

**SECOND AMENDED AND RESTATED
BYLAWS OF
CITY OF LAS VEGAS
NEIGHBORHOOD PARTNERS FUND BOARD**

**ARTICLE ONE
OFFICES**

The principal offices of the Neighborhood Partners Fund Board (“Board”) shall be located at 400 East Stewart Avenue, 2nd Floor, Las Vegas, Nevada. The Board may have such other offices as the City of Las Vegas may determine from time to time.

**ARTICLE TWO
MEMBERS**

Section 1. **Members.** The Board shall consist of thirteen (13) members.

Section 2. **Election of Members.** All members of the Board shall be appointed by the Mayor and City Council (“City Council”) of the City of Las Vegas. The Board shall be comprised of the Mayor or her/his designee, one Council Liaison or staff designee from each of the six Council Wards, and one Neighborhood Representative from each of the six Council Wards.

Section 3. **Voting Rights.** Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

Section 4. **Termination of Membership.** If any member of the Board misses three (3) consecutive meetings without prior authorization of the Chairperson, the Board shall send a letter to the member suggesting the member’s resignation. If said resignation is not forthcoming, the Board may recommend to the City Council that the member be removed from the Board.

Section 5. **Resignation.** Any member may resign by filing a written resignation with the Chairperson of the Board.

Section 6. **Term.** The initial term of office for each member shall be one year. Members may be reappointed to consecutive one year terms as necessary.

Section 7. **Transfer of Membership.** Membership on this Board is not transferable or assignable.

ARTICLE THREE MEETINGS OF MEMBERS

Section 1. **Notice of Meetings.** Written or granted notice stating the place, day, and hour of any meeting of members shall be posted in accordance with the Open Meeting Laws of the State of Nevada and delivered, either personally or by mail, to each member entitled to vote at such meeting not less than three (3) nor more than seven (7) days before the date of such meeting, by or at the direction of the Chairperson of the officers or two (2) members of the Board calling the meeting. If mailed, the notice of a meeting shall be deemed to be delivered when deposited to the United States mail addressed to the member at his or her address as it appears on the records of the Board, with postage thereon prepaid.

Section 2. **Quorum.** Attendance by seven (7) members of the Board shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.

ARTICLE FOUR BOARD OF MEMBERS

Section 1. **General Purpose.** The purpose of the Board is to review Neighborhood Partners Fund applications and recommend awards to the City of Las Vegas City Council.

Section 2. **Number, Tenure, and Qualifications.** The number of Board members shall be thirteen (13). All members of the Board shall be appointed by the Mayor and City Council ("City Council") of the City of Las Vegas and need not be City residents.

Section 3. **Regular Meetings.** A regular meeting of the Board members shall be held without any other notice than this bylaw. The Board may provide, by resolution, the time and place for holding additional regular meetings without other notice than such resolution. Additional regular meetings shall be held at a location to be designated by the Board with the assistance of the City's Neighborhood Services Department or appropriate City Department.

Section 4. **Quorum.** A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board; but, if less than a majority of the Board members are present at any meeting, a majority of the members present may adjourn the meeting from time to time without further notice.

Section 5. **Board Decisions.** The act of a majority of the members present at a meeting at which a quorum is present shall be the act of the Board members, unless the act of a greater number is required by law or by these bylaws.

Section 6. **Vacancies.** Any vacancy occurring in the Board members and any membership to be filled by reason of any increase in the number of members, shall be filled by an appointment by the City Council of the City of Las Vegas. A member appointed to fill a vacancy shall serve for the unexpired term of his or her predecessor in office.

Section 7. **Compensation.** Members of such Board shall not receive any stated salaries for their services.

ARTICLE FIVE OFFICERS

Section 1. **Officers.** The officers of the Board shall be a Chairperson, one Vice-Chairperson, and such other officers as may be appointed in accordance with the provisions of this article.

Section 2. **Election and Term of Office.** All members of the Board shall be appointed by the Mayor and City Council ("City Council") of the City of Las Vegas. The initial term of office for each member shall be one year beginning April 1 and expiring on March 30 of the following year. Members may be reappointed to consecutive one-year terms as necessary.

Section 3. **Removal.** Any officer appointed may be removed by the Board members whenever a member misses three (3) consecutive meetings without prior authorization from the Chairperson and the Board sends a letter to the member suggesting resignation. If said resignation does not occur, the Board may recommend to the City Council that the member be removed.

Section 4. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Las Vegas City Council for the unexpired portion of the term.

Section 5. **Powers and Duties.** The several officers shall have such powers and shall perform such duties as may from time to time be specified in resolutions or other directives of the Board. In the absence of such specifications, each officer shall have the powers and authority and shall perform and discharge the duties of officers of the same title serving in boards having the same or similar general purposes and objectives as this Board. The Chairperson shall preside at all meetings and has general supervision of the matters of the Board. The Vice-Chairperson will assist and assume the duties of the Chairperson in his or her absence.

ARTICLE SIX BOOKS AND RECORDS

The Board shall keep correct and complete keep minutes of the proceedings of its members, the Board, and exercising any of the authority of this Board, and shall keep at the principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Board may be inspected by any member, or his or her agent or attorney, or any member of the public, for any proper purpose at any reasonable time.

ARTICLE SEVEN AMENDMENT OF BYLAWS

These bylaws may be altered, amended, or repealed, and new bylaws may be adopted by the City Council of the City of Las Vegas.