicited Proposals that meet certain criteria and are in direct alignment with the RSCVA's mission. However, such funding is dependent on the RSCVA's financial conditions and dependent on required budget approval from the Board of Directors.
- It is not the requirement or intent of the RSCVA to fully commit all dollars budgeted for Unsolicited Proposals during the fiscal year.
- The RSCVA may reduce or eliminate budget allocations for Unsolicited Proposals at any time, at its sole discretion, with or without notice.
- It is best practice for the above processes and procedures to be followed before an Unsolicited Proposal is placed on an agenda for the Finance and Facilities Committee Agenda or RSCVA Board Agenda.
- Once a funding determination has been made, that decision will be considered final and the RSCVA will not accept appeals to a funding decision through the Board of Directors, CEO, or staff.
- If at any point the Unsolicited Proposal (in full or any components) is deemed to be a procurement subject to the competitive bidding requirements of NRS, the RSCVA will discontinue the evaluation of the proposal.

- Proposals will not be considered with incomplete information.
- While the above guidelines are intended to be followed, the RSCVA reserves the right to review and/or approve and/or deny Unsolicited Proposals at any time.

ORIGINAL



Reno Tahoe[®]

Unsolicited Proposal Submission Form Reno-Sparks Convention and Visitors Authority (RSCVA)

Organization Name:

Proposal Name:

Total Amount of Funds Requested:

Date(s) the Funds Would Be Spent:

Description of Unsolicited Proposal:

How would funding for the Unsolicited Proposal be utilized to actively solicit tourism and gaming, and/or to support initiatives that contribute to these objectives?



**Unsolicited Proposal Submission Form
Reno-Sparks Convention and Visitors Authority (RSCVA)**

What benefit would the RSCVA receive if the Unsolicited Proposal is funded?

How does this Unsolicited Proposal further the mission statement of the RSCVA?

"To attract overnight visitors to Reno Tahoe while supporting the sustainable growth of our communities."

Other:

- I have attached a copy of the Unsolicited Proposal, including:
 - Detailed budget outlining how the requested funds would be allocated and utilized.
- This Unsolicited Proposal does not qualify for funding under the Special Event Marketing Sponsorship Program.

Submission Information:

Name of Main Contact for Unsolicited Proposal:

Title

Email Address:

Phone Number:

Submission Date:

ORIGINAL





**Reno
Tahoe®**

Reno-Sparks Convention and Visitors Authority

Unsolicited Proposal Policy and Guidelines

DRAFT

Reno-Sparks Convention and Visitors Authority Unsolicited Proposal Policy and Guidelines

Summary

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Evaluation Criteria and Process

To streamline the submission and review process for Unsolicited Proposals, the RSCVA may, at its discretion, accept funding proposals during a designated eligibility window each fiscal year as part of the "Unsolicited Proposals Funding Program." This will be in accordance with the "Unsolicited Proposals Funding Program Parameters" document, which would outline the detailed requirements of the program. The RSCVA is not obligated to announce an eligibility window for the review of unsolicited proposals in any given fiscal year and may choose to do so at its sole discretion.

The RSCVA acknowledges that opportunities warranting an Unsolicited Proposal may arise outside pre-defined eligibility windows. Unsolicited Proposals received outside these windows may be reviewed at the sole discretion of the RSCVA, depending on available funding and internal resources available to review such proposals. However, there are no guarantees that proposals received outside the eligibility windows will be reviewed, and such proposals may be rejected without consideration.

To be considered eligible for funding evaluation, all of the following criteria must be met:

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- Events that meet the criteria for the Special Event Marketing Sponsorship Program will not be evaluated under the parameters of this policy. All annual special events seeking funding from the RSCVA are required to request such funding pursuant to the process and requirements set forth in the Special Event Marketing Sponsorship Program. Such events will not be eligible for consideration pursuant to this Policy.
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- The Unsolicited Proposal should include a detailed budget outlining how the requested funds will be allocated and utilized.
- The Unsolicited Proposal must demonstrate how the funding from the RSCVA would be utilized to actively solicit tourism and gaming and/or to support initiatives that contribute to these objectives.
- The Unsolicited Proposal must clearly state the benefit that the RSCVA would receive if the proposal were funded.
- An Unsolicited Proposal must clearly state how the event or cause seeking funding furthers the mission statement of the RSCVA.
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 - a. Such assessment may include, but is not limited to:
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 - Reviewing historical funding given to the organization and/or cause.
 - Considering the alignment of the proposal with the RSCVA's strategic plan and current year annual goals.
 - Considering any potential risks or challenges associated with the proposal.
 - Conducting meetings with proposers to gather additional information or clarify details of the proposal.
- 3) After assessment, the CEO and Senior Staff will make a recommendation as to whether to reject the proposal, partially fund the proposal, or fully fund the proposal.
- 4) All final funding determinations will be made by the CEO.

Evaluation process for Unsolicited Proposals over \$10,000:

- 1) Unsolicited Proposals will be reviewed to ensure they are eligible for evaluation (meet all eligibility criteria defined above) by the CEO and Senior Staff.
- 2) Unsolicited Proposals that are determined to be valid will be assessed by the CEO and Senior Staff.

- a. Such assessment may include, but is not limited to:
 - Comparing the dollar amount of the request for funding to the value of the proposed benefit of the RSCVA.
 - Reviewing historical funding given to the organization and/or cause.
 - Considering the alignment of the proposal with the RSCVA's strategic plan and current year annual goals.
 - Considering any potential risks or challenges associated with the proposal.
 - Conducting meetings with proposers to gather additional information or clarify details of the proposal.
- 3) After assessment, the CEO and Senior Staff will make a recommendation as to whether to reject the proposal, partially fund the proposal, or fully fund the proposal.
- 4) All Unsolicited Proposals over \$10,000, along with CEO and Senior Staff recommendations, will be presented to the Finance and Facilities Committee for their review and advisory recommendations.
- 5) The advisory recommendations of the Finance and Facilities Committee will be presented to the full RSCVA Board of Directors for review on a future agenda.
- 6) The decision of the Board of Directors regarding whether to reject the proposal, partially fund the proposal, or fully fund the proposal will be considered final.

7) Payment information:

a. Payment Timing and Structure:

- i. The RSCVA reserves the right to determine the timing and structure of all payments related to approved Unsolicited Proposals. Payments are generally disbursed in installments to ensure that funds are used appropriately.

b. Payment Installments:

- i. Typically, funds will be allocated in multiple installments. The initial installment may be provided upon approval, with subsequent installments disbursed based on the progress of the project or event.

c. Payment Conditions:

- i. All payments are subject to RSCVA's review of the proposals progress and adherence to the agreed terms. The RSCVA reserves the right to adjust the payment schedule or amount based on performance, documentation provided, or changes in the proposal scope.

d. Documentation Requirements:

- i. To request payments, the organization must provide appropriate documentation and reports as required by the RSCVA. This may include, but is not limited to, invoices, proof of expenses, and a post-event report detailing how the funds were utilized.

e. Payment Method:

- i. The RSCVA will communicate the payment details and schedule directly to the organization.

f. Failure to Comply:

- i. Failure to meet reporting requirements or other stipulated conditions may result in delays or forfeiture of remaining payments.

Other

- It is the RSCVA's intention to have a portion of its budget allocated on an annual basis towards providing funding for qualifying Unsolicited Proposals that meet certain criteria and are in direct alignment with the RSCVA's mission. However, such funding is dependent on the RSCVA's financial conditions and dependent on required budget approval from the Board of Directors.
- It is not the requirement or intent of the RSCVA to fully commit all dollars budgeted for Unsolicited Proposals during the fiscal year.
- The RSCVA may reduce or eliminate budget allocations for Unsolicited Proposals at any time, at its sole discretion, with or without notice.
- It is best practice for the above processes and procedures to be followed before an Unsolicited Proposal is placed on an agenda for the Finance and Facilities Committee Agenda or RSCVA Board Agenda.
- Once a funding determination has been made, that decision will be considered final and the RSCVA will not accept appeals to a funding decision through the Board of Directors, CEO, or staff.
- If at any point the Unsolicited Proposal (in full or any components) is deemed to be a procurement subject to the competitive bidding requirements of NRS, the RSCVA will discontinue the evaluation of the proposal.
- Proposals will not be considered with incomplete information.
- While the above guidelines are intended to be followed, the RSCVA reserves the right to review and/or approve and/or deny Unsolicited Proposals at any time.



**Unsolicited Proposal Submission Form
Reno-Sparks Convention and Visitors Authority (RSCVA)**

Organization Name:

Proposal Name:

Total Amount of Funds Requested:

Date(s) the Funds Would Be Spent:

Location of the Event:

Number of Attendees Expected:

Description of Unsolicited Proposal:

How would funding for the Unsolicited Proposal be utilized to actively solicit tourism and gaming, and/or to support initiatives that contribute to these objectives?



**Unsolicited Proposal Submission Form
Reno-Sparks Convention and Visitors Authority (RSCVA)**

What benefit would the RSCVA receive if the Unsolicited Proposal is funded?

How does this Unsolicited Proposal further the mission statement of the RSCVA?

"To attract overnight visitors to Reno Tahoe while supporting the sustainable growth of our communities."

Other:

- I have attached a copy of the Unsolicited Proposal, including:
 - Detailed budget outlining how the requested funds would be allocated and utilized.
- This Unsolicited Proposal does not qualify for funding under the Special Event Marketing Sponsorship Program.

Submission Information:

Name of Main Contact for Unsolicited Proposal:

Title

Email Address:

Phone Number:

Submission Date:



2024/25 Unsolicited Proposal Post-Event Report

1. Event Name:
2. Event Date(s):
3. Identify event's Washoe County lodging partners:
4. Washoe County Paid Room Nights (Reno, Sparks, Incline Village, Unincorporated Washoe County):
 - Estimated total paid room nights generated by event:
 - Explain how the estimate was determined:
 - How did actual room nights compare with the projections made in event's 2024/25 funding application?
 - Did event set up room blocks or rate offers with any Washoe County lodging partners?
 - Yes
 - No

If yes, please list the properties:
5. How many attendees were at the event?
6. What does the attendance estimate above reflect (pick one)?
 - Unique Individuals
 - Total Attendance
7. Explain how attendance was determined.
8. Please provide a copy of the original budget for the event and documentation substantiating expenditures made for the event using RSCVA funds.
9. Please describe the benefit the RSCVA received from sponsoring this event.
10. How do you measure success for your event?

BOARD POLICIES
RENO-SPARKS CONVENTION AND VISITORS AUTHORITY
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PURPOSE OF BOARD POLICIES

Board policies are written rules, statements, principles, or directives for making decisions and taking action. Their purpose is to serve as a guide when the Board carries out its governance duties. They are not so specific as to eliminate management discretion within their delegated authorities. Policies also establish a standard and recommended way of acting in challenging situations. Board policies function as a protective mechanism for the organization and individuals when a decision is questioned and, by pointing to an approved policy, is the framework for explaining how a conclusion was reached. An adequate, functioning, and appropriate set of guiding policies is not a substitute for thinking and cannot eliminate mistakes, including simple oversights and poor judgment.

The CEO has the authority to formulate and implement policies, in addition to these Board Policies, to conduct the RSCVA's day-to-day business.

PREAMBLE

The nature and objectives of every organization materially affects its operations and related governing policies. Accordingly, this "Preamble" to the Policies summarizes the RSCVA mission and nature of its operations so that the Policies may be viewed in proper context.

Unlike a local municipality that provides water and sewer services to its citizens that have no alternative provider and virtually no promotion, advertising or public relations costs, RSCVA is a destination marketing organization that also operates four separate and distinct venues: (i) the Reno-Sparks Convention Center; (ii) the Reno-Sparks Livestock Events Center; (iii) the National Bowling Stadium; and (iv) the Reno Events Center (collectively, the "RSCVA Facilities"). The RSCVA competes for visitors with the largest and finest visitor destinations and convention facilities in the United States and around the world. As a marketing organization, it seeks and nurtures relationships that directly affect Washoe County's revenues next month, next year, and for decades to come.

As the destination marketing organization for Washoe County, Nevada, RSCVA's mission is to "attract overnight visitors to Reno Tahoe while supporting the sustainable growth of our communities." The RSCVA is established by statute (NRS 244A) and is unlike a typical convention and visitor's bureau in that it is not a membership-based organization. Although the RSCVA is a political subdivision of the State of Nevada, the RSCVA Board is unique in that its nine (9) board members include six (6) representatives from the private sector sharing the RSCVA's unique objectives. The RSCVA's Board oversees RSCVA's policies, internal and external audits, budgets, executive compensation, and, through a Chief Executive Officer referred to herein as the CEO, all other activities of the RSCVA. The activities that the CEO oversees directly within budgetary constraints and powers and duties delegated by the Board include, among others, marketing, operation of the RSCVA Facilities, human resources, finance, marketing, and public affairs.

[Adopted _____, 2024]

BOARD POLICIES

RENO-SPARKS CONVENTION AND VISITORS AUTHORITY

ARTICLE I - INTERNAL ADMINISTRATION OF BOARD OF DIRECTORS

Policy 1.01 - Number of Members.

The Board shall consist of the number of members as provided in Nevada Revised Statutes (NRS) 244A.601.

[Adopted _____, 2024]

Policy 1.02 - Term of Office.

The Board members' terms of office shall be as follows:

1. Elected Members: coterminous with each elected member's term of office;
2. Members appointed per NRS 244A.601 other than elected members: two (2) years.

[Adopted _____, 2024]

Policy 1.03 - Officers of the Board; Reorganization of the Board; Election of Officers; Officer Vacancies.

The officers of the Board shall be the Chair, Vice-Chair, Secretary and Treasurer. The officers of the Board shall constitute the Board's Executive Committee. The officers of the Board shall all be members of the Board. Per NRS 244A.601(2) the Chair of the Board shall be one of the elected public sector Board members. The Board's remaining officers shall be comprised of ____ elected public sector Board member(s) and ____ appointed business sector Board member(s).

Per NRS 244A.605(3), in January of each even numbered year, the Board shall undergo a reorganization by electing its officers. Officers elected during Board reorganizations shall hold office for two years or until their successors are elected and qualified.

Any vacancy among the Board Officers shall be filled by the Board at its first regularly scheduled meeting following the vacancy or during a special meeting at the call of the Chair or, in the event of a vacancy in the office of Chair, at the request of the CEO or 3 Board Members. The officers elected to fill any vacancies shall serve out the unexpired terms of their predecessors.

Board officers may only serve for two (2) consecutive terms in any specific office. Officers elected to their positions due to vacancies may, upon the vote of the Board, serve one (1) additional term in their respective office.

[NRS 244A.601, 244A.605, Adopted _____, 2024]

Policy 1.04 – Responsibilities of Board Members; Board Committees.

1. Board Policy Knowledge. Each Board Member shall obtain and maintain a sound working knowledge of the Board Policies, his or her statutory responsibilities to the Board and the RSCVA, and all ethical requirements as public officers, by attending orientation with the General Counsel and the RSCVA’s Executive Team, and requesting additional training through the CEO, as necessary, and/or consulting with the General Counsel.
2. RSCVA Mission Oversight Powers and Duties. The Board serves as the policy-making body for the LVCVA. The powers and duties of the Board are enumerated in statute and include the following:
 - a. Approval of the establishment, construction, purchase and / or other acquisition, reconstruction, improvement, extension and betterment of the RSCVA’s exposition buildings and convention halls and related financing thereof;
 - b. The sale, lease, exchange, transfer, assignment, or other disposal of the RSCVA’s real and personal property, and any interest therein acquired;
 - c. The assignment, transfer, or licensure of trademarks, service marks and other intellectual property of the RSCVA and
 - d. The solicitation and promotion of tourism and gaming generally, including:
 1. Tue leasing of the RSCVA’s facilities for conventions, expositions, trade shows, entertainment, sporting events, cultural activities, or similar uses reasonably calculated to produce revenue for the RSCVA and to enhance the local economy.
 2. Advertising and promoting the entire Reno, Sparks and Lake Tahoe area including facilities under control of the RSCVA and the resources of the entire community or area, including tourist accommodations, transportation, sporting events, cultural activities, entertainment, and gaming. In its discretion, the Board may enter into contracts for

advertising, including payment of a reasonable commission, with a private enterprise.

3. Provide annual grants in cash or in kind to the chambers of commerce of the incorporated cities within the county which represent the residents of those cities, or other nonprofit groups or associations, as deemed necessary to solicit and promote tourism.
3. Delegation of Powers and Duties. The Board delegates to the CEO the authority to execute and amend individual agreements and financial transactions, or issue change orders, valued under \$100,000 including the value of subsequent amendments, if any, except that the Board must approve all acquisitions and dispositions of real property and the disposition of intellectual rights. When exercising such delegated authority (“CEO’s Signature Authority”), the CEO’s reasonable intentions must be to further the RSCVA’s mission within applicable budget constraints.
4. Review of Delegated Powers and Duties. For contractual commitments that have a dollar value that is less than the CEO’s Signature Authority, the Board shall inspect quarterly lists of such contractual commitments over \$50,000 for possible questions and comments.
5. Committees of the Board. Board Committees may be created including establishing the number of members and membership by Board action with the Committee Chair and members to be selected by the Board Chair, after first soliciting the other Board Members’ interest in serving in the various capacities and considering their relevant expertise, and subject to ratification by the Board. Each established committee shall have a separate charter approved by the Board that summarizes the committee’s duties and responsibilities. All Board members must participate in at least one Committee.
6. Performance and Compensation Reviews. Annually, the Board shall review the performance and compensation of the CEO, and the compensation ranges for other executive level employees. The Board shall consider the recommendations of the Finance Committee in determining the appropriate compensation and benefits including, bonuses and goals.
7. Hiring and Termination of the CEO. The Board shall have sole authority for all decisions relating to the hiring and termination of the CEO.
8. Retention and Termination of the General Counsel. The Board shall have sole authority for all decisions relating to the retention and termination of the RSCVA’s General Counsel. In making such decisions, the input and recommendation of the CEO will be considered. The Board may solicit and receive such other information as it deems appropriate for this purpose.

9. Approval of the Expense Reports of the CEO. The Board Treasurer or appropriately skilled Board Member designee (selection by the Chair) other than the Board Chair, shall review and approve the expense reports of the CEO.
10. Approval of Special Awards. The Board shall receive and approve recommendations from its Finance Committee related to management’s policy related to special awards, including but not limited to service awards and retirement gifts. Prior Board approval is also required for any exceptions to the policy.

[NRS Chapter 244A, Adopted _____, 2024]

Policy 1.05 - Board Travel

The purpose of Board Member travel is: (i) to help Board Members understand the methods and processes used in RSCVA promotions to better discharge the policy- making responsibilities imposed on them by statute; and (ii) to conduct the business purposes of the RSCVA by representing the RSCVA and the Washoe County destination. Direct observation is an effective method for accruing such knowledge. Board Members are encouraged to attend at least one RSVCA event held in Washoe County annually.

Board Members are further encouraged to attend one event outside of County during their first term in office. The Board Chair, in consultation with the CEO, may request additional attendance by Board Members at events outside of Washoe County when there is meaningful business purposes or relationship value from the Board Member’s attendance. A Board Member who travels shall also report on the member’s participation at the event attended outside of Washoe County at the next regularly scheduled Board meeting.

Board Members shall adhere to the same travel and expense report policies as RSCVA’s management, staff, and non-staff event participants. Such policies define and give examples and parameters of expenses that are reimbursable or not, incorporate the concept that business expenses must be reasonable, ordinary and necessary to RSCVA’s mission, specify how to handle exceptions, and the nature and extent of required supporting documentation. Such policies also include the concept that travel is only authorized for a reasonable, typically minimum number, of persons necessary to carry out the business purpose and the route and mode of transportation must be consistent with scheduling needs. Such determinations typically consider the most direct, cost and time efficient route including, but not limited to, airfare and ground transportation availability and costs, alternate airport options, departure and travel times and their impact on work time, expediency, daily expenses, and similar measures of reasonable travel conditions.

[Adopted _____, 2024]

Policy 1.06 - Responsibilities of the Chair of the Board.

The Chair shall:

1. Preside at all meetings of the Board and enforce the parliamentary rules.
2. Have the right to offer resolutions, and to discuss questions.
3. Have the power to make motions and vote on all matters.
4. Call special meetings of the Board whenever there is sufficient business to come before the Board, or upon written request of three (3) members of the Board.
5. Advise the CEO on agenda preparation for the meetings.
6. Sign all papers and documents as required by law or as authorized by action of the Board.
7. Have the power to administer oaths or affirmations to witnesses at personnel hearings.
8. The Chair may remove items from an Agenda or reorder the items on an Agenda at any time.
9. Exercise such other powers as may be delegated to him/her by the Board. [Adopted _____, 2024]

Policy 1.07 - Responsibilities of the Vice Chair of the Board.

The Vice Chair shall, in the absence of the Chair, serve in the capacity and assume the duties of the Chair, taking action as appropriate to fulfill these responsibilities.

[Adopted _____, 2024]

Policy 1.08 - Responsibilities of the Secretary and Treasurer of the Board.

1. The Secretary. The Secretary, through RSCVA Board staff, shall cause to be kept a full and accurate record of the proceedings of the Board. The Secretary, through the RSCVA Board staff, shall be responsible to the Board for all matters pertaining to the care of the Board's records and documents.

The Secretary, through RSCVA Board staff, shall ensure that members of the Board are notified of meetings and that special meetings are called in conformance to law.

The Secretary shall call the Board meetings to order in the absence of the Chair and the Vice-Chair, and serve in the capacity of the Chair and assume the duties of the Chair.

The Secretary shall perform any additional duties that the Board delegates or are required under NRS 244A.

2. The Treasurer. The Treasurer, through the RSCVA’s CEO and Chief Financial Officer, shall ensure that RSCVA staff maintains permanent records of all monies received by and disbursed for and on behalf of the Board.

The Treasurer shall perform such other duties that the Board delegates or are required under NRS 244A.

[Adopted _____, 2024]

Policy 1.09 - Statutes and Policies Governing Board Action.

1. The Board shall be governed by all applicable provisions of the law relating to “local government” and NRS 244A.597 et seq. and by the Board policies adopted herein.

2. Policies:

The Board shall provide authorization and guidelines for the CEO. The implementation of such policies is the responsibility of the CEO. The formulation and adoption of written policies, particularly in regard to the proper authorization of transactions, and performance evaluation of the CEO constitute two methods, among others, by which the Board shall provide direction for the operation of the RSCVA.

The CEO shall make recommendations on Board Policy adoption and revision of existing Policies. The Board Policies shall be collected and compiled in a separate record and maintained by the office of the CEO, a list of which shall be attached hereto and maintained as Schedule 1.

3. Indemnification: RSCVA shall indemnify the Board and staff against any and all costs incurred in legal actions that may be filed against such individuals based upon their performance of duties on behalf of RSCVA. The RSCVA shall maintain a sufficient amount of errors and omissions, or similar coverage, insurance to protect and indemnify Board members.

[Adopted _____, 2024]

Policy 1.10 - Types of Meetings.

The Board shall hold the following types of meetings:

1. Regular Meetings, which are held on the fourth Thursday of each month at 9:00 am, with the exception of the regular November and December meetings which shall be combined into one meeting to be held in the first part of December, the exact time and date to be set by the Board Chair after consultation with the Board. Meetings are subject to cancellation or rescheduling.
2. Recessed Meetings, which may be held at the discretion of the Board.

3. Special Meetings, which may be called by the Chair whenever there is sufficient business to come before the Board (or in the event of a vacancy in the office of the Chair, at the request of the CEO), or upon written request to the Chair by three (3) members of the Board. Special Meetings are not official unless each member has been notified in writing of the time, place and purpose of the meeting by personal delivery of the notice at least three(3) working days before the meeting, or by notice deposited in the United States mail at least three (3) working days before the meeting, and posting notice as required by Nevada Open Meeting Law. Only those items of business contained in the notice of Special Meeting may be discussed and/or acted upon at such meeting.
4. Emergency Meetings, without notice, pursuant to Nevada Open Meeting Law.
5. Committee meetings, on call of Committee Chair on three (3) working days notice to Committee members, and posting notice as required by Nevada Open Meeting Law.
6. Budget meetings as required by the Nevada Revised Statutes.

[Adopted _____, 2024]

Policy 1.11 - Meetings of the Board.

All meetings of the Board and Committees are open to the public, with the limited exception of certain meetings, pursuant to the Nevada Revised Statutes, that the Board may close to the public. It is the policy of the Board that members of the public shall have the right to be heard at Board meetings.

[Adopted _____, 2024]

Policy 1.12 - Agenda.

Agendas for Board meetings shall be prepared by the CEO in consultation with the Board Chair. Agendas for Board Committee meetings shall be prepared by the CEO in consultation with the Chair of each respective Committee.

Each meeting agenda packet shall include supporting materials to provide members time to give prior consideration to items calling for action.

Any Board member who wishes to place an item on a Board or Committee agenda shall contact the office of the CEO or Chair.

[Adopted _____, 2024]

Policy 1.13 - Quorum.

In all meetings of the Board or Board Committees, a simple majority of the members of the Board or Committee shall constitute a quorum for the transaction of business. Except as otherwise expressly provide pursuant to NRS 244A.601(d) regarding appointment of Board members, every motion and resolution of the Board or Committee shall be adopted by at least a majority of all the members of the Board or Committee present and constituting a quorum at each meeting.

[Adopted _____, 2024, NRS 244A.601]

Policy 1.14 - Parliamentary Procedure.

Board and Committee meetings shall be conducted in compliance with Robert’s Rules of Order, latest edition, with the exception that the Board Chair, or in his/her place and stead, the presiding officer, may make a motion.

[Adopted _____, 2024]

Policy 1.15 - Board and Committee Meeting Minutes; Recordings.

The minutes of all official meetings of the Board and Committees are to be recorded and filed in the Board Office.

Meeting minutes shall include: the date, time, and place of the meeting; those Board members who were present and those who were absent; the substance of all matters proposed, discussed, or decided and, at the request of any member, a record of each member’s note on any matter decided by vote; the substance of remarks made by any members of the general public or the prepared written remarks of any members of the general public if inclusion in the minutes is requested; and any other information which a Board member requests included or reflected in the minutes.

The Board shall, for each of its meetings, whether public or closed, record the meeting on audiotape or another means of sound production. The Board may substitute its recording requirement by utilizing the services of a court reporter to transcribe its meetings. The Board shall retain a copy of the recording or transcription for at least one year following adjournment of the meeting.

[Adopted _____, 2024]

Policy 1.16 - Procedures for Contracts and Agreements Presented to Board

All contracts and agreements entered into in the name of RSCVA are required to have the approval (as to legality and form) of RSCVA’s General Counsel before being presented to the

Board for action. The RSCVA's consultants, advisors, and/or contractors, when acting as agents of the RSCVA, shall obtain approval from the CEO prior to entering into any contracts or agreements. Copies of all Board-approved contracts shall be lodged with the Secretary of the Board for safekeeping through the Board office.

[Adopted _____, 2024]

Policy 1.17- Public Expenditures. No expenditures shall be approved by the Board for which provision has not been made in the Budget This shall not preclude such change or amendment to the Budget as shall be lawful.

[Adopted _____, 2024]

BOARD POLICIES

RENO-SPARKS CONVENTION AND VISITORS AUTHORITY

ARTICLE II – POWERS AND FUNCTIONS OF THE CEO

Policy 2.01 - Responsibilities of the CEO.

The CEO will formulate and implement policy in order to conduct the RSCVA's day-to-day business within the budgetary and policy constraints set by the Board. The CEO shall also implement and administer all policies, plans and procedures approved by the Board. When necessary and appropriate, the CEO will bring policy recommendations and changes to the Board for approval.

Subject to any requirements set forth elsewhere in these Policies or under applicable law, the CEO shall:

1. Develop the strategies and objectives for the RSCVA, including but not limited to, a comprehensive Strategic Plan, and submit same to the Board for approval/adoption. Manage and supervise the business and affairs of the RSCVA subject to the budget and policies approved by the Board.
2. Oversee management and operations of all Departments of the RSCVA. Provide direct management of the senior executive staff to ensure the execution of board policy and strategic direction to brand Reno-Tahoe as a world-class tourism destination.
3. Review, coordinate and submit to the Board all annual marketing and business plans and operating budgets as required. Effectively manage the Board to assure effective and cooperative organizational oversight.
4. Take a leadership role in the promotion of the arts and cultural aspects of the Reno-Sparks community.
5. Analyze overall operating results of the RSCVA departments relative to plans, recognize achievement and ensure that appropriate steps are undertaken to correct unsatisfactory conditions.
6. Establish the limits of subordinates regarding contractual commitments, expenditures, and internal operation and personnel policies not specified by the Board. Coordinate the efforts of all departments to ensure the most cost-effective delivery of service to the Reno-Tahoe convention and travel industry.
7. Provide direction and strategic leadership in the development and communication of RSCVA's operating policies and goals. Delegate authority to ensure that RSCVA goals and effective utilization of staff are met. Establishes strategic goals. Organize and assign resources and staff to accomplish annual and long-range goals.
8. Set standards for performance in all areas of the organization; periodically review reports on programs; model accepted leadership behaviors and work as a member of the leadership team. Direct and participate in the planning process for future development and growth of

the RSCVA, periodically present such plans for review and approval by the Board of Directors. Develop operating budgets and present financial revenue and expense reports to the Board of Directors.

9. Represent the RSCVA as appropriate, in its relationships with local RSCVA clients, government agencies, professional and other similar groups, such as Convention Visitor Bureaus and Tourism and Travel industries, etc. Provide oversight of staffing strategies, plans and programs required to attract, motivate, develop, reward and retain the best work force to meet the need of the organization.
10. Be a spokesperson for issues related to tourism, convention, gaming and general hospitality communities with city and state government. Update and communicate with legislators on current issues to promote awareness of critical programs that require attention.
11. Identify appropriate changes in organization, business operations, technology and management practices. Become the recognized RSCVA spokesperson at the senior level on issues on importance to RSCVA. Build a positive image of the RSCVA in relevant media. Demonstrate an ability to manage change.
12. Prepare or direct the preparation of official publications of the RSCVA, such as, all digital asserts, pamphlets, special reports, bulletins, newsletters, magazines, newspaper columns or other media used to disseminate information. Prepare, or direct the preparation of news articles reflecting news of the RSCVA or the reporting of projects or activities.
13. Provide oversight for the development, and the implementation, of strategic marketing and branding programs to promote Reno-Tahoe as a leisure and convention destination. Provide tactical direction for the Reno-Tahoe marketing and branding programs. Manage the future of the destination by planning, innovating, strategizing, evaluating alternatives and preparing for change.
14. Provide long-range planning for destination resources, infrastructure, and strategic direction. Identify major global trends that will influence and affect the local tourism industry, developing and implementing programs to address and take advantage of such trends to the competitive advantage of the destination. Provide leadership in the marketing of the destination. Serve as a catalyst and facilitator for tourism infrastructure and destination development.
15. Work as an integral member of the community leaderships and local gaming/tourism industry to ensure the sustainability of the local tourism industry. Act as tourism industry advocate by raising the awareness and profile of tourism locally in support of the industry. Liaise with all levels of government and other public entities at the local, state and national levels to represent the views of the industry on decisions affecting the tourism sector.

Perform other duties, as needed, which may be assigned by the RSCVA Board.

[Adopted _____, 2024]

Policy 2.02 - Compensation and Evaluation of CEO.

The Board shall be responsible for performing the annual evaluation of the CEO, and shall be responsible for determining the compensation and benefits of the CEO, including, without limitation, the CEO bonus and goals.

[Adopted _____, 2024]

BOARD POLICIES

RENO-SPARKS CONVENTION AND VISITORS AUTHORITY

ARTICLE III- POWERS AND FUNCTIONS OF THE GENERAL

Policy 3.01 - Responsibilities of General Counsel.

RSCVA shall employ outside legal counsel on a retainer basis. Subject to any requirements set forth elsewhere in these Policies, under applicable law, or General Counsel's agreement of engagement, RSCVA's General Counsel shall:

1. Act as the attorney the organization, and advise the Board, the CEO and other members of RSCVA staff regarding legal questions arising in the conduct of RSCVA's operations.
2. Make recommendations for Board policies, resolutions and other documents or procedures that are required for the Board and the RSCVA to comply with statutory and legal obligations.
3. Attend all regular, recessed and special meetings of the Board and Board Committees, whenever possible.
4. Assist the Board Chair, Committee Chairs, and the CEO in the preparation of agendas for meetings of the Board and Board Committees and the giving of notice required by the Nevada Open Meeting Law.
5. Review and approve as to form and legality all agreements, contracts, leases, bonds, insurance policies, instruments and other documents as requested by RSVCA executive staff.
6. Manage all litigation and other legal proceedings involving the RSCVA and provide quarterly update reports to the Board Chair.
7. Instruct Board Members regarding the Board Policies, statutory responsibilities, and open meeting law obligations, through an orientation with the RSCVA's executive team.
8. Receive and address notifications of suspected violations of RSCVA's conflict of interest policy.
9. Assist RSCVA staff with compliance with the Nevada Public Records Act, the RSCVA's records retention policies, and the records retention and archiving requirements of the State of Nevada's Library, Archives, and Public Records Division.

10. Perform such other duties as the Board may from time to time assign to RSCVA's General Counsel.

[Adopted _____, 2024]

Policy 3.02 - Reporting Relationship of General Counsel.

The following provisions shall govern the reporting relationship of the RSCVA's General Counsel:

1. On a day-to-day basis, RSCVA's General Counsel shall report to the CEO and shall take direction from the CEO on strategic and business matters within the CEO's authority, consistent with requirements of law, these Policies and the current and future ethical standards of conduct adopted by the Supreme Court of Nevada applicable to lawyers licensed to practice law in Nevada
2. In order to perform their obligations to RSCVA, Board members shall have complete and open access to RSCVA's General Counsel for legal advice regarding policies, statutory duties, and ethical obligations.
3. On a quarterly basis, unless the RSCVA General Counsel shall determine more frequent reporting is appropriate or if required by these Board Policies to take place sooner, RSCVA's General Counsel shall report to the Board Chair regarding any material legal matters relating to RSCVA. These matters shall include, but are not limited to: (a) the status of any material legal proceedings to which RSCVA is a party or in which RSCVA is otherwise involved; (b) any significant issues or concerns relative to compliance with applicable legal requirements, including potential or ongoing material violations of law by, and breaches of fiduciary duty to RSCVA or violations of these Policies by, RSCVA or any of its Board Members, officers and/or employees; and (c) any matters of a legal nature which could result in a material risk of loss or liability to RSCVA
4. If the RSCVA's General Counsel becomes aware of (a) any material violation of law, breach of fiduciary duty or violation of these Policies or (b) any other legal matter that may present an imminent substantial risk to RSCVA's interests, then RSCVA's General Counsel shall report such violation, breach or other matter to the Board Chair, or another member of the Board's Executive Team when General Counsel deems appropriate, as soon as is reasonably practicable.
5. To assure independence and candor, reporting by RSCVA's General Counsel under Items 1, 2, 3, and 4 above shall be protected from any retaliation or interference in duties.

[Adopted _____, 2024]

BOARD POLICIES

RENO-SPARKS CONVENTION AND VISITORS AUTHORITY

ARTICLE IV – INTELLECTUAL PROPERTY MANAGEMENT

Policy 4.01 - Ownership.

RSCVA always shall be identified as the owner of trademarks or service marks that the RSCVA chooses to register, and RSCVA shall retain ownership of such marks.

[Adopted _____, 2024]

Policy 4.02 - Registration.

RSCVA's General Counsel, with input from the CEO shall make the determination regarding whether particular trademarks and service marks should be registered with any state or the federal Patent and Trademark Office.

[Adopted _____, 2024]

Policy 4.03 - Transfer.

Prior Board approval shall be required with respect to any permanent assignment, transfer, or license of trademarks, service marks and other intellectual property owned by RSCVA. Prior Board approval shall not be required if the license of such trademarks, service marks or other intellectual property is limited to integrated promotions and the CEO and General Counsel approve such license.

[Adopted _____, 2024]

Policy 4.04 - Cease and Desist Letters.

RSCVA's General Counsel, after consultation with appropriate professional advisers, shall determine when cease and desist letters should be sent. Only RSCVA (including its General Counsel) or outside legal counsel to RSCVA shall be authorized to send cease and desist letters relating to RSCVA owned trademarks, service marks and other intellectual property.

[Adopted _____, 2024]

Policy 4.05 - Litigation.

Board notifications shall be required prior to instituting litigation to enforce RSCVA's intellectual property rights, Board notification is not required to file and prosecute an administrative action. In the rare case where such prior approval is impractical, and delay would prejudice RSCVA's interests, the CEO, with the concurrence of RSCVA's General Counsel, shall be authorized to initiate litigation, subject to ratification by the Board at the first Board meeting thereafter.

[Adopted _____, 2024]

BOARD POLICIES

RENO-SPARKS CONVENTION AND VISITORS AUTHORITY

ARTICLE V-PROCUREMENT AND DISPOSITION OF PROPERTY

Policy 5.01- Procurement.

1. Real Property. Prior Board approval is required for any purchase or other acquisition of real property.
2. Goods, Services, and Public Works. Prior Board approval is required for any procurement of goods, services, (other than service provisions from regulated utility providers), or public works, for any contract or agreement, including amendments, over the CEO's Signature Authority.
3. Emergency Contracts. The CEO is authorized to approve the procurement of emergency contracts, in accordance with NRS 332.112. The CEO or RSCVA's General Counsel shall be required to notify the Board at the first Board meeting following the procurement of any such emergency contract.
4. Contingencies. The President/CEO is authorized to approve uses of Board-approved contingency amounts by change order, or otherwise.
5. Amendments. The President/CEO is authorized to make amendments to Board-approved contracts and agreements up to the CEO's Signature Authority. Any amendment that causes a contract or agreement to exceed the CEO's Signature Authority requires prior Board approval.
6. Authorization Basis. All contracts or agreements, combined with all related amendments, shall be aggregated by vendor to determine authorization levels.
7. Reporting of CEO-Approved Contracts, Change Orders, and Amendments. The CEO shall report to the Board quarterly all contracts, change orders, and amendments approved over \$50,000 under the CEO's Signature Authority.
8. Statutory Compliance. All RSCVA procurement shall at all times comply with all applicable laws and regulations including, but not limited to, NRS Chapter 332.

[Adopted _____, 2024, NRS Chapter 332]

Policy 5.02 – Disposition of Property.

1. Real Property. Prior Board approval shall be required for any disposition of real property. Notwithstanding the foregoing no prior Board approval shall be deemed necessary for the lease or license of RSCVA property in the RSCVA’s normal course of business.
2. Personal Property. Prior Board approval shall be required for any disposition of personal property having an actual or estimated fair market value that is over the CEO’s Signature Authority.

[Adopted _____, 2024]

BOARD POLICIES

RENO-SPARKS CONVENTION AND VISITORS AUTHORITY

ARTICLE VI- CODE OF CONDUCT AND CONFLICTS OF INTEREST POLICY

Policy 6.01 - Code of Conduct & Conflicts of Interests Policy.

1. Purpose.

The public that RSCVA serves is entitled to fair, ethical and accountable government. To this end, the Board has adopted this Code of Conduct & Conflicts of Interests Policy in effort to ensure that the RSCVA's Board Members, officers and employees comply with both the letter and spirit of the Nevada Code of Ethical Standards. On or before the date on which a Board Member swears or affirms his or her Oath of Office, the Board Member shall execute and file an acknowledgment, with the Commission on Ethics, of his or her statutory ethical standards, in form as required pursuant to NRS Chapter 281A.

[Adopted _____, 2024]

2. Act in the Public Interest.

Recognizing that stewardship of the public interest must be their primary concern, RSCVA's Board Members, officers and employees shall work for the common good of the public that RSCVA serves and not for any private or personal interest, and they shall endeavor to ensure fair and equitable treatment of all persons, claims and transactions coming before the Board.

[Adopted _____, 2024]

3. Compliance with Laws, Rules and Regulations.

In the performance of their duties, Board Members, officers and employees shall comply with the Laws of the United States and the State of Nevada and all applicable rules, regulations, ordinances, codes and policies. If a Board Member, officer or employee has any question about the applicability or meaning of any such law, rule, regulation, ordinance, code or policy, he or she should consult with RSCVA's General Counsel or outside legal counsel retained by RSCVA, as appropriate.

[Adopted _____, 2024]

4. Non-Disclosure of Confidential Information.

Except as required by Law, no Board Member, officer or employee shall disclose any confidential information relating directly or indirectly to RSCVA or use any such

confidential information for any purpose other than in connection with RSCVA business. This prohibition on disclosure of confidential information shall survive the termination of any Board Member's, officer's or employee's service. For purposes of this Policy 8.01, "confidential information" means information that is not subject to disclosure under the Nevada Public Records Law.

[Adopted _____, 2024]

5. Conflicts of Interest.

The RSCVA's Board Members, officers and employees shall be governed by the Nevada Code of Ethical Standards found in NRS Chapter 281A in regard to conflicts of interests.

Board Members, officers, and employees shall not

- (a) Seek or receive any gift, service, favor, employment, engagement, economic opportunity, for themselves, or for any individual to whom they have a commitment in a private capacity, which may improperly influence a reasonable person in their position to depart from the faithful and impartial discharge of their duties.
- (b) Use their position to secure or grant unwarranted privileges, preferences, exemptions, or advantages for themselves, any individual to whom they have a commitment in a private capacity, or any business entity in which they have a significant pecuniary interest
- (c) Participate in the negotiation or execution of contracts between the RSCVA and (i) any business entity in which they have a significant pecuniary interest; or (ii) any individual to whom they have a commitment in a private capacity.
- (d) Accept any salary, expense allowance, or other unlawful compensation, commission or personal profit from a private source, for themselves or any individual to whom they have a commitment in a private capacity.
- (e) Use governmental time, property, equipment, or other facility to benefit a significant personal or pecuniary interest of themselves or any individual to whom they have a commitment in a private capacity unless the limited use of the governmental time, property, equipment, or other facility is de minimis in nature and does not interfere with the performance of their duties.

[Adopted _____, 2024]

6. Disclosures and Recusals.

At the time the Board considers a matter, Board members shall disclose information regarding the following: the acceptance of gifts or loans from any parties to the matter; significant pecuniary interests in the matter; commitments in a private capacity to the interests of others

involved in the matter; or representation or counseling provided to a private person for compensation before another agency in the matter “Conflicts”).

Board members shall recuse from voting, and shall not advocate the passage or failure of any matter in which the independence of judgment of a reasonable person in their situation would be materially affected by any Conflicts.

Board members with questions about their ethical responsibilities, including disclosure or recusal requirements, shall consult with the General Counsel and, if necessary, request an advisory opinion from the Nevada Commission on Ethics.

[Adopted _____, 2024]

7. Nepotism.

RSCVA Board Members, officers, and employees shall not hire any person within the third degree of consanguinity or affinity of an RSCVA employee who works in the following divisions/departments: Executive Division, the Finance, Information Technology or Purchasing Departments.

Consanguinity is a blood relationship within a family. Affinity is a relationship by marriage, adoption, or domestic partnership. Relationships within the third degree of consanguinity or affinity include, but are not limited to, the following:

- (a) a person’s spouse, child, parent, sibling, half-sibling or step-relative in the same relationship;
- (b) the spouse of such person’s child, parent, sibling, half-sibling or step- relative; and
- (c) such person’s in-laws, aunt, uncle, niece, nephew, grandparent, grandchild or first cousin.

Board Members, officers, and employees with questions about potential nepotism violations shall consult with the General Counsel prior to making any hiring decisions.

[Adopted _____, 2024]

8. Financial Disclosure Statements.

Board Members who are required, pursuant to Nevada Law to do so, shall file statements of financial disclosure with the Nevada Secretary of State.

[Adopted _____, 2024]

9. Accuracy of RSCVA Records.

With respect to any records that he or she creates in connection with the performance of his or her duties on behalf of RSCVA, each Board Member, officer and employee shall endeavor to ensure that such records, including travel and expense reports, are created in a truthful and accurate manner, reflecting the true nature of any transactions that they record. The making of false or misleading entries in any record is strictly prohibited. No Board Member, officer or employee shall make any payment or establish any account on RSCVA's behalf with the understanding that any part of such payment or account is to be used for a purpose other than as described by the supporting records. No Board Member, officer or employee shall use any fictitious entities, sales, purchases, services, loans or other financial arrangements for any purpose relating to RSCVA.

[Adopted _____, 2024]

10. Retention of RSCVA Records.

The RSCVA shall retain records in compliance with all applicable laws, rules and regulations. All records that may be responsive to a subpoena or relevant to pending or imminent litigation or governmental investigation or audit shall be retained until RSCVA's General Counsel or outside legal counsel retained by RSCVA, as appropriate, instructs otherwise.

[Adopted _____, 2024]

11. Interference with or Retaliation for Disclosure of Improper Governmental Action.

No Board Member, officer or employee shall directly or indirectly use or attempt to use his or her official authority or influence to intimidate, threaten, coerce, command, influence or attempt to intimidate, threaten, coerce, command or influence another Board Member, officer or employee in an effort to interfere with or prevent the disclosure of information concerning improper governmental action. For these purposes, use of "official authority or influence" includes taking, directing others to take, recommending, processing or approving any personnel action such as an appointment, promotion, transfer, assignment, reassignment, reinstatement, restoration, reemployment, evaluation or other disciplinary action.

[Adopted _____, 2024]

12. Disciplinary Action for Violations.

Any person who violates the Nevada Code of Ethical Standards shall be subject to disciplinary action, including, without limitation, reprimand or dismissal, in addition to any applicable criminal, civil and administrative penalties.

[Adopted _____, 2024]

Policy 6.02 - Notification of Violations.

Any Board Member, officer or employee who becomes aware of any violation or suspected violation of the Nevada Code of Ethical Standards shall report such alleged violation either in writing to RSCVA's General Counsel or, alternatively, through an anonymous report to the RSCVA work place hotline. As appropriate, RSCVA's General Counsel shall report such alleged violation to the Board Chair, or the full Board, in addition to any other notification required by law. Any violation or suspected violation of Nevada Code of Ethical Standards involving RSCVA's General Counsel shall be reported directly to the Board Chair.

[Adopted _____, 2024]

Schedule 1

Additional RSCVA Policies Maintained by the Office of the CEO

1. RSCVA Travel Policy and Procedures (as amended)
2. RSCVA Investment Policy
3. Legislative Policy Platform
4. CEO Evaluation and Compensation Policy
5. Unsolicited Funding Request Policy

[List any and all additional policies that the Board should be aware of. The intention is that the additional policies listed here that are within the purview of the Board would be provided to new Board members as part of orientation.]