#### **BOARD OF TRUSTEES**

Jennifer Cunningham, Chair Shaun Carey, Vice-Chair Cortney Young, Treasurer Adam Kramer, Secretary Carol Chaplin, Trustee Joel Grace, Trustee Richard Jay, Trustee Kitty Jung, Trustee Art Sperber, Trustee



**PRESIDENT/CEO** Daren Griffin, A.A.E.

CHIEF LEGAL COUNSEL

BOARD CLERK Lori Corkery

Jenn Ewan

### **AGENDA**

Board of Trustees Special Meeting Thursday, June 26, 2025 | 9:30 AM -- Virtual Only --

### **Notice of Public Meeting**

Meetings are open to the public and notice is given pursuant to NRS 241.020.

This meeting will be livestreamed and may be viewed by the public at the following link:

Watch on Zoom: https://us02web.zoom.us/j/83886927067

**Listen by Phone:** Dial 1-669-900-6833 **Webinar ID:** 838 8692 7067

### **Accommodations**

Members of the public who require special accommodations or assistance at the meeting are requested to notify the Clerk by email at <a href="lectrology: lectrology: lectrolog

### **Public Comment**

Anyone wishing to make public comment may do by the one of the following methods:

- 1) By emailing comments to <u>lcorkery@renoairport.com</u> by <u>4:00 p.m. on the day before the meeting</u>. Comments submitted will be given to the Board for review and included with the minutes of this meeting.
- 2) Virtually through Zoom. You must have a computer or device with a working microphone. Use the information above to log into the Zoom meeting and use the "Chat" feature to submit a request to speak. When the Chair calls for public comment, your microphone will be turned on and you will be addressed to speak.

Public comment is **limited to three (3) minutes** per person. No action may be taken on a matter raised under general public comment.

#### **Posting**

This agenda has been posted at the following locations:

- 1. RTAA Admin Offices, 2001 E. Plumb
- 2. www.renoairport.com 3. https://notice.nv.gov/

### **Supporting Materials**

Supporting documentation for this agenda is available at <a href="www.renoairport.com">www.renoairport.com</a>, and will be available for review at the Board meeting. Please contact the Board Clerk at <a href="lcorkery@renoairport.com">lcorkery@renoairport.com</a>, or (775) 328-6402 for further information.

### 1. INTRODUCTORY ITEMS

- 1.1 Pledge of Allegiance
- 1.2 Roll Call

### 2. PUBLIC COMMENT

### 3. INFORMATION / POSSIBLE ACTION ITEMS

- 3.1 <u>Board Memo No. 06/2025-38</u> (For Possible Action): Review, discussion and potential authorization for the President/CEO to finalize terms and execute Change Order #1 to the HQ Project Construction Contract for GMP #2 Central Utility Plant at the Reno-Tahoe International Airport, with Clark/Sullivan Construction, for a Guaranteed Maximum Price of \$45,462,276, increasing the total contract amount to \$46,813,545
- 3.2 <u>Board Memo No. 06/2025-39</u> (For Possible Action): Review, discussion and potential authorization for the President/CEO to execute Amendment #3 to the Professional Services Agreement for Construction Management Services for the Reno-Tahoe International Airport New Gen A&B Project with Construction Materials Engineers, Inc. in the amount of \$3,506,740, for the Central Utility Plant Project, increasing the total contract amount from \$720,497 to \$4,227,237
- 3.3 <u>Board Memo No. 06/2025-40</u> (For Possible Action): Review, discussion and potential authorization for the President/CEO to execute Amendment #6 to the Professional Services Agreement for consultant services for the design of the Reno-Tahoe International Airport New Gen A&B Project with Gensler Architecture, Design & Planning, P.C., in the amount of \$1,449,172.71, for the Central Utility Plant Project Construction Administration Services, increasing the total contract amount from \$47,033,902 to \$48,483,074.71
- 3.4 <u>Board Memo No. 06/2025-41</u> (For Possible Action): Review, discussion and potential authorization for the President/CEO to execute a Line Extension Agreement with NV Energy for the Central Utility Plant at the Reno-Tahoe International Airport, in an amount up to \$950,000
- 3.5 <u>Board Memo No. 06/2025-42</u> (For Possible Action): Review, discussion and potential approval of Resolution 574 establishing a Reno-Tahoe Airport Authority Board policy specific to Local Governmental Officers or Employees who serve as Board Members or Trustees
- 3.6 <u>Board Memo No. 06/2025-43</u> (For Possible Action): Review, discussion and potential approval of Resolution 575 establishing Board Policy on Trustee absences, recusals and resignations

### 4. PUBLIC COMMENT

#### 5. ADJOURNMENT



06/2025-38

### In Preparation for the Special Board Meeting on June 26, 2025

**Subject:** Authorization for the President/CEO to finalize terms and execute Change Order #1 to

the HQ Project Construction Contract for GMP #2 - Central Utility Plant at the Reno-Tahoe International Airport, with Clark/Sullivan Construction, for a Guaranteed Maximum Price of \$45,462,276, increasing the total contract amount to \$46,813,545

### STAFF RECOMMENDATION

Staff recommends that the Reno-Tahoe Airport Authority (RTAA) or (Owner) Board of Trustees (Board) adopt the motion stated below.

### STRATEGIC PRIORITIES

Safety and Security People Facilities for the Future Air Service and Cargo Customer Experience Sustainability

### **BACKGROUND**

In January 2024, A Professional Services Agreement (PSA) with Clark/Sullivan Construction (Clark/Sullivan) to perform Preconstruction Services as the Construction Manager at Risk (CMAR) for the Headquarters (HQ) project (HQ Project) was authorized by the RTAA Board.

In January 2025, a Construction Contract with Clark/Sullivan was authorized by the RTAA Board. The original contract scope included the Guaranteed Maximum Price (GMP) #1 - RTAA HQ Early Procurement Equipment Package, as a part of the HQ Project at the Reno-Tahoe International Airport.

The Central Utility Plant (CUP) will be an 11,500-square-foot facility designed to provide essential utilities—including heating, cooling, and emergency power—to the HQ and the new Gen A & B concourses. This CUP will feature a state-of-the-art mechanical system that delivers chilled and hot water to maintain optimal conditions in the new MoreRNO facilities while also supplying new electrical service to power them seamlessly.

The CUP project (CUP Project) is an essential aspect of all MoreRNO projects as the CUP needs to be completed first in order to complete the HQ and the New Gen A&B Projects. The CUP Project was previously part of the larger New Gen A&B Project with a CMAR delivery method by Holder/Q&D Joint Venture (HQD). In February 2025, the RTAA made the decision to

terminate the contract with HQD for convenience. Prior to termination, HQD submitted a Draft GMP for the CUP Project. The GMP was never finalized or executed.

To stay on schedule while a new CMAR was selected, the RTAA investigated alternative delivery options for the CUP. The RTAA determined, per Nevada Revised Statutes (NRS), that the remaining CUP Preconstruction Services could be included, by amendment into Clark/Sullivan's contract.

In March 2025, a \$49,800 amendment to the PSA with Clark/Sullivan received administrative approval. Following this, Clark/Sullivan initiated coordination with the CUP team and commenced subcontractor outreach in preparation for the CUP GMP.

### **DISCUSSION**

On April 7, 2025, Clark/Sullivan issued an invitation to bid on the scope of work within the CUP Issued for Bid (IFB) documents to all pre-qualified bidders. Sealed bids were received at the Clark/Sullivan offices on May 2<sup>nd</sup>, and the bid opening took place on May 5<sup>th</sup> at the Clark/Sullivan offices with the RTAA present. The bidding process complied with Nevada Revised Statutes (NRS) 338, including prequalification of all bidders and Owner participation at all bid openings. A summary of the CUP GMP is shown below in Table 1:

**Table 1 – CUP GMP Summary** 

Description	Cost
General Conditions/General Requirements/Bonds/Insurance	\$8,212,046
Work/Construction	\$33,117,818
CMAR Contingency	\$1,218,514
Owner Contingency	\$1,324,144
CMAR Fee	\$1,589,754
Total GMP	\$45,462,276

The Clark/Sullivan CUP GMP came in approximately \$14 million lower than the budgeted amount for this project, which was based off the HQD Draft GMP.

### **FISCAL IMPACT**

The construction of the CUP Project will be funded by RTAA issued Alternative Minimum Tax (AMT) Bonds, Airport Terminal Program (ATP) Grants, and Passenger Facility Charge (PFC) fees. Below is a summary of the costs to date associated with the construction of this project:

**Table 2 – Updated Construction Cost Summary** 

Description	Cost	Company
Construction Management Services (CM)	\$3,506,740	Construction Materials Engineers, Inc. (CME)
Construction Administration Services (CA)	\$1,449,172.71	Gensler
Line Extension Agreement (LEA)	\$950,000	NV Energy

Construction Contract	\$45,462,276	Clark/Sullivan Construction
Total	\$51,368,188.71	-

The LEA and CM and CA services professional service agreements are seeking authorization under separate actions.

Table 3 – Updated New Gen A&B Estimate at Completion

Category	Description	Cost
Soft Costs	-	\$148,510,270
A/E Design	Gensler Architecture Design & Planning	\$46,884,417
Pre-Construction Services	Holder Q&D, a Joint Venture	\$2,000,000
Pre-Construction Services	McCarthy Building Companies, Inc.	\$2,463,000
Owner Pre-Construction Services	Construction Materials Engineering	\$681,360
Construction Admin (Estimate)	Gensler Architecture Design & Planning	\$14,401,356
Construction Management (Estimate)	Construction Materials Engineering	\$15,806,037
EPM (completed)	Red Brick	\$1,672,515
PMO	Jacobs Solutions Inc.	\$5,257.679
Other Consulting Services	Misc.	\$25,402,295
Administrative Expenses	Misc.	\$6,004,693
Owner's Contingency	TBD/Misc.	\$27,936,918
Hard Costs	-	\$501,489,730
Central Utility Plant (CUP) – Long Lead Equipment	ACCO & Cupertino	\$11,702,346
S. RON Apron Expansion	Q&D Construction	\$8,634,000
Concourse Enabling Packages	Q&D Construction	\$672,868
Concourse – Long Lead Equipment	Nelson Electric	\$6,212,400
Concourse Common Use Enabling	Q&D Construction	\$831,264
Central Utility Plant (CUP)	Clark/Sullivan	\$45,462,276

New Gen A&B – (Estimate)	McCarthy Building Companies, Inc.	\$427,974,576
<b>Total Estimate at Completion</b>	-	\$650,000,000

### **COMMITTEE COORDINATION**

Not Applicable

## PROPOSED MOTION

"Move to authorize the President/CEO to finalize terms and execute Change Order #1 to the HQ Project Construction Contract for GMP #2 - Central Utility Plant at the Reno-Tahoe International Airport, with Clark/Sullivan Construction, for a Guaranteed Maximum Price of \$45,462,276, increasing the total contract amount to \$46,813,545."



06-2025-39

### In Preparation for the Special Board Meeting on June 26, 2025

**Subject:** Authorization for the President/CEO to execute Amendment #3 to the Professional Services Agreement for Construction Management Services for the Reno-Tahoe International Airport New Gen A&B Project with Construction Materials Engineers, Inc. in the amount of \$3,506,740, for the Central Utility Plant Project, increasing the total contract amount from \$720,497 to \$4,227,237

### STAFF RECOMMENDATION

Staff recommends that the Board adopt the motion stated below.

### **STRATEGIC PRIORITIES**

Safety and Security People Facilities for the Future Air Service and Cargo Customer Experience Sustainability

### **BACKGROUND**

In June of 2023, a Professional Services Agreement (PSA) was executed with Gensler Architecture, Design & Planning, P.C. (Gensler) to begin design on the New Gen A & B project. The project scope included two replacement concourses, a new Central Utility Plant (CUP), and the South Remain Overnight (S. RON) Apron Expansion. The design of the S. RON was completed in April 2024, and the design of the CUP was completed in November 2024. The design of the concourses is scheduled to be completed in August 2025. As we have transitioned from design into construction, the RTAA has a need to bring on Construction Management (CM) services.

The base contract to provide CM services was awarded to Construction Materials Engineers, Inc. (CME) in November 2024 for the S. RON Apron Expansion project.

In May 2025, Amendment #1 was executed with CME in the amount of \$68,175. The scope of work included CM services for the Concourse Enabling Project and the Concourse Early Equipment Project.

In June 2025, Amendment #2 was executed with CME in the amount of \$20,500. The scope of work included CM services for the Concourse Common Use Enabling Project.

### **DISCUSSION**

The new CUP will be an 11,500-square-foot facility designed to provide essential utilities—including heating, cooling, and emergency power—to the HQ and the new Gen A & B concourses. This CUP will feature a state-of-the-art mechanical system that delivers chilled and hot water to maintain optimal conditions in the new MoreRNO facilities while also supplying new electrical service to power them seamlessly.

The CUP is the most crucial aspect of the MoreRNO project as it will supply essentially utilities to the other facilities being built. In order to implement the timely construction of our projects, the Reno-Tahoe Airport Authority (RTAA) is retaining CME to provide CM services. These services augment RTAA staff by providing specialized technical services and increasing assistance during seasonal construction periods. CM services are industry standard and are required by FAA regulations to ensure proper administration, inspection, and quality assurance for federally funded construction projects.

The specific services and associated fees are determined by the construction duration and the scope required to provide CM services for the CUP project. These services include owner's representation, construction management, project administration, quality assurance, construction inspection, materials testing, contract administration, tenant coordination, Disadvantaged Business Enterprise (DBE) compliance, certified payroll review, and apprenticeship conformance reviews and oversight.

### **FISCAL IMPACT**

It is anticipated that the CM services will be funded by RTAA-issued Alternative Minimum Tax (AMT) Bonds. Below is a summary of the contract costs to date and the associated funding sources:

**Table 1 – Updated Contract Amount Summary** 

Description	Cost	Funding Source
Base CM Services Contract	\$631,822	AMT Bonds
Amendment #1	\$68,175	AMT Bonds
Amendment #2	\$20,500	AMT Bonds
CUP Project CM Services (Amendment #3)	\$3,506,740.00	AMT Bonds
Total	\$4,227,237	-

Table 2 – Updated New Gen A&B Estimate at Completion

Category	Description	Cost
Soft Costs	-	\$148,287,024
A/E Design	Gensler Architecture Design & Planning	\$46,884,417
Pre-Construction Services	Holder Q&D, a Joint Venture	\$2,000,000
Pre-Construction Services	McCarthy Building Companies, Inc.	\$2,463,000
Owner Pre-Construction Services	Construction Materials Engineering	\$681,360
Construction Admin (Estimated)	Gensler Architecture Design & Planning	\$14,401,356
Construction Management (Estimated)	Construction Materials Engineering	\$15,806,037
EPM (completed)	Red Brick	\$1,672,515
PMO	Jacobs Solutions Inc.	\$5,257.679
Other Consulting Services	Misc.	\$25,402,295
Administrative Expenses	Misc.	\$6,004,693
Owner's Contingency	TBD/Misc.	\$27,713,672
Hard Costs	-	\$501,712,976
Central Utility Plant (CUP) – Long Lead Equipment	ACCO & Cupertino	\$11,702,346
S. RON Apron Expansion	Q&D Construction	\$8,634,000
Concourse Enabling Packages	Q&D Construction	\$672,868
Concourse – Long Lead Equipment	Nelson Electric	\$6,212,400
Concourse Common Use Enabling	Q&D Construction	\$831,264
Central Utility Plant (CUP)	Clark/Sullivan	\$45,685,522
New Gen A&B – (Estimated)	McCarthy Building Companies, Inc.	\$427,974,576
<b>Total Estimate at Completion</b>	-	\$650,000,000

### **COMMITTEE COORDINATION**

Not Applicable

### **PROPOSED MOTION**

"Move to authorize the President/CEO to execute Amendment #3 to the Professional Services Agreement for Construction Management Services for the Reno-Tahoe International Airport New Gen A&B Project with Construction Materials Engineers, Inc. in the amount of \$3,506,740, for the Central Utility Plant Project, increasing the total contract amount from \$720,497 to \$4,227,237."



06-2025-40

### In Preparation for the Special Board Meeting on June 26, 2025

Subject: Authorization for the President/CEO to execute Amendment #6 to the Professional Services Agreement for consultant services for the design of the Reno-Tahoe International Airport New Gen A&B Project with Gensler Architecture, Design & Planning, P.C., in the amount of \$1,449,172.71, for the Central Utility Plant Project Construction Administration Services, increasing the total contract amount from \$47,033,902 to \$48,483,074.71

### **STAFF RECOMMENDATION**

Staff recommends that the Board adopt the motion stated below.

### **STRATEGIC PRIORITIES**

Safety and Security People Facilities for the Future Air Service and Cargo Customer Experience Sustainability

### **BACKGROUND**

Constructed in 1981, the two existing Terminal Concourses at Reno-Tahoe International Airport (RNO) are undersized, aging, and in need of significant investment. In December of 2020, a Professional Services Agreement (PSA) in the amount of \$2,029,611 for consultant services was executed with Mead & Hunt for the development of the RNO Concourse Redevelopment Detailed Planning Study

In October of 2022, the Reno-Tahoe Airport Authority (RTAA) Board of Trustees approved the Preferred Alternative for the Concourse Redevelopment project, presented as part of the RNO Concourse Redevelopment Detailed Planning Study. This Concourse Redevelopment Planning Study was further developed into a Basis of Design Report (BODR) that was completed in early February 2023.

In June of 2023, a PSA was executed with Gensler Architecture, Design & Planning, P.C. (Gensler) in the amount of the \$17,994,409. The scope of work included the following Task Orders:

- Task Order #1 New Gen A&B 30% Design
- Task Order #2 South Remain Overnight (S. RON) 100% Design

- Task Order #3 Central Utility Plant (CUP) 100% Design
- Task Order #4 Geotech & Survey

In July of 2024, Amendment #1 to the PSA with Gensler for design services was executed in the amount of \$15,973,628. The scope of work included the following Task Orders:

- Task Order #5 New Gen A 100% Design
- Task Order #6 Miscellaneous Supplemental Services
  - o S. RON Glycol/Deicing Storage
  - New Gen A&B NEPA Support Services
  - o New Gen A&B New MDF Design
  - New Gen A&B Phasing Analysis
  - o CUP Geothermal Well Field Complete Analysis and Subsequent Design
  - o Geotech & Survey Additional Services

In October of 2024, Amendment #2 to the PSA with Gensler for design services was executed in the amount of \$12,916,380. The amendment progressed the design of Concourse B through 100% to align with the Concourse A design delivery. The scope of work included the following Task Orders:

• Task Order #7 – New Gen B – 100% Design

In November of 2024, Amendment #3 was executed in the amount of \$109,660. The amendment was the first scope of Construction Administration (CA) Services. The scope of work included the following Task Orders:

• Task Order #8 – S. RON – CA Services

In May of 2025, Amendment #4 was executed in the amount of \$33,725. The scope of work included the following Task Orders:

• Task Order #13 – Enabling and Early Equipment Projects – CA Services

In June of 2025, Amendment #5 was executed in the amount of \$6,100. The scope of work included the following Task Orders:

• Task Order #14 – Common Use Enabling Project – CA Services

### **DISCUSSION**

The new Central Utility Plant (CUP) will be an 11,500-square-foot facility designed to provide essential utilities—including heating, cooling, and emergency power—to the HQ and the new Gen A & B concourses. This CUP will feature a state-of-the-art mechanical system that delivers chilled and hot water to maintain optimal conditions in the new MoreRNO facilities while also supplying new electrical service to power them seamlessly.

To facilitate the construction phase, Gensler and their subconsultants will need to perform additional CA services. These services include, but are not limited to, responding to Requests for Information (RFI), reviewing submittals, attending construction meetings, and conducting site observation visits and reports. The scope of work includes the following Task Orders:

• Task Order #15 –CUP Project – CA Services

### **FISCAL IMPACT**

The RTAA is authorized to collect \$24,543,200 under PFC Application No. 16. The remaining balance is anticipated to be covered by Bipartisan Infrastructure Law – Airport Terminals Program (ATP) Grants, Passenger Facility Charge fees (PFC), RTAA issued Alternative Minimum Tax (AMT) Bonds. Below is a summary of the contract costs to date and the associated funding sources:

**Table 1 – Updated Contract Amount Summary** 

Description	Task Order	Cost	Funding Source
Base Contract	-	\$17,994,409	PFC & AMT Bonds
Amendment #1	-	\$15,973,628	ATP, PFC, & AMT Bonds
Amendment #2	-	\$12,916,380	PFC & AMT Bonds
Amendment #3	-	\$109,660	AMT Bonds
Amendment #4	-	\$33,725	AMT Bonds
Amendment #5	-	\$6,100	AMT Bonds
Amendment #6 – CUP Project CA Services	15	\$1,449,172.71	AMT Bonds
Total	-	\$48,483,074.71	

Table 2 – Updated New Gen A&B Estimate at Completion

Category	Description	Cost
Soft Costs	-	\$148,287,024
A/E Design	Gensler Architecture Design & Planning	\$46,884,417
Pre-Construction Services	Holder Q&D, a Joint Venture	\$2,000,000
Pre-Construction Services	McCarthy Building Companies, Inc.	\$2,463,000
Owner Pre-Construction Services	Construction Materials Engineering	\$681,360
Construction Admin (Estimated)	Gensler Architecture Design & Planning	\$14,401,356
Construction Management (Estimated)	Construction Materials Engineering	\$15,806,037
EPM (completed)	Red Brick	\$1,672,515

PMO	Jacobs Solutions Inc.	\$5,257.679
Other Consulting Services	Misc.	\$25,402,295
Administrative Expenses	Misc.	\$6,004,693
Owner's Contingency	TBD/Misc.	\$27,713,672
Hard Costs	-	\$501,712,976
Central Utility Plant (CUP) – Long Lead Equipment	ACCO & Cupertino	\$11,702,346
S. RON Apron Expansion	Q&D Construction	\$8,634,000
Concourse Enabling Packages	Q&D Construction	\$672,868
Concourse – Long Lead Equipment	Nelson Electric	\$6,212,400
Concourse Common Use Enabling	Q&D Construction	\$831,264
Central Utility Plant (CUP)	Clark/Sullivan	\$45,685,522
New Gen A&B – (Estimated)	McCarthy Building Companies, Inc.	\$427,974,576
<b>Total Estimate at Completion</b>	-	\$650,000,000

### **COMMITTEE COORDINATION**

Not Applicable

### PROPOSED MOTION

"Move to authorize the President/CEO to execute Amendment #5 to the Professional Services Agreement for consultant services for the design of the Reno-Tahoe International Airport New Gen A&B Project with Gensler Architecture, Design & Planning, P.C., in the amount of \$1,449,172.71, for the Central Utility Plant Project Construction Administration Services, increasing the total contract amount from \$47,033,902 to \$48,483,074.71."



06/2025-41

### In Preparation for the Special Board Meeting on June 26, 2025

Subject: Authorization for the President/CEO to execute a Line Extension Agreement with NV

Energy for the Central Utility Plant at the Reno-Tahoe International Airport, in an

amount up to \$950,000

### STAFF RECOMMENDATION

Staff recommends that the Board adopt the motion stated below.

### STRATEGIC PRIORITIES

Safety and Security
People
Facilities for the Future
Air Service and Cargo
Customer Experience
Sustainability

### **BACKGROUND**

The Central Utility Plant (CUP) will be an 11,500-square-foot facility designed to provide essential utilities—including heating, cooling, and emergency power—to the HQ and the new Gen A & B concourses. This CUP will feature a state-of-the-art mechanical system that delivers chilled and hot water to maintain optimal conditions in the new MoreRNO facilities while also supplying new electrical service to power them seamlessly.

As part of the design for the new CUP and New Gen A & B, the project team identified the need for a new electrical feed—driven by the CUP's location, the upgrade from 5kV to 25kV service, and the goal of delivering a more resilient power supply to the Reno-Tahoe International Airport (RNO) campus.

In July 2023, the project team began coordination with NV Energy and in May 2024 the Reno-Tahoe Airport Authority (RTAA) executed a Design Initiation Agreement with them. The design was completed on June 2, 2025, and the RTAA executed a Design Approval Agreement one week later.

### **DISCUSSION**

The Line Extension Agreement is a contract with NV Energy that authorizes the execution of work related to the new electrical service for the CUP:

NV Energy will furnish and/or install:

- Approximately 2,080 linear feet of 25 kV 1000 MCM cable
- Approximately 75 linear feet of 25 kV 1/0 cable
- 2 4-way switches
- 1 600A primary meter
- 2 1800 kVA padmount capacitor banks

### NV Energy will remove:

• Approximately 460 linear feet of 25 kV - 1000 MCM cable

All other work associated with the construction and installation of the new electrical feed to the CUP is included in the Guaranteed Maximum Price (GMP) from Clark/Sullivan Construction.

### **FISCAL IMPACT**

The construction of the CUP will be funded by RTAA issued Alternative Minimum Tax (AMT) Bonds, Airport Terminal Program (ATP) Grants, and Passenger Facility Charge (PFC) fees. Below is a summary of the costs to date associated with the construction of this project:

**Table 1 – Updated Construction Cost Summary** 

Description	Cost	Company
Construction Management Services (CM)	\$3,506,740	Construction Materials Engineers, Inc. (CME)
Construction Administration Services (CA)	\$1,449,172.71	Gensler
Line Extension Agreement	\$950,000	NV Energy
Construction Contract	\$45,685,522	Clark/Sullivan Construction
Total	\$51,591,434.71	-

The Construction Contract, CM, and CA services Professional Service Agreements are seeking authorization under separate actions.

Table 2 – Updated New Gen A&B Estimate at Completion

Category	Description	Cost
Soft Costs	-	\$148,287,024
A/E Design	Gensler Architecture Design & Planning	\$46,884,417
Pre-Construction Services	Holder Q&D, a Joint Venture	\$2,000,000
Pre-Construction Services	McCarthy Building Companies, Inc.	\$2,463,000

Owner Pre-Construction Services	Construction Materials Engineering	\$681,360
Construction Admin (Estimated)	Gensler Architecture Design & Planning	\$14,401,356
Construction Management (Estimated)	Construction Materials Engineering	\$15,806,037
EPM (completed)	Red Brick	\$1,672,515
PMO	Jacobs Solutions Inc.	\$5,257.679
Other Consulting Services	Misc.	\$25,402,295
Administrative Expenses	Misc.	\$6,004,693
Owner's Contingency	TBD/Misc.	\$27,713,672
Hard Costs	-	\$501,712,976
Central Utility Plant (CUP) – Long Lead Equipment	ACCO & Cupertino	\$11,702,346
S. RON Apron Expansion	Q&D Construction	\$8,634,000
Concourse Enabling Packages	Q&D Construction	\$672,868
Concourse – Long Lead Equipment	Nelson Electric	\$6,212,400
Concourse Common Use Enabling	Q&D Construction	\$831,264
Central Utility Plant (CUP)	Clark/Sullivan	\$45,685,522
New Gen A&B – (Estimated)	McCarthy Building Companies, Inc.	\$427,974,576
<b>Total Estimate at Completion</b>	-	\$650,000,000

# **COMMITTEE COORDINATION**

Not Applicable

### **PROPOSED MOTION**

"Move to authorize the President/CEO to execute a Line Extension Agreement with NV Energy for the Central Utility Plant at the Reno-Tahoe International Airport, in an amount up to \$950,000."



06/2025-42

In Preparation for the Special Board Meeting on June 26, 2025

**Subject:** Approval of **Resolution 574** establishing a Reno-Tahoe Airport Authority Board (the

"Board") policy specific to Local Governmental Officers or Employees who serve as Board Members or Trustees (referred to as "Board Members" or "Trustees").

### **BOARD CHAIR RECOMMENDATION**

In collaboration with the RTAA Chief Legal Officer, the Board Chair recommends that the Board adopt the motion stated below.

### STRATEGIC PRIORITIES

Trustees must uphold professionalism, integrity, and ethical conduct, ensuring decisions serve the RTAA's best interests. They must remain free from external influences, especially when employed by a Local Government, to avoid conflicts of interest or ethical concerns. This policy provides clear guidance to maintain the highest standards.

### **BACKGROUND**

Given that local governments have appointed -- and may continue to appoint -- their own employees or officers to the Board, and in alignment with Nevada law and the Nevada Commission on Ethics Opinions, the RTAA Chief Legal Officer, in conjunction with the Board Chair, determined that establishing clear guidelines is in the best interest of both RTAA and its Board. These guidelines aim to proactively address potential conflicts of interest and ethical concerns, ensuring transparency and clarity in expectations while fostering effective Board interactions.

### **DISCUSSION**

The RTAA Board Chair recommends adopting the above-stated policy in accordance with NRS 281A.420 and *In re Public Employee*, Comm'n Op. No. 18-137A (2018). For those Trustees who are also current Local Government Officers or Employers (NRS 281.611), such Trustee has the following responsibilities:

• **Disclose the Conflict** – Trustees must promptly and fully disclose with particularity the source, nature and extent of any actual or potential conflict of interest to the President/CEO of the RTAA, and upon notification from the President/CEO, consult with the Chief Legal Officer of the RTAA and as applicable to their appointing authority for a Local Government Employee or the governing body for a Local Government Officer. The RTAA will investigate all concerns regarding conflicts of interest. The RTAA will determine whether a conflict of interest exists and what action should be taken.

- Determining conflicts of interest is not the responsibility of individual Trustees in relation to their peers. All Trustees who believe they may have a potential conflict must comply with and operate in accordance with RTAA's Conflict of Interest Policy.
- **Abstain from Participation** Refrain from discussing, influencing, or voting on matters where a conflict exists.
- Avoid Access to Related Documents Do not access materials related to the conflicted matter.
- Leave the Room (if applicable) Physically remove themselves from discussions and votes when necessary.
- **Refrain from Operational Involvement** Do not interfere with operational matters assigned to RTAA staff by the Board or the President/CEO.
- Limit Direct Staff Interactions Avoid engaging with RTAA staff on operational, personnel, or administrative matters unless permitted by Board policy or action, or through approved communication channels.
- Take Paid Leave for RTAA-Related Activities Trustees holding concurrent Local Government positions must take paid leave from their government employment during Board meetings and RTAA-related activities.

### **CONSEQUENCES**

Trustees in violation of this Policy will be subject to the Disciplinary Procedures set forth in Section 9270 of the RTAA's Bylaws which are summarized as follows:

### **Disciplinary Procedures:**

- The Board of Trustees has the right to enforce its own rules and ensure members uphold ethical conduct.
- Serious or potentially serious violations should first be resolved informally if possible.
- If necessary, the Chair appoints a temporary committee to investigate alleged violations.
- The committee may seek assistance from the President/CEO or other RTAA personnel as needed.
- The accused Board Member is given a full opportunity to respond to any allegations.
- The committee submits a written report with recommendations to the Board.
- The Board may take action, including:
  - o Private censure
  - o Public censure
  - o Recommendation for removal by the appointing authority
- All meetings related to this procedure must comply with Nevada Open Meeting Law (NRS Chapter 241).

### **FISCAL IMPACT**

There is no fiscal impact at this time.

### PROPOSED MOTION

"Move to approve Resolution 574, establishing a Reno-Tahoe Airport Authority Board policy specific to local governmental officers or employees who serve as Board Members or Trustees."

### **EXHIBIT "A"**

### **RESOLUTION NO. 574**

# A RESOLUTION ESTABLISHING A POLICY SPECIFIC TO LOCAL GOVERNMENTAL OFFICERS OR EMPLOYEES WHO SERVE ON THE RENO-TAHOE AIRPORT AUTHORITY BOARD

**WHEREAS**, the Reno-Tahoe Airport Authority ("<u>RTAA</u>") recognizes that pursuant to Section 5 of the Reno-Tahoe Airport Authority Act, from time to time, individuals who are employed by or serve as an officer of a Local Government may also serve as a member of the RTAA Board of Trustees (each individual on the Board, a "<u>Trustee</u>", and collectively, the "<u>Board</u>");

**WHEREAS**, Local Government Employees or Local Government Officers have a duty to prevent both actual and perceived conflicts of interest;

WHEREAS, Local Government Employees or Local Government Officers have a duty to abide by all ethical guidelines set forth in Nevada law or the governing documents and policies of the Local Government entity by which they are an employee or an officer;

WHEREAS, a public officer or employee shall not seek or accept any gift, service, favor, employment, engagement, emolument or economic opportunity which would tend improperly to influence a reasonable person in the public officer's or employee's position to depart from the faithful and impartial discharge of the public officer's or employee's public duties (NRS 281A.400(1));

WHEREAS, a public officer or employee shall not attempt to benefit the public officer's or employee's personal or financial interest through the influence of a subordinate (NRS 281A.400(9));

**WHEREAS**, such employees must not use their public position to obtain or grant unwarranted privileges, favors, preferences, exemptions, or advantages for themselves or any individual with whom they have a private commitment, including their employers (NRS 281A.400(2));

**WHEREAS**, Trustees are expected to hold the highest standards of professionalism, integrity, and ethical conduct in all aspects of their oversight of and responsibilities to the RTAA;

WHEREAS, in the course of their service, Trustees may have access to confidential, proprietary or executive privileged information about the RTAA and its programs, plans, plans, systems, commercial relationships, legal positions, including such information as may impact or influence the interests of Local Governments;

WHEREAS, Trustees must always act in the best interest of the RTAA, including without limitation the nondisclosure of confidential, proprietary and executive privileged information of RTAA and ensuring that external influences do not compromise their duties to or decision-making responsibilities on behalf of the RTAA;

WHEREAS, a Trustee's service on the Board of the RTAA while concurrently being employed by or serving as an officer of a Local Government may create a particularly complex potential conflict of interest, give rise to a situation in which the Trustee has access to information adverse or useful to the interests of either or both the Local Government for which they are an employee or officer, to the RTAA's interests, or that presents other ethical issues; and

WHEREAS, the adoption of a policy regarding a public officer or employee who serves on the Board of the RTAA addressing potential conflicts of interest, ensuring separation of duties, preventing undue influence, and upholding ethical governance standards in accordance with Nevada law, the RTAA's Board of Trustees Bylaws ("Board's Bylaws") and the opinions and rulings of the Nevada Commission on Ethics, is in the best interest of the RTAA and will further its statutory mission.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Trustees of the Reno-Tahoe Airport Authority establish the following Policy:

### I. PURPOSE

Trustees of the Board are charged with disclosing all actual and potential conflicts of interest which might compromise a Trustee's duties and obligations to the RTAA, and which might affect the Trustee's objective determination of what best serves the interests and mission of the RTAA. Trustees must also comply with the Ethics In Government provisions found in Chapter 281A of the Nevada Revised Statutes ("NRS") NRS 281.5555 to 281.581 inclusive, NRS 281.611 to 281.651 inclusive and the Board's Bylaws.

For the purposes of this Policy:

- **A.** "Local Government" shall mean a county in this State, an incorporated city in this State and Carson City;
- **B.** "Local Governmental Employee" shall mean any person who performs public duties under the direction and control of a Local Governmental Officer for compensation paid by or through a Local Government; and
- C. "Local Governmental Officer" means a person elected or appointed to a position with a Local Government that involves the exercise of a power, trust or duty of a Local Government, including but not limited to (i) actions taken in an official capacity which involve a substantial and material exercise of administrative discretion in the formulation of local governmental policy; (ii) the expenditure of money by a Local Government; and (iii) the enforcement of laws and regulations of the State or a Local Government. (NRS 281.611)

### II. STATEMENTS OF POLICY

### A. Conflict of Interest

Trustees must always act in the best interest of the RTAA and must not permit personal and external interests to interfere with their Trustee duties.

For purposes of this policy, a potential conflict of interest occurs when a Trustee's interests (for example, financial interests, private or personal interests or legal obligations) interfere with the RTAA's interests or the Trustee's duties or obligations as a Local Government Employee or Local Government Officer.

For example, a potential conflict of interest can occur whenever a Trustee is able to influence a decision that may result in a personal gain for the Trustee, the Trustee's family member, or the Trustee's employer as a result of the RTAA's operations, projects, or policies. A potential conflict of interest also may occur if a Trustee has access to confidential, proprietary and executive privileged information by reason of their employment or office with a Local Government that influences the Trustee to act in a manner that does not advance the RTAA's interests, or conversely if the Trustee has access to such information through the scope of their service with the RTAA that could be or is used either to the benefit or detriment of the Local Government for which they are employed or serve as a public officer.

If you have a question about whether a situation is a potential conflict of interest, please contact the RTAA's Chief Legal Officer.

### B. Recusal, Abstention, Operational Limitations, Staff Interactions, and Paid Leave during RTAA-Related Activities

Pursuant to the Board's Bylaws, <u>NRS 281A.420</u> and <u>In re Public Employee</u>, <u>Comm'n Op. No. 18-137A</u> (2018), a Trustee of the RTAA shall recuse themselves from participating in any discussion, deliberation, or decision-making process in which they have a direct or indirect conflict of interest. This includes matters where personal, financial, or other interests may impair objectivity or create the appearance of impropriety.

In accordance with this Section B, Trustees must adhere to the following standards:

- i. **Disclose the Conflict** Trustees must promptly and fully disclose with particularity the source, nature and extent of any actual or potential conflict of interest to the President/CEO of the RTAA, and upon notification from the President/CEO, consult with the Chief Legal Officer of the RTAA and as applicable to their appointing authority for a Local Government Employee or the governing body for a Local Government Officer. The RTAA will investigate all concerns regarding conflicts of interest. The RTAA will determine whether a conflict of interest exists and what action should be taken.
  - O Determining conflicts of interest is not the responsibility of individual Trustees in relation to their peers. All Trustees who believe they may have a potential conflict must comply with and operate in accordance with RTAA's Conflict of Interest Policy set forth in the Bylaws of the RTAA Board of Trustees.
- ii. **Abstain from Participation** In an instance when an actual or potential conflict of interest exists, the disqualified Trustee must refrain from discussing, influencing, or voting on the matter in question.
- iii. Avoid Access to Related Information Trustees shall not review, request, obtain or access any confidential, proprietary or executive privileged information available to them within the scope of their employment or by reason of their service as an officer to a Local Government if such information relates to a subject matter before the RTAA or the intersection of transactions or governmental interaction between the RTAA and the Local Government. Trustees shall further not review, request, obtain or access any documents, records, or materials of or from the RTAA or the relevant Local Government to pursue an investigation of whether a conflict of interest exists or that relate to a subject matter under consideration by either the RTAA or the Local Government. Such investigation itself may result in creating an actual or potential conflict of interest.
- iv. **Leave the Room (if applicable)** Where necessary to avoid access to information that could create a potential conflict of interest or necessary to avoid access to information related to the intersection of transactions or governmental interaction between the RTAA and the Local Government, Trustees must physically remove themselves from the meeting during relevant discussions and votes.
- v. **Refrain from Operational Involvement** Trustees shall not engage in or interfere with operational matters that have been delegated to RTAA staff by the Board or the President/CEO. All operational responsibilities shall remain under the purview of the appropriate RTAA personnel.
- vi. **Limit Direct Staff Interactions** Trustees shall refrain from direct interactions with RTAA staff on matters related to operations, personnel decisions, or other administrative functions, except as authorized by a specific Board direction, Board policy, or through established communication channels.
- vii. **Take Leave for RTAA-Related Activities** A Trustee holding a concurrent position as a Local Government Employee or Local Government Officer must use leave time in the form of vacation, leave without pay, or other available leave options from their government employment for the duration of any Board meetings and any other RTAA-related activities to ensure separation of duties, prevent undue influence, and uphold ethical governance standards. *See In re Antinoro*, Comm'n Op. No. 14-59C (2015), *In re Augustine*, Comm'n Op. No. 47 (2004) and *In re Public Employee*, Comm'n Op. No. 18-137A (2018).

### C. Consequences

Trustees in violation of this Policy are subject to the Disciplinary Procedures set forth in Section 9270 of the Bylaws of the RTAA Board of Trustees which are summarized as follows:

### **Disciplinary Procedures:**

- The Board of Trustees has the right to enforce its own rules and ensure members uphold ethical conduct.
- Serious or potentially serious violations should first be resolved informally if possible.

- If necessary, the Chairman appoints a temporary committee to investigate alleged violations.
- The committee may seek assistance from the President/CEO or other RTAA personnel as needed.
- The accused Board Member is given a full opportunity to respond to any allegations.
- The committee submits a written report with recommendations to the Board.
- The Board may take action, including:
  - o Private censure
  - o Public censure
  - o Recommendation for removal by the appointing authority
- All meetings related to this procedure must comply with Nevada Open Meeting Law (NRS Chapter 241)

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	MATION
D.	Motion

On motion by Trustee		, s	econd by Trustee	the by the following vote of the
foregoing Resolution Board:	was passed and ac	lopted this 26 <sup>th</sup>	day of June 2025,	by the following vote of the
Ayes:				
Nays:				
Absent:				
			Cortney Young	g, Treasurer, Acting Chair
ATTEST:				,,
Adam Kramer	, Secretary			



06/2025-43

In Preparation for the Special Board Meeting on June 26, 2025

**Subject:** Approval of Resolution 575 establishing Board Policy on Trustee absences, recusals

and resignations

### **BOARD CHAIR RECOMMENDATION**

In collaboration with the RTAA Chief Legal Officer, the Board Chair recommends adoption of the motion below.

### STRATEGIC PRIORITIES

Active participation in Board and Committee meetings by all Trustees is vital for transparency, accountability, and effective decision-making. Trustees are expected to manage their employment, business, civic, and personal commitments to avoid to extent practicable instances of actual or potential conflicts of interest requiring their recusal from participating in discussion, deliberation or decision-making process which is essential to the RTAA.

### **BACKGROUND**

With RTAA undertaking its largest capital project since 1977, full Trustee engagement is more critical than ever. Excessive absences or frequent recusals can hinder Board responsibilities and decision-making.

### **DISCUSSION**

A copy of the proposed policy is included as "Exhibit A". To ensure Board effectiveness, this policy sets clear expectations for attendance, recusals, and potential resignations:

### • Attendance Requirements:

- o In accordance with NRS 281A.420, Trustees must attend scheduled Board meetings and vote on action items when possible or permissible.
- Trustee absences will be recorded in Board minutes and the last Board meeting of the calendar year shall include a report on Trustee attendance percentages as an agenda item.
- Missing more than half of meetings in any consecutive six-month period may result in a request for resignation from the Board or subject the Trustee to the Disciplinary Procedures set forth in Section 9270 of the Board's bylaws.
- o Remote attendance does not count as an absence.

### • Recusal Guidelines:

 Trustees must recuse themselves from participating in and voting on matters where they have a conflict of interest in accordance with the Board's policies regarding

- conflicts of interest, the Board's bylaws, and relevant state law. Trustee recusal is important to ensure that Trustees uphold their duty of loyalty to the RTAA. Frequent recusal or recurring recusal on substantive matters deprives the RTAA of the Trustee's active participation, judgment, and insight on matters before the Board.
- O A Trustee required to recuse themselves from more than half of the substantive matters scheduled for public action within any consecutive six-month period, may be asked to resign from the Board to maintain Board efficiency or be subject to the Disciplinary Procedures set forth in Section 9270 of the Board's bylaws.
- Trustee recusals will be recorded in the Board minutes and in a conflict log that details the nature of the conflict requiring recusal. The conflict log will allow Trustees to track and manage conflicts over time and ensure that disinterested Trustees are aware of the exact nature of the conflict to appropriately oversee the conflict. The last Board meeting of the calendar year shall include a report on Trustee recusal percentages and a summary of the nature of the conflicts.

### • **Voluntary Resignation:**

- Trustees may choose to resign if they recognize their absences or recusals are preventing them from fulfilling their duties.
- o A voluntary resignation ensures smooth transitions and upholds Board integrity.

### • Consequences

Trustees in violation of this Policy are subject to the Disciplinary Procedures set forth in **Section 9270 of the Board's Bylaws** which are summarized as follows:

### **Disciplinary Procedures:**

- The Board of Trustees has the right to enforce its own rules and ensure members uphold ethical conduct.
- Serious or potentially serious violations should first be resolved informally if possible.
- If necessary, the Chairman appoints a temporary committee to investigate alleged violations.
- The committee may seek assistance from the President/CEO or other RTAA personnel as needed.
- The accused Board Member is given a full opportunity to respond to any allegations.
- The committee submits a written report with recommendations to the Board.
- The Board may take action, including:
  - o Private censure;
  - o Public censure; or
  - o Recommendation for removal by the appointing authority.
- All meetings related to this procedure must comply with Nevada Open Meeting Law (NRS Chapter 241).

### FISCAL IMPACT

There is no fiscal impact at this time.

<u>PROPOSED MOTION</u>
"Move to approve Resolution 575 establishing a Reno-Tahoe Airport Authority Board policy on Trustee absences, recusals and resignations."

### **EXHIBIT "A"**

### **RESOLUTION NO. 575**

# A RESOLUTION ESTABLISHING BOARD POLICY ON TRUSTEE ABSENCES, RECUSALS AND RESIGNATIONS

**WHEREAS,** the Reno-Tahoe Airport Authority (the "<u>RTAA</u>") Board of Trustees (the "<u>Board</u>" as a whole and each individual trustee, a "<u>Trustee</u>") is entrusted with ensuring the efficient and ethical governance of the RTAA:

**WHEREAS**, consistent attendance and active participation from Trustees are necessary for the Board to function effectively;

WHEREAS, the Trustees are not employees of the RTAA and accordingly have other professional, occupational and individual associations, relationships and responsibilities related to their employment, business associations, civic, and community commitments that may create commitments in a private capacity for the Trustee as defined by Nevada Revised Statutes ("NRS") 281A.065;

**WHEREAS**, such private capacity commitments may create actual or potential conflicts of interest for a Trustee that prevents them under applicable law from performing their duties to effectively and consistently serve on the Board;

WHEREAS, a duty of each Trustee is to manage their commitments in a private capacity to avoid to the extent practicable actual or potential conflicts requiring their recusal from participating in any discussion, deliberation, or decision-making process which is critical to the functions and mission of the Board;

**WHEREAS**, Trustees also may be absent from meetings of the Board, its Committees, and other duties of a Trustee by reason of health, employment responsibilities, or other personal commitments;

**WHEREAS**, excessive absences or frequent recusals due to conflicts of interest may prevent a Trustee from fulfilling their duties;

WHEREAS, the integrity and effectiveness of the Board depends on Trustees being fully engaged in discussions and decisions affecting the RTAA; and

WHEREAS, it is in the best interest of the RTAA to establish clear guidelines regarding Board meeting attendance and participation to promote Trustee and Board accountability and effectiveness.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Trustees of the Reno-Tahoe Airport Authority establish the following Policy:

### POLICY ON TRUSTEE ABSENCES, RECUSALS, & RESIGNATIONS

### I. PURPOSE

The RTAA Board plays a critical role in overseeing RTAA operations and ensuring ethical governance. Active participation by all Trustees is essential to maintaining transparency, accountability, and effective decision-making. Trustees are expected to attend Board meetings and participate in meetings to the full extent of their ability. At the same time, Trustees have employment, business, civic, and personal responsibilities and commitments that may either prevent regular performance of the Trustee's duties and responsibilities to the Board or which may give rise to actual or potential conflicts of interest requiring disclosure or recusal. Excessive absences or repeated recusals due to conflicts of interest can hinder the Board's ability to fulfill its responsibilities.

To address these concerns, this policy establishes clear expectations regarding attendance, recusals, and the potential need for resignation in cases where a trustee is unable to fully engage in Board duties.

### II. STATEMENTS OF POLICY

### A. Attendance Requirements:

- In accordance with NRS 281A.420, Trustees must attend scheduled Board meetings and vote on action items when possible or permissible. Trustees are expected to defend regular meeting times in their personal calendars and avoid scheduling other meetings during that time.
- Trustee absences will be recorded in Board minutes, and the last Board meeting of the calendar year shall include a report on Trustee attendance percentages as an agenda item.
- Missing more than half the meetings in any consecutive six-month period may result in a request for resignation from the Board or subject the Trustee(s) to the Disciplinary Procedures set forth in Section 9270 of the Board's bylaws.
- Remote attendance does not count as an absence.

### **B.** Recusal Guidelines:

- Trustees must recuse themselves from participating in and voting on matters where they have a conflict of interest in accordance with the Board's policies regarding conflicts of interest, the Board's bylaws, and relevant state law. Frequent recusal deprives the RTAA of the Trustee's active participation, judgment and insight on matters before the Board.
- A Trustee who is required by applicable Board policies, Board bylaws, or law to recuse themselves from more than half of substantive matters scheduled for Board public action within any consecutive six-month period may be asked to resign from the Board to maintain Board efficiency or be subject to the Disciplinary Procedures set forth in Section 9270 of the Board's bylaws.
- Trustee recusals will be recorded in the Board minutes and in a conflict log that details the nature of the conflict requiring recusal. The conflict log will allow Trustees to track and manage conflicts over time and ensure that disinterested Trustees are aware of the exact nature of the conflict to appropriately oversee the conflict. The last Board meeting of the calendar year shall include a report on Trustee recusal percentages and a summary of the nature of the conflicts.

### C. Voluntary Resignation:

- Trustees may choose to resign if they recognize their absences or recusals are preventing them from fulfilling their duties.
- A voluntary resignation ensures smooth transitions and upholds Board integrity.

### D. Consequences

Trustees in violation of this Policy are subject to the Disciplinary Procedures set forth in **Section 9270** of the Board's Bylaws which are summarized as follows:

### **Disciplinary Procedures:**

- The Board of Trustees has the right to enforce its own rules and ensure members uphold ethical conduct.
- Serious or potentially serious violations should first be resolved informally if possible.
- If necessary, the Chairman appoints a temporary committee to investigate alleged violations.
- The committee may seek assistance from the President/CEO or other RTAA personnel as needed
- The accused Board Member is given a full opportunity to respond to any allegations.
- The committee submits a written report with recommendations to the Board.

- The Board may take action, including:
  - o Private censure;
  - o Public censure; or
  - o Recommendation for removal by the appointing authority.
- All meetings related to this procedure must comply with Nevada Open Meeting Law (NRS Chapter 241).

### E. Motion

On motion by Trustee he foregoing Resolution was passed and Board:	, second by Trustee, and adopted this 26 <sup>th</sup> day of June 2025, by the following vote of the
Ayes:	
Nays:	
Absent:	
	Cortney Young, Treasurer, Acting Chair
ATTEST:	
Adam Kramer, Secretary	