

## **BYLAWS OF THE MARLA BAY GENERAL IMPROVEMENT DISTRICT**

### **ARTICLE I ORGANIZATION**

The name of the organization is Marla Bay General Improvement District which was created on December 20, 1966 as authorized by Nevada General Improvement District Law.

### **ARTICLE II PURPOSE**

The general purposes for which the Marla Bay GID was formed under NRS Chapter 318 are for the making of certain improvements and maintenance of the:

- A. Streets.
- B. Storm drainage.
- C. Lighting of streets.
- D. Fencing.
- E. Property maintenance of the three access points to the community beach.
- F. Maintenance of the entrance island.
- G. Maintenance of the two common areas on the east side of Pharris Lane.
- H. Any other items deemed necessary for the common good of the property owners of Marla Bay.

### **ARTICLE III BOARD OF TRUSTEES**

The property and business of the District shall be managed by The Board of Trustees who shall be elected and otherwise chosen pursuant to and shall exercise the powers granted by law under NRS Chapter 318.

- A. A total of five qualified candidates shall be elected as members of the Board to serve a term of 4 years as established in NRS Chapter 318.
- B. The elected officers of the Board shall include a Chairperson, Vice-Chairperson, Secretary, and Treasurer.
- C. The regular election of such officers shall be held annually at the first meeting of the Board after January 1 of each year. A special election to fill a vacancy of any officer may be held by the Trustees at a regular or special meeting. Any officer elected to fill a vacancy shall serve until the next election of officers.
- D. In the event of absence or inability of any officer to act, the Board may delegate the powers or duties of such officer to any other officer or Trustee.
- E. All officers of the Board may receive stipends if so ordered and fixed by the Board and are equal for all Trustees. This stipend may be suspended or reduced by a majority vote of the Board for as long as deemed necessary or prudent.
- F. Any officer vacancy on the Board shall be filled by the remaining members of the Board.
- G. Vacancies on the Board will be appointed by the Board from any qualified full time resident to serve until the next biannual election when the vacancy will be filled by election.

### **ARTICLE IV OFFICER RESPONSIBILITIES**

A. **CHAIRPERSON**-The Chairperson is responsible for calling to order and conducting the Board meetings and approving the final agendas before posting. Additional responsibilities as directed by the Board.

B. **VICE CHAIRPERSON**-The Vice-Chairperson acts as the Chairperson in the absence of the Chairperson. Additional responsibilities as directed by the Board.

C. **SECRETARY**-The secretary posts official meeting notices, keeps meeting minutes, maintains Trustee records, correspondences, Bylaws and bulletins, etc. The Secretary will keep copies of all contracts. Additional responsibilities as directed by the Board.

D. **TREASURER**-The treasurer keeps accurate accounts of all monies received and disbursed and pays all Board approved bills as they become due. The Treasurer will keep copies of all invoices and purchase orders and seek authorization for payment from a Trustee. Additional responsibilities as directed by the Board.

#### **ARTICLE V MEETINGS**

A. The Board will meet quarterly or at such time as the Board in its discretion may designate. The meetings will be located as the Board decides and may also be held electronically.

B. The Secretary shall keep audio recordings or transcripts of all meetings. The Secretary will keep minutes, certificates, contracts, resolutions and all Board acts, which shall be open to inspection to all owners of real property in the District as well as all other interested parties.

C. Special meetings of the Board may be called at any time by any Trustee.

D. All meetings of the Board shall have an agenda posted in at least four locations, one which can be electronically, and at least three working days prior to the meeting. Meetings will be held at such time as the notice thereof may specify, and for the objects and purposes therein stated.

E. Three(3) members of the Board shall constitute a quorum at any meeting.

F. Only items listed on the agenda as action items will be voted upon. No other discussion items or community input will be voted upon unless listed on the agenda as an action item.

G. Proxy or absentee voting is prohibited.

H. So far as practical, Robert's Rules of Order shall be followed by the Board unless in conflict with NRS and/or existing bylaws.

#### **ARTICLE VI FINANCE AND ACCOUNTING**

A. The monies of the District shall be deposited in the name of the District in such bank, banks or trust company as the Board of Trustees shall designate. Monies may be drawn out by direct payment or on checks signed in the name of the District by such person or persons as the Board by appropriate resolution shall direct. Three Trustees shall be designated by the Board to sign checks.

B. Each fiscal year shall commence on July 1<sup>st</sup> and end on June 30<sup>th</sup> of the succeeding year.

C. The District Treasurer will keep strict and accurate accounts of all money received by and disbursed for and on behalf of the District in permanent records. This will include, but not be limited to, maintaining all GID financial records including budget, general ledger, trial balances, etc., preparing checks to vendors and others, and filing required reports with various Federal, State and County agencies.

D. The Treasurer shall prepare and submit all State of Nevada and Douglas County required documents and will also annually prepare for Board approval a Preliminary and Final Budget for the State of Nevada.

#### **ARTICLE VII PURCHASE CONTRACTS**

The Marla Bay General Improvement District can and does make purchase contracts for services from the private sector within the scope of its purpose as set forth in NRS Chapter 318.

A. If the estimated amount required to perform the contract is more than \$10,000.00, request

for bids must be submitted to two or more persons or contractors capable of performing the scope of the work, if available.

C. Marla Bay General Improvement District Secretary shall maintain a permanent record of all requests for bids and all bids received.

D. All purchases above \$500.00 including contracts must be approved by a majority of the Board members present at a meeting. The Board will select one or more Trustees to be responsible for preparing specifications for work, seeking qualified vendors, obtaining bids, recommending most qualified vendor to the Board, the monitoring of all vendor activities for compliance with specifications and work quality and approval of payment for services. A responsible Trustee must approve any vendor invoice before the Treasurer makes a payment. However, in the event an invoice exceeds \$5,000.00, another Board member, other than the requisitioning Board member, must approve the invoice also, whenever possible.

E. Emergency work requires no bids or meeting.

#### **ARTICLE VIII ASSETS**

A. The Marla Bay GID has limited assets and owns no property.

#### **ARTICLE IX AMENDMENTS**

A. The Marla Bay General Improvement District shall have the power to adopt and amend bylaws, not to conflict with the Constitution and laws of the State:

1. For carrying on the business, objects and affairs of the Board and of the district.
2. Regulating the use or right of use of any project or improvement.

These By-Laws may be altered, amended or repealed by three or more Board members at any regular Board meeting of the Board of Trustees or any special meeting of the Board called for that purpose. Additionally these By-Laws shall be reviewed at a minimum of every four years.

#### **ARTICLE X UNLAWFUL PROVISION**

A. Should any provision in these By-Laws, or any amendments hereafter, be found to be unlawful or irregular or contrary to public policy by any court tribunal, or any authority having any jurisdiction in such matters, said decision or ruling shall in no way be construed so as to effect any of the remaining provisions of these bylaws, or any amendments hereto.