



EDUCATION ALLIANCE OF WASHOE COUNTY BOARD OF DIRECTORS MEETING AGENDA

Monday, May 21, 2018, 4:00 pm
Lincoln Park Elementary School, Library
201 Lincoln Way, Sparks, NV



AGENDA

1. OPENING ITEMS

- 1.01 Call to Order – 4:00 p.m., Library, Lincoln Park Elementary School, 201 Lincoln Way, Sparks, NV
- 1.02 Roll Call
- 1.03 Public Comment - Comments from the public are invited at this time on topics not specifically addressed elsewhere in the agenda. A "Citizen's Request to Speak" card should be filled out and submitted to the Recording Secretary before speaking during the Public Comment section. All persons are limited to 3 minutes per item. In accordance with Open Meeting Law and on the advice of legal counsel, the public body is discouraged from discussing and precluded from deliberating and/or acting on items raised by Public Comment which are not already on the agenda. The public body may impose reasonable content-neutral restrictions on public comment such as willfully disruptive comments that are irrelevant, repetitious, slanderous, offensive, inflammatory, irrational, or amounting to personal attacks or interfering with the rights of other speakers. Correspondence or written materials submitted for public comment by the general public shall be attached to the minutes of the meeting.
- 1.04 Action to Adopt the Agenda (For Possible Action) – Items on this agenda may be taken out of order; the public body may combine two or more agenda items for consideration; and the public body may remove an item from the agenda or delay discussion relating to an item on the agenda at any time.

2. REPORTS - Note regarding public comment: any individual may address the public body concerning any item listed below. A completed "Citizen's Right to Speak" card must be submitted to the public body at the meeting. During the discussion of each item on the agenda, the President will invite the individual to come forward to speak. Individuals are limited to three minutes per item.

- 2.01 President's Report (For Information only) – No discussion among the members will take place on this item
- 2.02 Executive Director's Report (For Information only) – No discussion among the members will take place on this item
- 2.03 Member Reports – Team/Task Force activities of Education Alliance not listed on this agenda (For Information only) – No discussion among the members will take place on this item
- 2.04 Member Report on Teacher Appreciation Week by Natha Anderson (For Information only) – No discussion among the members will take place on this item
- 2.05 Member Report on Kids In Motion Grant and prize presentation at Gomes Elementary by Jill Tolles (For Information only) – No discussion among the members will take place on this item

2.06 Member Report on WCSD Data Summit by Eric Scheetz (For Information only) – No discussion among the members will take place on this item

2.07 Member Report on P-16 Advocacy Council by Joe Cline and Chris Morgan (For Information only) – No discussion among the members will take place on this item

3. CONSENT AGENDA ITEMS - All matters listed under the consent agenda are considered routine and may be acted upon by the Public Body with one action and without an extensive hearing. Any member of the Board of Directors or any citizen may request that an item be taken from the consent agenda, discussed, to include public comment, and acted upon separately during this meeting. The President retains discretion in deciding whether or not an item will be removed from the consent agenda.

3.01 Approval of Consent Agenda Items 3.02 and 3.03 (For Possible Action)

3.02 Approval of the Minutes from the Meeting of the Education Alliance Board of Directors from April 23, 2018 (For Possible Action)

3.03 Approval of amendments to the Corporation Bylaws including a proposed change to the number and qualifications of the Board of Directors (For Possible Action)

4. ITEMS FOR DISCUSSION, PRESENTATION AND/OR ACTION (Public comment: any individual may address the public body concerning any item listed below. A completed "Citizen's Right to Speak" card must be submitted to the public body at the meeting. During the discussion of each item on the agenda, the Chair will invite the individual to come forward to speak. Individuals are limited to three minutes per item.)

4.01 Presentation of Lincoln Park Elementary School programs by Mary Culpepper, Dean of Students (For Presentation and Discussion)

4.02 Update and Discussion on the Run for Education, Sunday, October 21, 2018. Discussion may include the sponsors, registrations, and other information (For information and discussion)

4.03 Presentation of the Redfield Community Outreach Program by Diane Longoria-Howard, Lynn Arnone, and Juan Calderon-Saldana (For Information and Discussion Only)

5. CLOSING ITEMS

5.01 Closing Comments by the Board President or Executive Director (For Information only) – No discussion among the members will take place on this item

5.02 Announcement of Next Regular Meeting – The next Board of Directors meeting is scheduled for Monday, June 25, 2018, 4 pm, at Reno-Sparks Chamber of Commerce, 3rd Floor, 449 South Virginia, Reno.

5.03 Public Comment - Comments from the public are invited at this time on topics not specifically addressed elsewhere in the agenda. A "Citizen's Request to Speak" card should be filled out and submitted to the Recording Secretary before speaking during the Public Comment section. All persons are limited to 3 minutes per item. In accordance with Open Meeting Law and on the advice of legal counsel, the public body is discouraged from discussing and precluded from deliberating and/or acting on items raised by Public Comment which are not already on the agenda. The public body may impose reasonable content-neutral restrictions on public comment such as

willfully disruptive comments that are irrelevant, repetitious, slanderous, offensive, inflammatory, irrational, or amounting to personal attacks or interfering with the rights of other speakers. Correspondence or written materials submitted for public comment by the general public shall be attached to the minutes of the meeting.

5.04 Adjourn Meeting

Forum Restrictions and Orderly Conduct of Business: The Education Alliance conducts the business of the Washoe County School District during its meetings. The presiding officer may order the removal of any person whose statement or other conduct disrupts the orderly, efficient or safe conduct of the meeting. Warnings against disruptive comments or behavior may or may not be given prior to removal. The viewpoint of a speaker will not be restricted, but reasonable restrictions may be imposed upon the time, place and manner of speech. Irrelevant and unduly repetitious statements and personal attacks which antagonize or incite others are examples of speech that may be reasonably limited.

Members of the public wishing to request supporting materials for this meeting or who are disabled and require special accommodations at the meeting should contact Kendall Inskip, Executive Director, in writing at Education Alliance of Washoe County, P.O. Box 30425, Reno, Nevada 89520-3425 or by telephone at 775-353-6950.

This agenda and supporting materials, when appropriate, have been posted at the following locations:

www.washoeschools.net

www.boarddocs.com/nv/washoe/Board.nsf/Public

State of Nevada website (notice.nv.gov)

WCSD Central Administrative Building

Washoe County Administration Building

Washoe County Courthouse

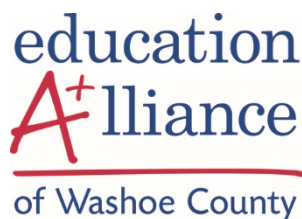
Reno City Hall

Sparks City Hall

Sparks Library

Pyramid Lake Paiute Tribe Administration Building

Reno Sparks Indian Colony Administrative Office



**Education Alliance Board of Directors Meeting
MINUTES**

Monday, April 23, 2018, 4:00-5:30 p.m.

**Education Alliance, North Star Training Room
5450 Riggins Ct., Suite 5, Reno, NV 89502**

1. Opening Items

1.01 Call to Order – 4:10 p.m., 5450 Riggins Ct., Reno NV – Alex Woodley

1.02 Roll Call – Quorum Established (9-PR and 6-PU)

Present: Melissa Burnham, Bill Cathey, Joe Cline, Kyle Dalpe, Kendall Inskip, Kris Layman, Mindy Lokshin, Susan Mayes-Smith, Nanette Quitt, Charles Pasillas, Ben Rogers, Michelle Sanchez-Bickley, Eric Scheetz, Tom Stauss (for Natha Anderson) and Alex Woodley.

Absent: Natha Anderson, Dave Bianchi, Brent Boynton, Mariah Evans, Mariluz Garcia, David Lasic, Chris Morgan, John Slaughter, and Jill Tolles.

Guests: Michelle Roni, Safe and Healthy Schools

1.03 Public Comment – None at this time

1.04 Action to Adopt the Agenda - It was **moved by Kris Layman**, and **seconded by Nanette Quitt** to Adopt the Agenda - **Motion Passed**. All members present voted Yea.

2. Reports

2.01 President's Report

Alex Woodley thanked the Finance Review Team for submitting the 2018-19 Budget in a timely manner. He thanked John Slaughter for being a great Partner in Education to Duncan Elementary.

2.02 Executive Director's Report

Kendall Inskip shared Dave Bianchi had surgery but recovering nicely. She and Brittani Haggarty attended the Nevada State Apartment Association Jewel Awards on April 7th – it raised \$3,173 for EA. Kendall invited all to Association of Fundraising Professionals Spring Training on April 25th for a special board training. She is also speaking on a panel with foundation representatives. An annual update on EA activities will be presented to the WCSD Board of Trustees tomorrow, April 24th – please attend and be recognized. The 2016-17 Tax Form 990 was emailed for Board review and Kendall thanked staff for gathering reports for the tax preparer. NV Energy selected EA as their charity for the “Dollars for Dingers” program - \$100 for every Reno Aces homerun up to \$5,000. She thanked Nanette Quitt for this and for chairing the SkillsUSA Nevada Job Interview Contest. Kelli Pennington shared information on the “Free Little Library” in honor of Bonnie Saviers. Brittani invited all to the Kids In Motion check presentation at Gomes Elementary on May 1, 9:45am - media has been alerted. All are also invited to CTE Salute to Signatures on May 5th at 5:30pm where EA sponsors and presents CTE Teacher/CTE Counselor of the Year Awards.

2.03 Member Reports:

Joe Cline announced his retirement from UNR as Vice Provost this summer. P-16 Advocacy Council has identified four initiatives along with the Data Profile: College and Career Readiness,

Higher Education, Student survey of post high school plans, and Academic Recognition Initiative. The next meeting falls on graduation day; an alternative date will be announced.

Nanette Quitt thanked staff for their hard work at Skills USA Job Interview competition. 66 students were interviewed and recruiters from different industries participated.

Eric Scheetz gave an update on the meeting between the Data Profile and Marketing teams. The focus is creating summary pages for quick information and making sure we have a library of information available to answer questions for all audiences in the community.

Susan Mayes-Smith gave an update on the “Let’s Go To College” assemblies at four schools this year. TMCC sends recruiters to the schools and hold interactive assemblies. EA invites school Partners.

Ben Rogers gave an update on the Classroom Speakers launch to introduce career paths to students. Susan Mayes-Smith added PBS has a video library available.

3. Consent Agenda Items

3.01 Approval of Consent Agenda Items 3.02 and 3.03

3.02 Approval of the Minutes from the March 19, 2018 Board of Directors Meeting

3.03 Approval of the 2018/2019 Education Alliance Budget

Susan Mayes-Smith moved and Michelle Sanchez-Bickley seconded to approve the Consent Agenda items. **Motion Passed.** All members present voted Yea.

4. Items for Presentation, Discussion, and/or Action

4.01 Presentation and Discussion of Teacher Appreciation Week events at the Teachers’ Warehouse. Tom Stauss, Executive Director, Washoe Education Association (WEA), on behalf of board member Natha Anderson, chair of these events and WEA President, asked for volunteers and donations (in-kind or monetary) for Community Donation Day, on Friday, May 4th from 9:00 to 6:00. Brittani Haggarty added WCSD Communications will be doing a Facebook Live that morning with Ann Silver, CEO of Reno+Sparks Chamber of Commerce, Aaron Grossman, 2017 Teacher of the Year from Gomm Elementary along with a couple of his students and WCSD Board of Trustees President Katy Simon-Holland to rally the community to donate. Teacher Appreciation Week is May 7th - 11th and numerous businesses will be offering educators discounts all week. On Thursday, May 10, “Shop’Til You Drop” day for all teachers is from 3:00 to 5:30, with music, food, and raffle prizes.

5. Closing Items

5.01 Closing Comments by the Board President or Executive Director

None at this time.

5.02 Next Meeting of the Board of Directors: Monday May 21, 2018, at Lincoln Park Elementary School.

5.03 Public Comment – No public comment.

5.04 Meeting Adjourned 5:10 p.m.

Alex Woodley, President

Date



**Restated Bylaws of
Education Alliance of Washoe County, Inc.**

**Article I
Office and Seal**

Section 1 – Seal

The Corporation herein shall be referred to as the Education Alliance of Washoe County ("Education Alliance"). The Education Alliance is a Nevada non-profit corporation and may have a corporate seal, and the same shall have inscribed thereon the name of the Corporation, the date of its incorporation and the words "Nevada" and "Seal."

**Article II
Directors**

Section 1 – Powers

Except as otherwise provided by the law, the Articles of Incorporation or these Bylaws, the powers of the Corporation shall be exercised, its property controlled and its affairs conducted by or under the direction of the Board of Directors; provided however, that no action shall be taken by the Board of Directors in violation of the Washoe County School District's policies or regulations. The Executive Director of the Corporation shall be responsible for the management of the day-to-day operations of the Corporation.

Section 2 – Number and Qualifications of Directors

The number of Directors of the Corporation shall be evaluated annually (see Appendix A).

Of the total members serving on the Board, one (1) member shall be the Superintendent of the Washoe County School District or an appointee designated by the Superintendent, one (1) member shall be the President of the University of Nevada, Reno or an appointee designated by the President of the University of Nevada, Reno, and one (1) member shall be the President of the Truckee Meadows Community College or an appointee designated by the President of the Truckee Meadows Community College, and one will be the

Executive Director (hereafter collectively referred to as the "Required Directors") **in these Bylaws.** ~~In addition, at all times, at least fifty one percent (51%) of the members of the Board of Directors shall be representatives from the private sector.~~

The purpose of the Education Alliance of Washoe County is to bridge the private sector and business community with P-16 education (pre-Kindergarten through college). Therefore, the Board of Directors shall endeavor to have the majority of representatives on the Board be representative from the private sector. Private sector constituents possess the expertise and knowledge necessary for students in our community to compete and succeed in our ever-evolving economy.

Section 3 – Elections and Term of Office of the Directors

Whenever possible, the terms of the members serving on the Board of Directors shall be staggered in an effort to ensure appropriate transition of knowledge and skills to future board members. Annually, future Directors shall be elected by the then-existing members of the Board of Directors.

Each Director shall be selected to serve a term of three (3) years with no more than two (2) consecutive terms without at least a one (1) year break in service. An exception will be granted for an outgoing President, who upon completion of their duties, will be at term limits so he/she may serve an additional year without a break in service in order to occupy the office of Past President. Upon completing their term as Past President, the one (1) year break in service will apply.

Section 4 – Resignation

Any Director may resign effective upon giving written notice to the President, the Secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of such resignation, in which case such later time shall be the effective date of the Director's resignation.

Section 5 – Removal

Any Director may be removed from office with or without cause, by the vote of at least two-thirds (2/3) of the then existing members of the Board of Directors. For purposes of this Section, cause for removal shall include, but not be limited to, the failure of a Board member to attend three (3) consecutive Board meetings without having been excused; provided, however, that nothing contained in this sentence shall in any way limit the Board's authority to remove a Director without cause. Upon the removal of any member of the Board of Directors, the vacancy may be filled pursuant to Section 6 below.

Section 6 – Vacancies

Vacancies in the Board of Directors may be filled by the remaining members of the Board of Directors at their discretion. Each Director elected to fill a vacancy shall hold office for the remainder of the unexpired term of his/her predecessor and until the election of his/her successor.

Section 7 – Compensation

The Directors shall receive no compensation for their service as a member of the Board of Directors. Expenses incurred in connection with the performance of a Director's official duties are subject to prior authorization and approval by the Executive Director and may be reimbursed by the Corporation.

Section 8 – Place of Meetings; Telephonic Meetings

Meetings of the Board of Directors, annual, regular, or special, may be held at any place which has been designated by the Executive Board, and shall be posted in accordance with Nevada Open Meeting Law. Meetings of the Board of Directors may be conducted by means of a telephone conference, video conference, or face-to-face meeting by which all persons participating in the meeting can hear each other. Participation in a telephonic or video meeting constitutes presence in person at the meeting. Meetings of the Board of Directors shall be subject to the Nevada Open Meeting Law.

Section 9 – Annual Meetings

The annual meeting of the Board of Directors shall be held in June each year at the principal office of the Corporation or at such other place as the Board of Directors or Executive Board may determine. At the annual meeting of the Board of Directors, the Board of Directors shall meet for the purpose of organization, election of new members to the Board of Directors, election of officers, and consideration of any other business that may properly be brought before the meeting.

Section 10 – Other Meetings; Waiver

Other meetings of the Board of Directors may be held in accordance with Nevada Open Meeting Law.

Section 11 – Quorum

In order to constitute a quorum of the Directors for the transaction of business ~~the (1) at least a majority of the number of the total Directors fixed by the Code of Bylaws must be present at the meeting.~~ **In accordance with the Open Meeting Law NRS 214.015, present is defined as in person or by means of electronic communication, during a meeting.** ~~and, (2) of the total members of the Board present at the meeting, at least fifty-one percent (51%) of such Directors must be representatives of the private sector.~~ The act of a majority of the Directors at a meeting at which a quorum is present shall be the act of the Board of Directors unless an action of a greater number is required by law, the Articles of Incorporation, or the Code of Bylaws.

ARTICLE III

Boards, Teams and Task Forces

Section 1 – General Information

The Corporation shall have an Executive Board to carry on the purposes and duties set forth in Sections 6 below. In addition to the Executive Board, the Board of Directors may designate by majority vote, to establish other standing or special Teams or Task Forces consisting of two (2) or more persons selected by the Board of Directors. Any such Team or Task Force established must include at least two members of the Board, one of whom shall serve as the Chairperson. Furthermore, voting rights of the Team or Task Force shall be reserved for Directors of the Board. New members to the Team or Task Force may be added by the existing members of the Team or Task Force. The Chairperson of such Team or Task Force shall be responsible for notifying the Board of Directors annually of its members. The Board may delegate to such Team or Task Force any of the powers and authority of the Board unless otherwise prohibited by the Articles of Incorporation or these Bylaws. Teams or Task Forces to which the powers of the Board of Directors are delegated shall have the authority to exercise these powers only in intervals between meetings of the Board of Directors and shall be subject to the control of the Board of Directors. No act of a Team or Task Force, when exercising the delegated powers of the Board of Directors, shall be valid unless approved by the consent of a majority of the voting members of such Team or Task Force. Each Team or Task Force shall be responsible for reporting its activities to the Board of Directors as requested.

Section 2 – Quorum and Vote Requirements

In order for the Board of Directors to conduct business, they shall be required to obtain a quorum as indicated Article II Section 11 above. All other Boards, Teams, or Task Forces authorized by the Board of Directors shall have a

quorum consisting of those members present. Any transaction of a Board, Team, or Task Force shall require a majority vote of the authorized voting members present at the meeting.

Section 3 – Removal of Members

A member of a Board, Team, or Task Force may be removed by the vote of a majority of the Board of Directors.

Section 4 – Meetings

Each Board, Team, or Task Force shall determine and schedule the number of regular meetings it will hold each year. Meetings shall be held at such place as designated by the Chairperson(s).

Section 5 – Expenditures

Any expenditures of Corporation funds by a Board, Team, or Task Force shall require the approval of the Executive Director.

Section 6 – Executive Board

The Corporation shall have an Executive Board which shall consist of the President, the Past President, a Vice President, Secretary, Treasurer, the Superintendent of the Washoe County School District or an appointee designated by the Superintendent of the Washoe County School District, the President of the University of Nevada, Reno, or an appointee designated by the President of the University of Nevada, Reno, the President of Truckee Meadows Community College or an appointee designated by the President of the Truckee Meadows Community College, and each officer of the Corporation, consisting of the Executive Director, and up to five (5) additional members of the Board of Directors. The Executive Board shall be responsible to help evolve and coordinate the short and long term goals of the Board of Directors. The Executive Board shall perform such other duties assigned or delegated to the Executive Board by the Board of Directors.

Section 7 – Nominations to the Board of Directors

The Executive Director shall be responsible for making recommendations to the Board of Directors for new or vacant positions.

ARTICLE IV

Officers

Section 1 – Officers

The Officers of the Corporation shall be the President, Past President, Vice President, Secretary, and Treasurer, and Executive Director. The Corporation may also have, at the discretion of the Board of Directors, one or more additional Vice Presidents.

Section 2 – Election and Terms of Office of Officers

Each of the officers, other than the Executive Director and staff persons appointed by the Washoe County School District, shall be elected by the Board of Directors at its annual meeting. The Executive Director, together with the members of the staff of the Corporation, shall be employees of the Washoe County School District and shall be appointed (and may be removed) by the Washoe County School District, after taking into account advice from the Board of Directors. Each officer elected by the Board of Directors shall be elected annually by the Board to hold office until he/she resigns, is removed, becomes disqualified to serve, or his/her successor is elected. The Executive Director and each staff person appointed by the District shall serve until removed by the District.

Section 3 – Removal of Officers

Any officer appointed by the Board of Directors may be removed by the vote of the majority of the Board of Directors then in office, either with or without cause. The Executive Director and each staff member appointed by the Washoe County School District may only be removed by the District.

Section 4 – Vacancies

Should a vacancy occur in an office that is elected by the Board of Directors, such as a result of death, resignation, removal, disqualification, or any other cause, the Board may delegate the powers and duties of such office to any Director until such time as a successor for such office has been elected by the Board of Directors. Any vacancy in the office of the Executive Director or of a staff member appointed by the District shall be replaced by the District.

Section 5 – Executive Director

The Executive Director of the Corporation shall be responsible for the management of the day-to-day operations of the Corporation. The Executive Director shall report to the Superintendent of the Washoe County School District

or their designee. The Board of Directors shall be allowed input, at least annually, to the Superintendent of the Washoe County School District or their designee, on the performance of the Executive Director.

Section 6 – President or Co-Presidents

The President or Co-Presidents (referred to as "President" for the purposes of these Bylaws) shall preside at all meetings of the Board of Directors and the Executive Board, shall be a member of the Executive Board, and shall be an ex-officio member, with the right to vote, of all other Boards, Teams, or Task Forces. The President shall also, at the annual meeting and such other times that s/he deems proper, communicate to the Board of Directors such matters and make such suggestions as may, in the President's opinion tend to promote the prosperity and welfare and increase the usefulness of the Corporation, and shall perform such other duties as are incident to the office of the President or prescribed by the Board of Directors. The President shall also have full authority to execute proxies on behalf of the Corporation.

Section 7 – Immediate Past President

The Immediate Past President shall serve as a member of the Executive Board to provide continuity and leadership to the President and shall perform such other duties as may be prescribed by the Board of Directors or current President.

Section 8 – Vice President

The Vice President shall perform all duties incumbent upon the President during the absence or disability of the President and shall perform such other duties as this Code of Bylaws may provide or the Board of Directors may prescribe. If there is more than one Vice President, then the Board of Directors shall designate their order of authority (e.g. 1st Vice President and 2nd Vice President).

Section 9 – Secretary

The Executive Director and Secretary will ~~It shall be the duty of the Secretary or his or her designee to work closely with the Executive Director and staff to:~~ (1) ensure notice of all meetings of the Board of Directors is given; (2) conduct all correspondence and carry into execution all orders, votes, and resolutions not otherwise committed; (3) notify Officers and Directors of the Corporation of their election; (4) notify persons of their appointment(s) to Boards, Teams, or Task Forces; (5) prepare an annual report of the transactions and conditions of the

Corporation; and, (6) generally devote his/her best efforts to forwarding the business and advancing the interests of the Corporation. The Secretary ~~or his/her designee~~ shall also report to the Board of Directors at such times and in such format as the Board of Directors shall require.

Section 10 – Treasurer

The Treasurer ~~or his/her designee~~ shall keep a correct and complete record of account, showing accurately at all times the financial condition of the Corporation. The Treasurer ~~or his/her designee~~ shall be the legal custodian of all moneys, notes, securities, and other valuables that may from time to time come into the possession of the Corporation. The Treasurer ~~or his/her designee~~ shall immediately deposit all funds of the Corporation with the Washoe County School District, shall furnish at meetings of the Board of Directors, or whenever requested, a statement of the financial condition of the Corporation, and shall perform such other duties as this Code of Bylaws may provide. The Treasurer ~~or his or her designee~~ shall also report to the Board of Directors at such times and in such format as the Board of Directors shall require. The Treasurer shall **provide the Executive Director** ~~be provided~~ budgetary reports of the Corporation's financial status from the Washoe County School District as deemed necessary.

Section 11 – Compensation and Expenses

No compensation shall be paid to the officers of the Corporation, other than the Executive Director and the staff of the Corporation. However, the Executive Director and staff of the Corporation shall be employed by the Washoe County School District and shall be compensated through the District. Expenses incurred in connection with the performance of an officers' or employees' official duties may be reimbursed to the officer or employee, as the case may be, upon approval of the Board of Directors. Expenses incurred by officers must be approved in advance by the Executive Director.

Section 12 – Corporate Bank Accounts

The Corporation shall not have any separate bank accounts. All funds of the Corporation shall be held in accounts in the name of the Washoe County School District for the benefit of the Corporation.

ARTICLE V

Indemnification of Directors, Officers, Employees and Other Agents

Section 1 – Actions Brought By Third Parties

The Corporation shall indemnify any officer, Director, employee, or agent of the Corporation who is a party or who is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, other than an action by or on behalf of the Corporation, resulting from any alleged acts or omissions of the officer, Director, employee, or agent while acting in the course and scope of the person's duties, or while serving at the request of the Corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, from all liabilities and expenses, including actually and reasonably incurred in connection with the action, suit, or proceeding if the person acted in good faith and in a manner which the person reasonably believed to be in or not opposed to the best interest of the Corporation, and, with respect to any criminal action or proceeding, has no reasonable cause to believe the person's conduct was unlawful.

Section 2 – Actions Brought By the Corporation

The Corporation shall also indemnify any officer, Director, employee, or agent of the Corporation who is a party or is threatened to be made a party to any threatened pending, or completed action, suit, or proceeding by or on behalf of the Corporation to procure a judgment in favor of the Corporation as a result of any alleged acts or omissions of the officer, Director, employee, or agent of the Corporation while acting within the course and scope of the person's duties, or while serving at the request of the Corporation as a Director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, from all expenses, including attorney's fees, actually and reasonably incurred by the person in connection with the defense or settlement of the action, suit, or proceeding if the person acted in good faith and in a manner which the person reasonably believed to be in or not opposed to the best interests of the Corporation; provided, however, that no indemnification shall be made with respect to any claim, issue, or matter as to which the person has been adjudged to be liable for negligence or misconduct in the performance of the person's duties to the Corporation unless and only to the extent that the court in which the action, suit, or proceeding was brought determines upon application that, despite the adjudication of liability, but in view of all the circumstances of the case, the person is fairly and reasonably entitled to indemnity for the expenses as the court deems proper.

Section 3 – Determination of Liability

The determination of the liability of the Corporation for indemnification of any officer, Director, employee, or agent pursuant to Article VI Sections 1 or 2 above shall be made pursuant to the then existing provisions of Nevada law.

Section 4 – Insurance

The Corporation shall be required to purchase or provide through other means and maintain insurance on behalf of any officer, Director, employee, or agent against any liability asserted against the person as a result of any alleged acts or omissions of the person within the course and scope of the person's duties as an officer, Director, employee, or agent of the Corporation, including attorney's fees and costs.

ARTICLE VI General Provisions

Section 1 – Execution of Documents

All deeds, mortgages, and other written contracts and agreements to which the Corporation shall be a party, and all assignments or endorsements of stock certificates, registered bonds, or other securities owned by the Corporation shall, unless otherwise required by these Bylaws, be signed by any two (2) of the officers (Executive Director, President, Vice President, Secretary, or Treasurer) who are different persons. The Board of Directors may, however, authorize any one (1) of such officers to sign any of the instruments without the necessity of countersignature, may designate officers or employees of the Corporation, other than those named above, who may, in the name of the Corporation, sign the instruments, and may authorize the use of facsimile signatures of any such persons.

Section 2 – Deposits

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in accounts held under the name of the Education Alliance of Washoe County c/o Washoe County School District.

Section 3 – Inspection of Corporation Records

The books of account of the Corporation and the minutes of the Board of Directors shall be open to inspection to the Board of Directors. Such inspection shall include the right to make copies at the expense of the requestor.

ARTICLE VII Accounting Year

Section 1 – Accounting Year

The accounting year of the Corporation shall begin on the first day of July and end on the last day of June.

ARTICLE VIII Amendments

The Bylaws of the Corporation may be altered, amended, or repealed and new Bylaws adopted by the affirmative vote of two-thirds (2/3) of the members of the Board of Directors. However, any recommended alterations, amendments or repeal to the Bylaws must be submitted to the Board of Directors in which such alteration, amendment or repeal is to be considered by the Board of Directors.

ARTICLE IX Certificate of Officer

I, the undersigned, do hereby certify the following:

That I am the duly elected and acting Secretary of the Education Alliance of Washoe County, Inc., a Nevada nonprofit corporation; and,

That the foregoing Restated Bylaws, comprised of twelve (12) pages, constitute the Bylaws of the Corporation as duly adopted by the Board of Directors on this date: _____.

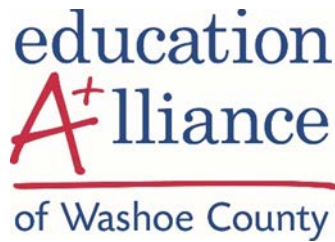
Appendix A

Article II Directors

Section 2 – Number and Qualifications of Directors

~~For 2016/2017 fiscal year~~ The Board of Directors of the Education Alliance shall be comprised of 23 members. ~~shall be 27 members and subsequent years the number of allowable Directors shall be 25.~~

DRAFT



Board of Directors Meetings 2018-2019

Meetings held the 4th Monday of every month at 4:00pm unless otherwise noted
Please check agenda for location*

August 27, 2018

September 24, 2018

***October 29, 2018** (Week after Run4Ed)

***November 19, 2018** (Winter Mixer)

December - dark

January 28, 2019

February 25, 2019

March 25, 2019

April 22, 2019

***May 20, 2019** (Week before Memorial Day)

June 24, 2019 (Elections/New Member Mixer)

July - dark



Nevada Labor Market Briefing: March 2018

Summary of Labor Market Economic Indicators

Department of Employment, Training, & Rehabilitation

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Prepared by the Research and Analysis Bureau

Recovery Scorecard

Nevada Recovery Scorecard - 2018:IVQ



261,100 Jobs Added Since Recession

184,700 jobs were lost as the recession unfolded
Employment is at a record high in March, at over **1.37 million**



Fastest-Growing Private Sector In the Nation



117,000 Small Business Jobs Added

627,000 Nevadans are employed by businesses with less than 100 employees



Record High Number of Employers

69,000 employers operate in Nevada, an increase of **12,900** since the recession



Average Weekly Wages at \$914

Weekly wages have increased by 8.8% since 2014



Jobless Rate Down Nearly 9 Percentage Points

At **4.9%** in March, down from **13.7%** during the recession



Unemployment Insurance Claims Have Dropped 60%

Initial claims for unemployment insurance peaked at **28,600** per month,
have since dropped to **11,000**



UI Trust Fund at Record Balance

Trust Fund balance at record high **\$1.0 billion**,
after reaching a low of **-\$798.9 million** during the recession

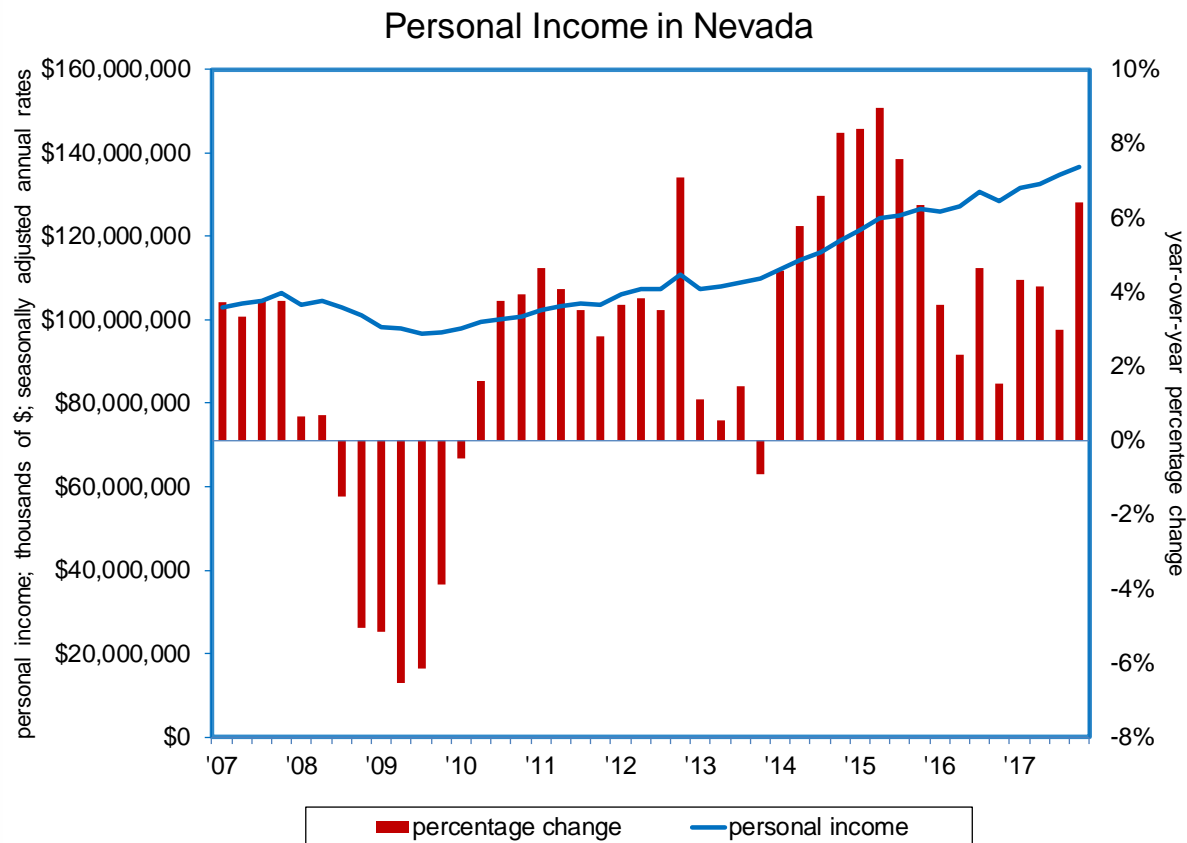


Nevada's Personal Income on the Rise

Personal income in Nevada reached \$136 billion, up 6.4% from a year ago, the strongest y-o-y gain in the nation¹

Personal income has increased in 30 of the past 31 quarters, following 7 straight qtrs of decline during the recession

Since the beginning of 2014, income gains in Nevada have averaged 5.1% on an annualized basis, compared to 3.5% in the U.S.

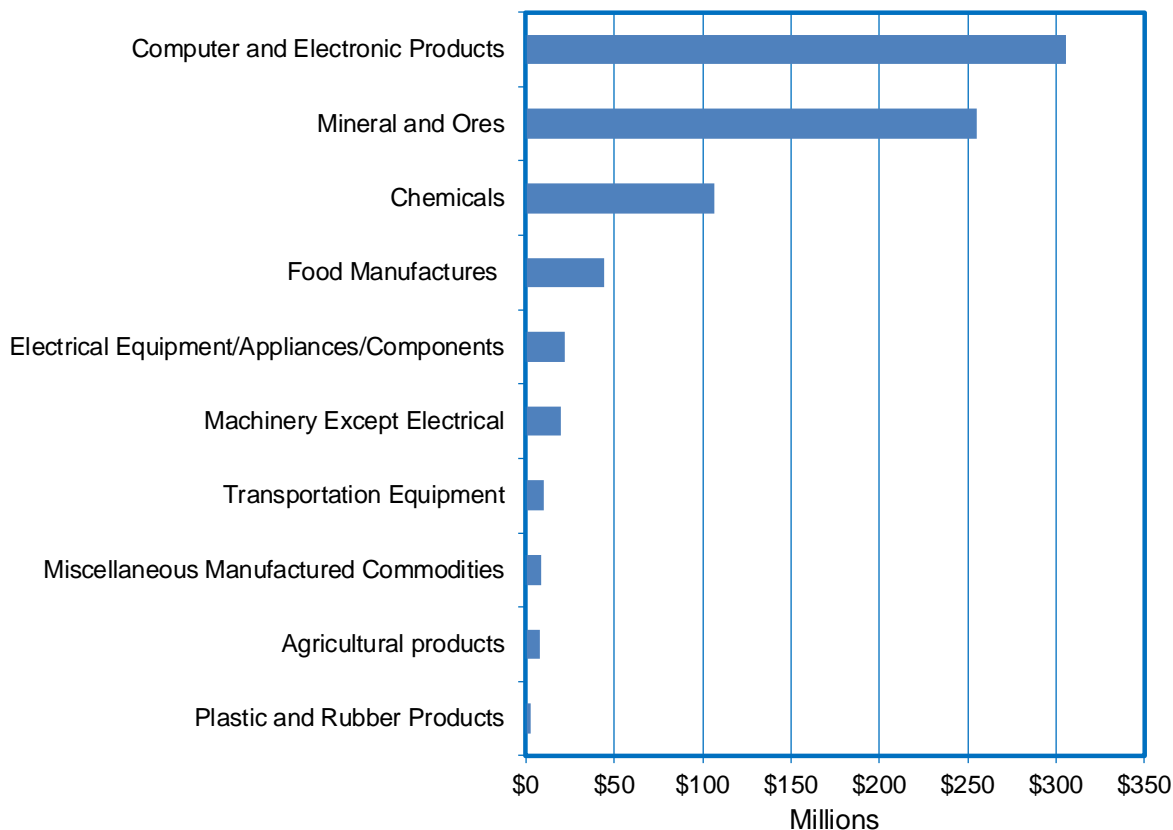


¹ For 2017:IVQ

Nevada's Top Export Products to China, 2017

Nevada's top export commodity to China is computer and electronic products, worth \$306 million or 38%

Exports of mineral and ore products (e.g. primarily gold and other mining activities) totaled \$255 million, or 32%



State Unemployment Rate

- ❑ 4.9% Unemployment Rate (SA¹)
 - ❑ Unchanged for eight months; down from 5.2% a year ago
 - ❑ off from a recession peak of 13.7%
 - ❑ in absolute terms, unemployment totaled 72,900; off from a recession high of 186,900
 - ❑ labor force has increased by 40,200 year to date²; limits downward pressure on the unemployment rate
 - ❑ compares to a 4.1% rate for the U.S.— 0.8 percentage point higher
 - ❑ was more than four points higher at height of recession

¹ seasonally adjusted

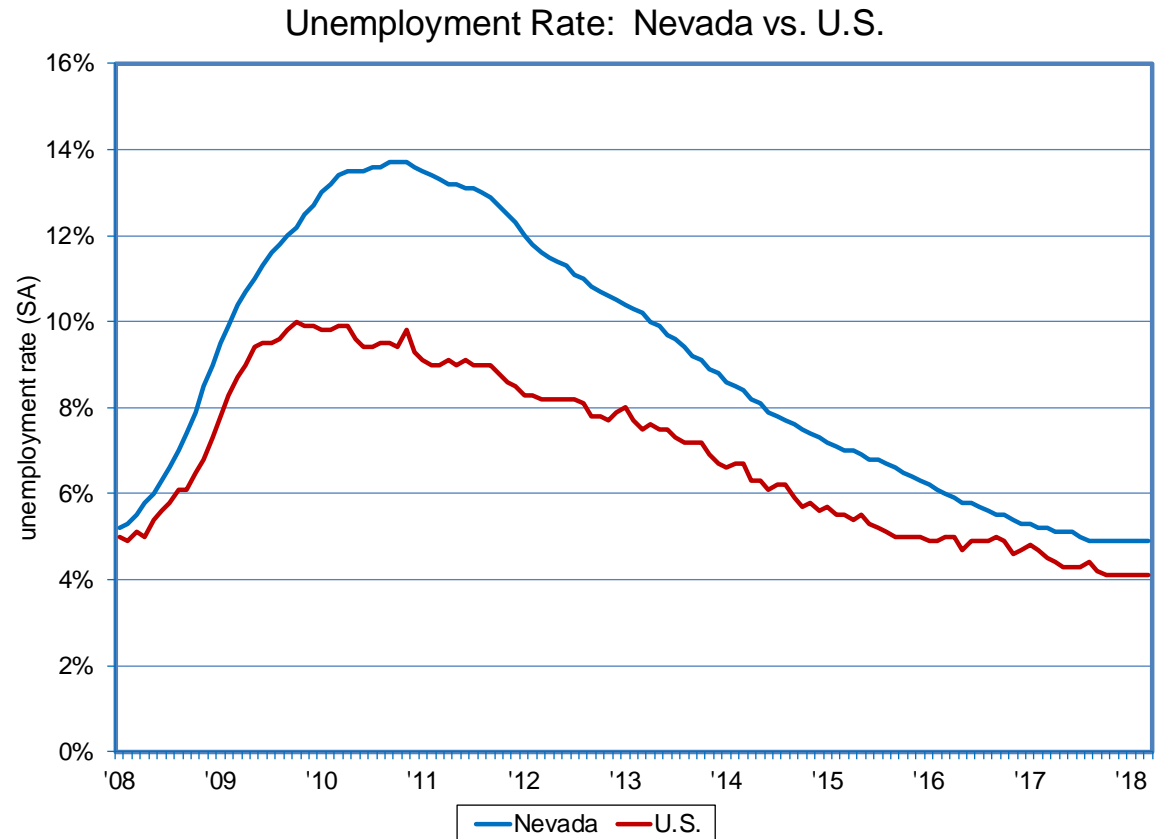
² not seasonally adjusted

March 2018 Unemployment Rate: 4.9%

Down from 5.2%
a year ago

Peaked at 13.7%
during the
recession

Unchanged for
eight months;
national rate
unchanged for six
months



Strong Growth in Labor Force During First Quarter of 2018

Nevada Labor Force

(2018: IQ average growth)

	labor force	employment	unemployment	unemployment rate
2017: IQ	1,447,252	1,369,934	77,318	5.34%
2018: IQ	1,487,413	1,412,117	75,296	5.06%
Change	40,161	42,183	-2,022	-0.28%

Nevada's labor force has increased 2.8 percent over 2018 first quarter, compared to a one percent increase nationwide.

Through the first quarter of 2017, the unemployment rate averaged 5.3 percent. With solid employment growth, it has declined to 5.1 percent so far this year.

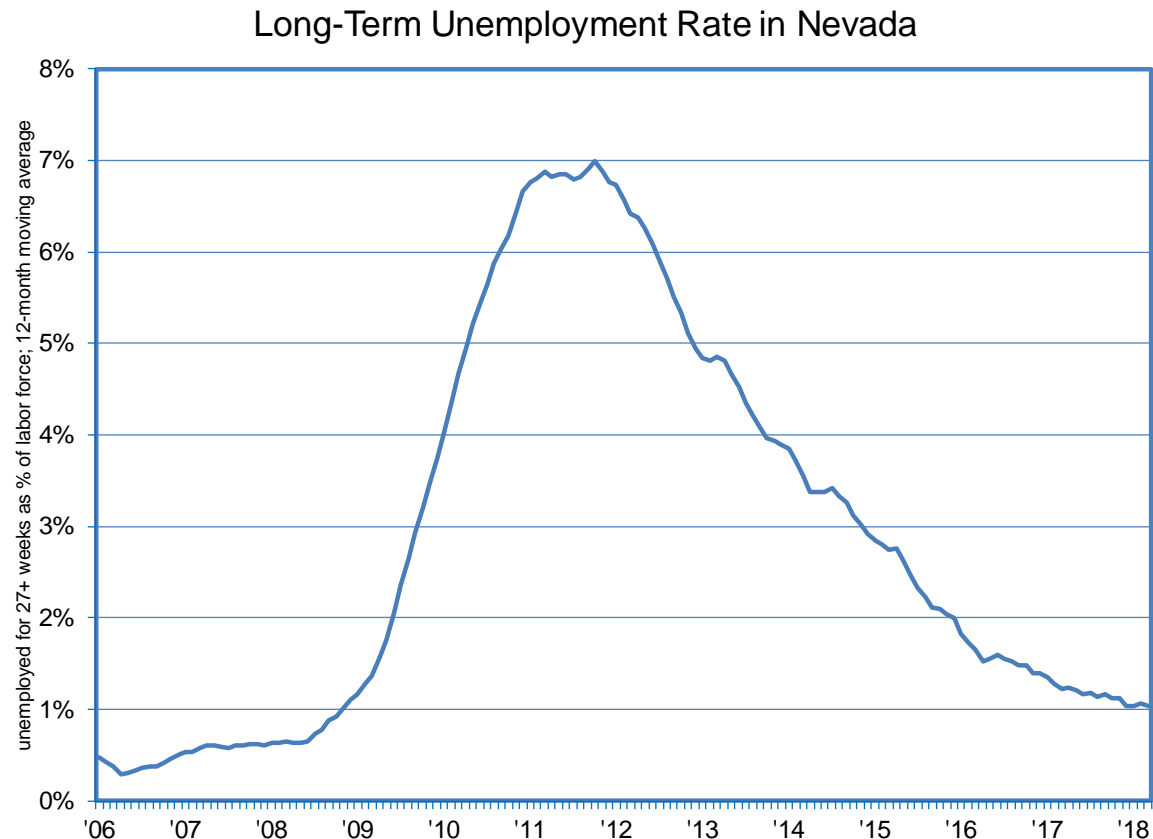
Continued growth in the labor force, however, has limited the decline in the jobless rate.

Long-Term Unemployment Rate Declines to 1%

Long-term rate peaked at 7% during the recession

For 12 month period ending March, rate has declined to 1%

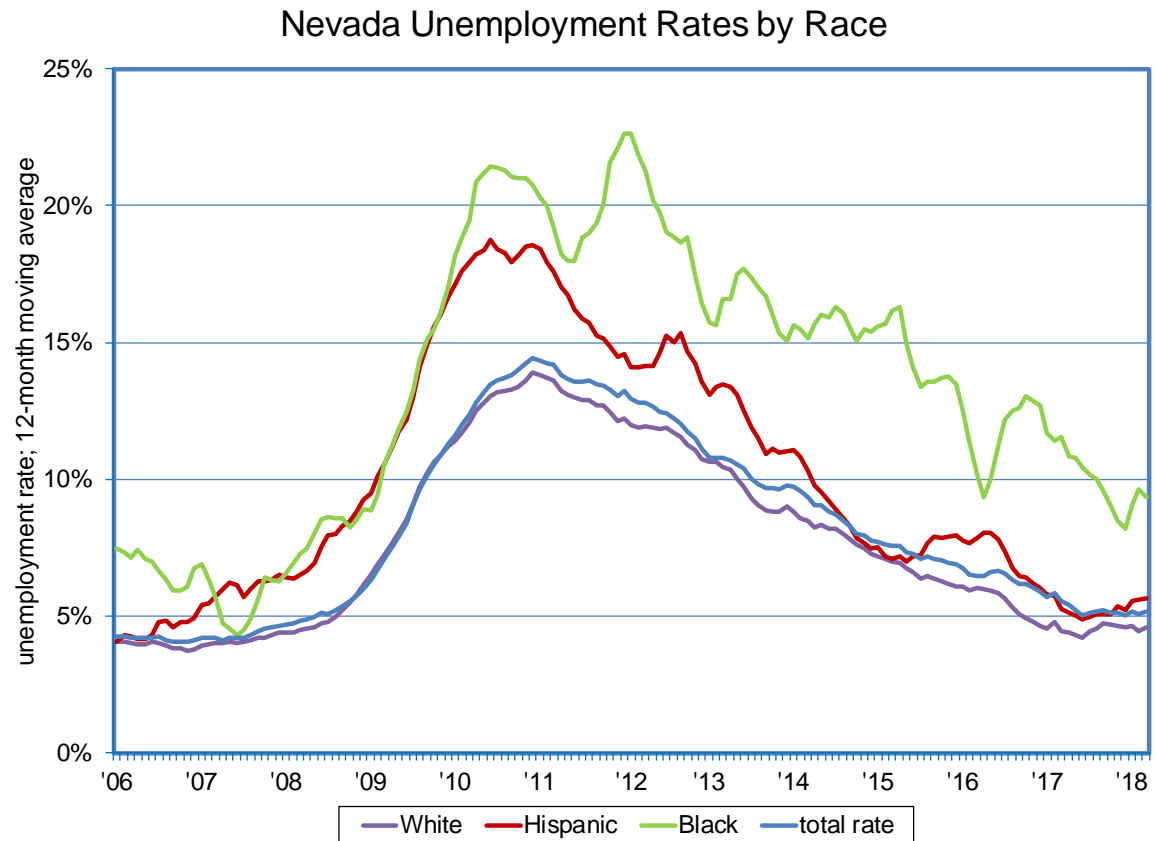
Nationwide, rate peaked at 4.2% in late 2010, as of March national rate also 1%



Unemployment Trending Down Across Race/Ethnicity Groups

During the recession, unemployment peaked at 22.6% for Black Nevadans, 18.7% for Hispanic Nevadans, and 13.9% for White Nevadans

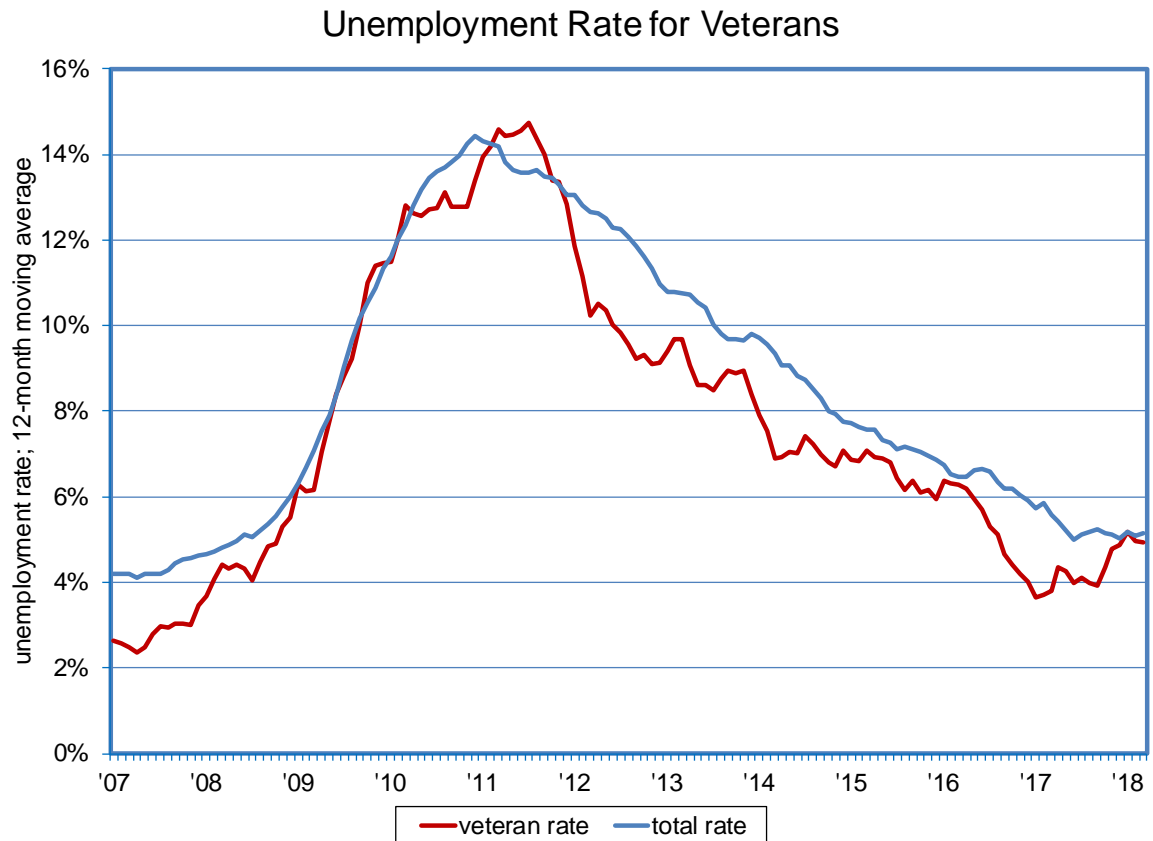
Rates have since declined to 9.4%, 5.7%, and 4.6%, respectively



Nevada's Veteran Unemployment Rate Trending Below Overall Rate

The unemployment rate for veterans peaked above the total rate, at 14.7% at the end of 2010

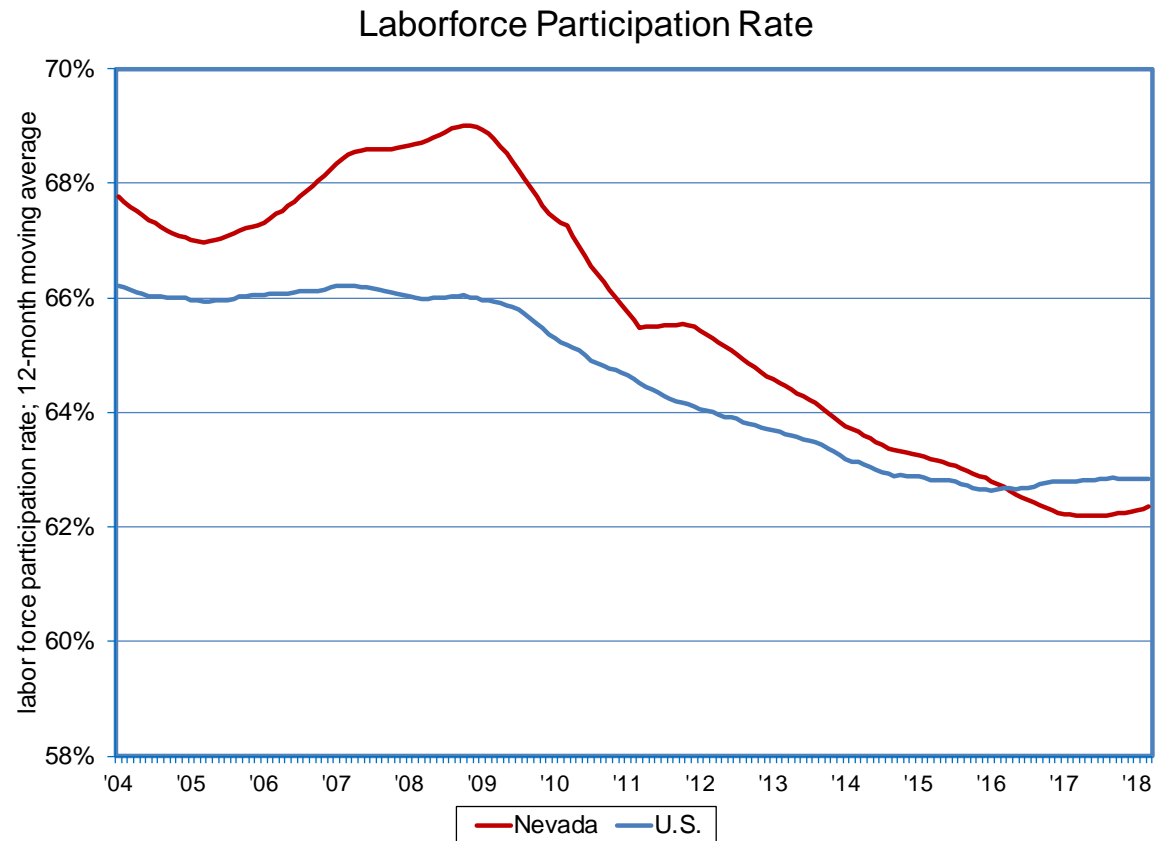
For the 12 months ending in March, the veteran rate averaged 4.9%, compared to 5.1% in total



Labor Force Participation Rate Stabilizes; Possible Reversal of Downward Trend

From 1977 to early 2016 the Silver State's LFPR was higher than the nation's

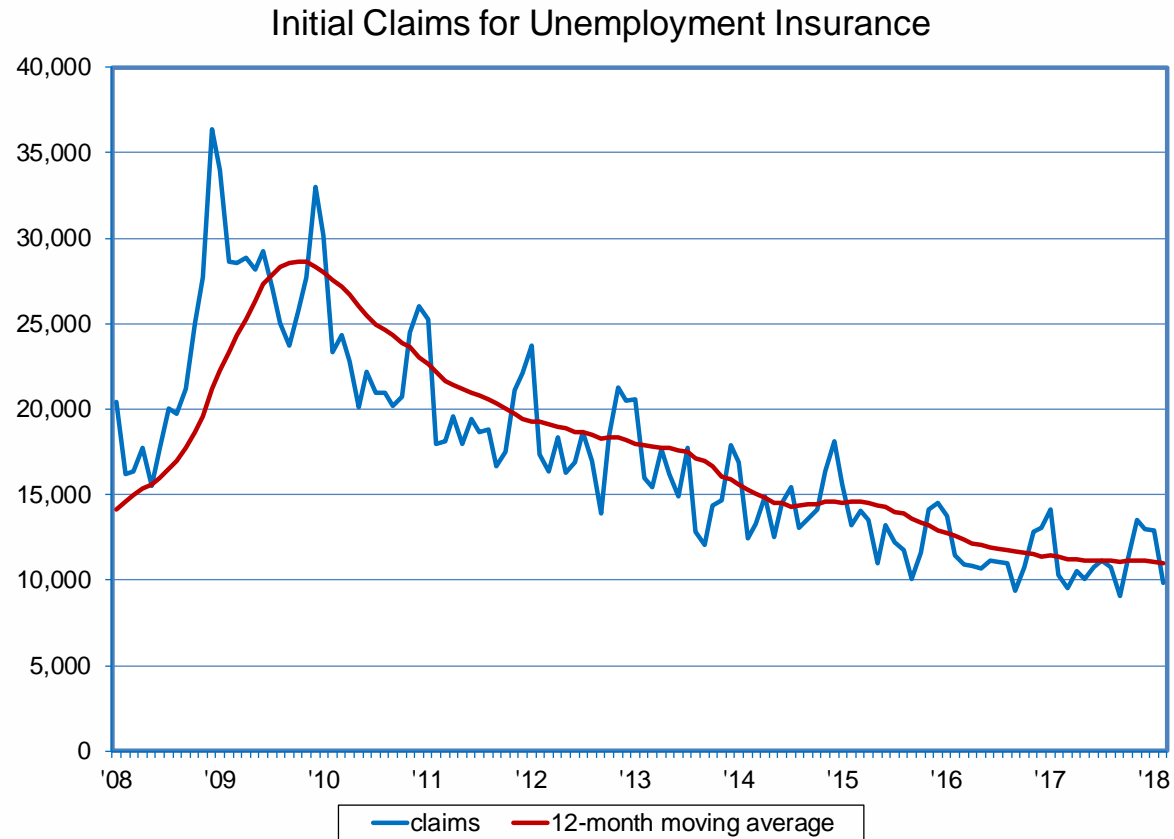
In March 2018, Nevada's LFPR has averaged 62.4% over the past 12 months, compared to 62.8% nationwide



Initial Claims for Unemployment Down in March

9,340 initial claims in March, bringing the 12-month average to 11,010

Decline of 2.2% from the previous year



State Employment

- ❑ Non-Farm Job Levels Up 39,300 (SA¹) Relative to a Year Ago in March
 - ❑ another record-high
 - ❑ 87 consecutive months of year-over-year gains
 - ❑ 2.9% gain compares to 1.5% in the nation
 - ❑ 68 straight months in which Nevada > U.S.
- ❑ Up 3,500 Over the Month
 - ❑ 6,000 (NSA²) jobs were expected to be gained based upon historical trends, but 9,500 jobs were actually added, resulting in the seasonally adjusted increase
 - ❑ February's employment level was revised down by 700 (SA), bringing the two-month gain to 9,400 jobs.

¹ seasonally adjusted

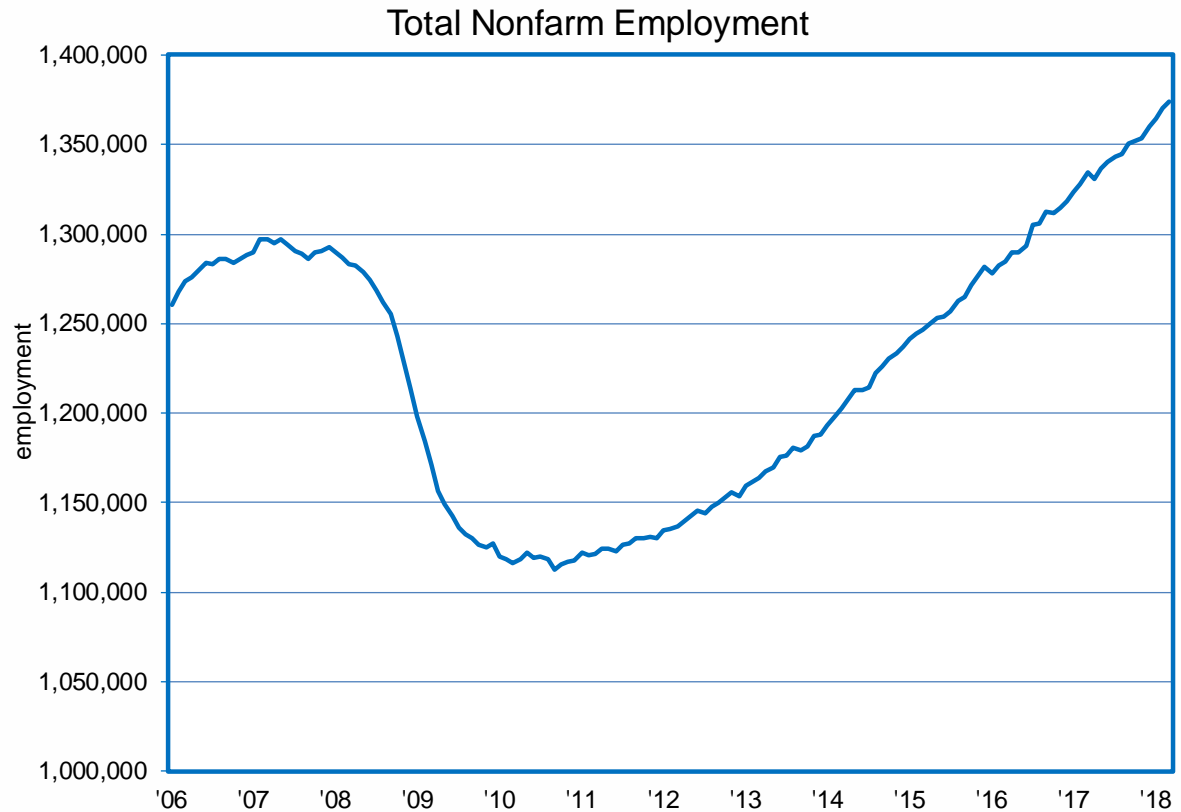
² not seasonally adjusted

March Employment Reaches New Record-High

*Employment at
record-high
1,373,700 in
March¹*

*3,500 jobs added
over the month*

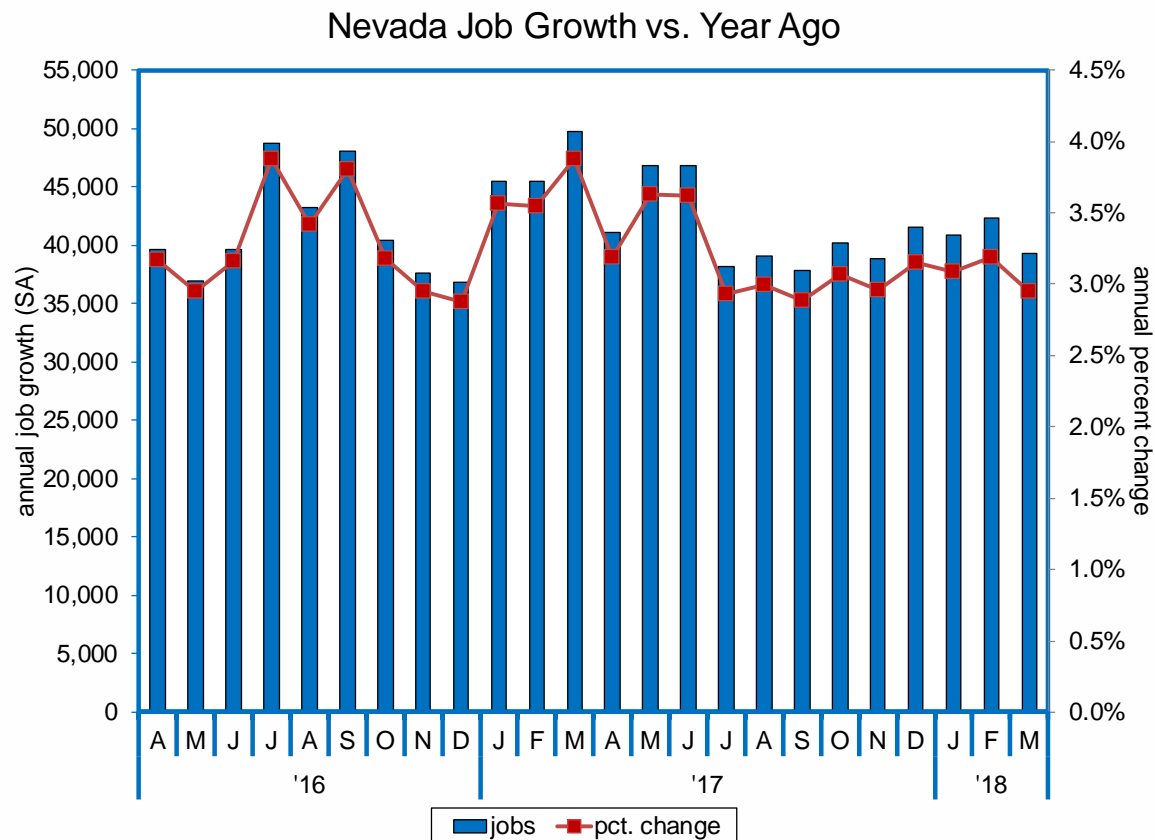
*76,400 jobs
above previous
peak*



¹ seasonally adjusted

Annual Job Growth Trending Around 40,000

The State added 39,300 jobs over the year in March, a gain of 2.9%¹

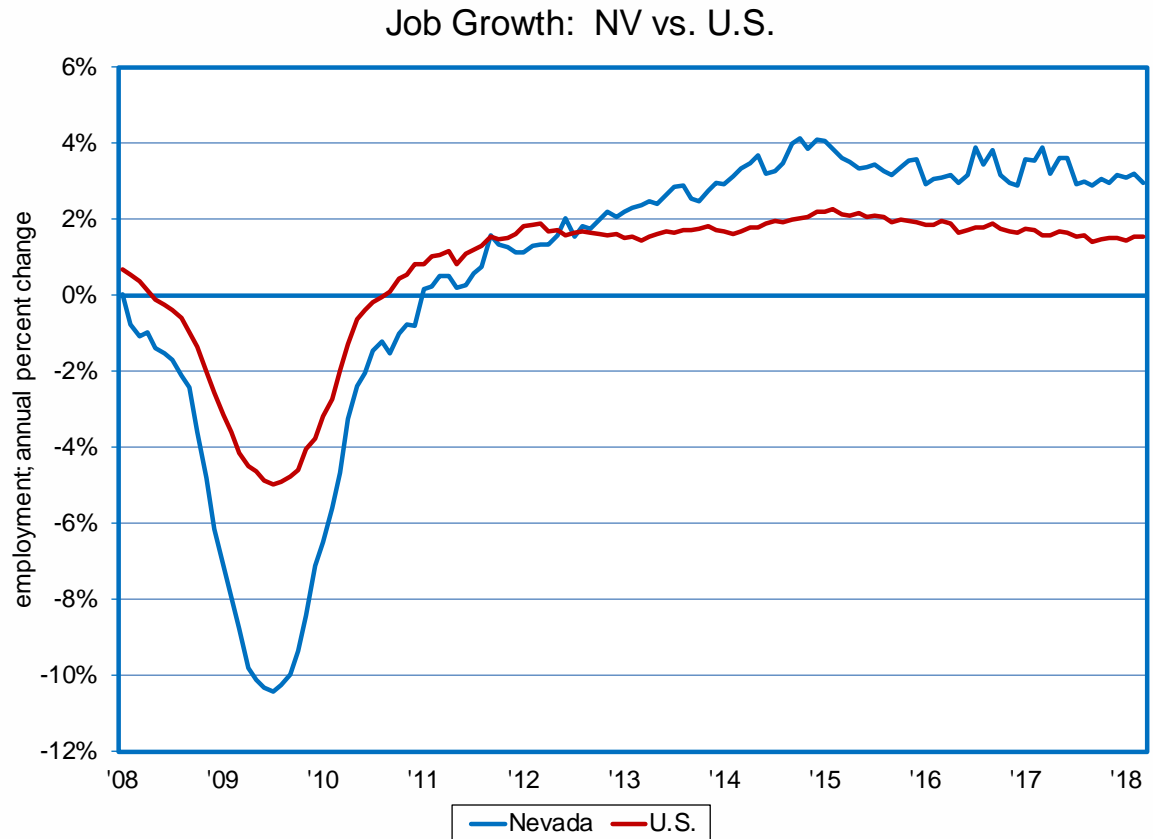


¹ seasonally adjusted

Nevada's Growth Continues to Outpace Nation

Nevada grew at an annual rate of 2.9% in March, compared to 1.5% in the nation as a whole¹

Nevada's job growth has outpaced the nation for 68 straight months



¹ seasonally adjusted

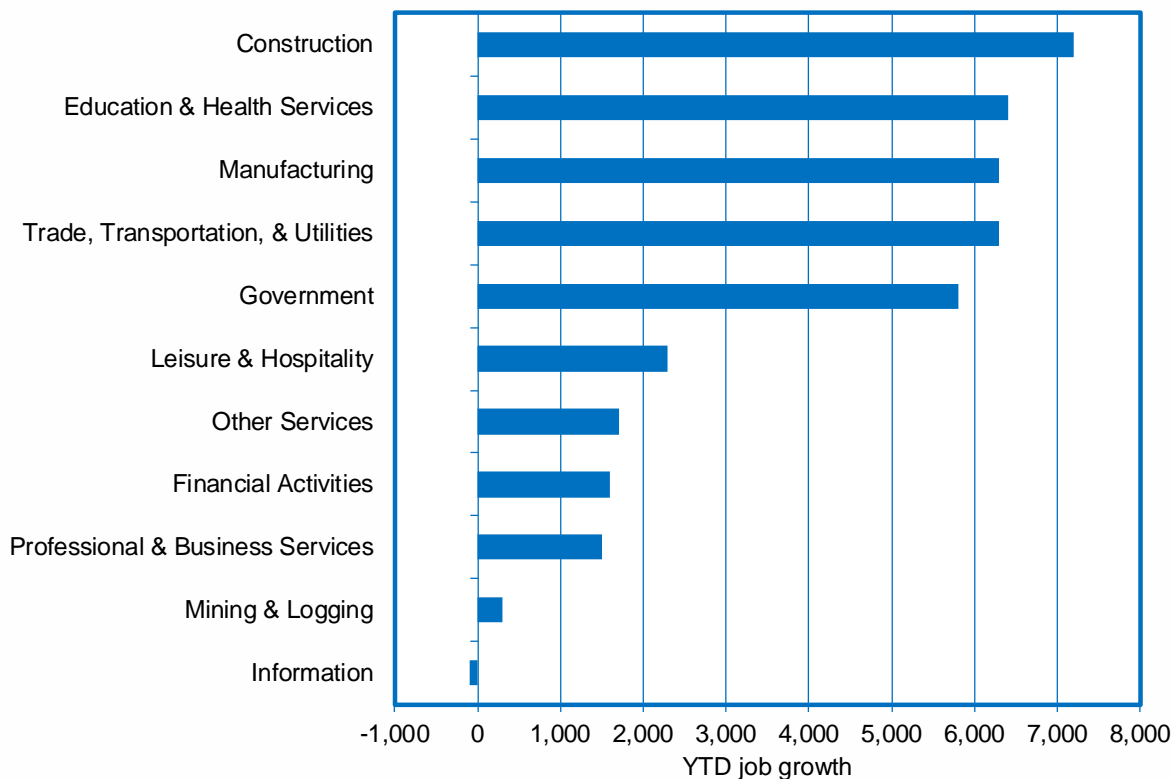
Year-to-Date Job Growth Across Nearly All Sectors

Construction added 7,200 jobs through March, from the previous year, a growth of 9.1%¹

Manufacturing is growing fastest at 14% or 6,300 jobs

Ed/Health Services added 6,400 jobs or 4.9%

Nevada Nonfarm Job Growth by Industry



¹ not seasonally adjusted

For Additional Information, Please Contact:

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