



MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE NEVADA HOUSING ASSISTANCE CORPORATION ON APRIL 8, 2016

The Board of Directors of the Nevada Affordable Housing Assistance Corporation, a Nevada non-profit corporation (“NAHAC”) held a public meeting on April 8, 2016, beginning at 2:00 p.m. PST at the following locations:

NAHAC Conference Room:

3016 W. Charleston Blvd., Suite 160, Las Vegas, Nevada 89102

By Teleconference to: (669) 224-3412; Access Code: 327-672-469; Meeting ID: 327-672-469

1. Call to order, Roll call.

The meeting was called to order by Stefanie Sharp, Legal Counsel acting as temporary Chairperson. Present were: Board Members Sharath Chandra - Nevada Housing Division Director; Michael Holliday - Nevada Housing Division Director and Joseph (J.D.) Decker - Nevada Business & Industry Director. Absent were: Board Members Kolleen Kelley - Independent Director; and Mohammad Nemati - Independent Director.

Also present were Michael Hanley - CEO/Executive Director; C.J. Manthe, Administrator - Nevada Housing Division ; Stefanie Sharp, Legal Counsel; Matthew Huckins, VP of HR and Operations; Martie Catey, Treasurer/Controller; A.J. Gavilanes, Administrative Assistant/Secretary and Colleen Platt, Counsel for the Nevada Housing Division. Members of the public were asked to sign in, and the sign-in-sheet is attached to the original minutes as Exhibit A.

2. Public comment (1st period)¹: No comments.

3. Introduction of the New Board of Directors.

Legal Counsel Sharp introduced the new Board of Directors and welcomed them.

- Michael Holliday, appointed as a Nevada Housing Division Director
- Sharath Chandra, appointed as a Nevada Housing Division Director
- J.D. Decker, appointed as the Nevada Business & Industry Director
- Mohammad Nemati - Independent Director

¹ This public comment agenda item is provided in accordance with NRS 241.020(2)(d)(3) which requires an agenda provide for a period devoted to comments by the general public, if any, and discussion of those comments. No action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken. Comments by the public may be limited to five minutes person as a reasonable time, place and manner restriction, but may not be limited based upon viewpoint.



Nevada Affordable Housing
Assistance Corporation

- Kolleen Kelley - Independent Director

4. Nomination and Election of Officers (For Possible Action):

a. *President/Chairperson of the Board.*

Director Decker moved to nominate and elect Sharath Chandra as President & Chairperson of the Board of Directors. The Motion was seconded by Director Holliday and approved by unanimous vote.

Sharath Chandra, newly elected President & Chairperson then took over as Chairperson of the meeting.

b. *Vice President/Vice Chairperson of the Board.*

Director Holliday moved to nominate and elect Kolleen Kelley as Vice President & Vice Chairperson of the Board of Directors. The Motion was seconded by Chairperson Chandra and approved by unanimous vote.

c. *Secretary.*

Chairperson Chandra moved to keep Administrative Assistant, A.J. Gavilanes in the position of Secretary. The Motion was seconded by Director Decker and approved by unanimous vote.

d. *Treasurer.*

Chairperson Chandra moved to keep Controller, Martie Catey in the position of Treasurer. The Motion was seconded by Director Decker and approved by unanimous vote.

Legal Counsel Sharp advised that she would update the list of officers with the Nevada Secretary of State to reflect the changes.

5. Item for Consideration & Possible Action: Discussion and possible approval for NAHAC to hire a Chief Operating Officer. (For Possible Action)

Chairperson Chandra opened for discussion and approval for NAHAC to hire a Chief Operating Officer.

Mr. Chandra felt there was a need for the position filled by someone familiar with programs and advised that it should be considered, discussed and moved forward on.



Director Holliday advised that the Chief Operating Officer position was referenced in the Amended Bylaws. He also suggested it would give NAHAC more capacity to ramp the programs up, and move forward, if there were someone dedicated to the programmatic functions.

Director Decker deferred to the Board Members who were more familiar with the organization, as he was new to the organization and did not have a copy of the Organizational Chart.

Director Holliday recommended developing a process for reviewing and hiring a candidate. Chairperson Chandra asked for input regarding having a Board Member work with Legal Counsel Sharp to develop a review and hiring process. Mr. Holliday agreed, as then Ms. Sharp could be involved in the contract as well, and he volunteered for that task. Ms. Sharp was agreeable to working with Mr. Holliday on that task.

Director Holliday moved to approve the hiring of a Chief Operating Officer and for him to work with Ms. Sharp to review and hire for the position. The Motion was seconded by Chairperson Chandra and approved by unanimous vote.

6. Presentation: Open Meeting Law Orientation – Colleen Platt, Esq.

Director Decker suggested that the NAHAC employee who would be handling the postings should sit in for presentation. Legal Counsel Sharp suggested that A.J. Gavilanes, Administrative Assistant/Secretary should be present.

CEO /Executive Director Hanley exited the meeting to notify Secretary Gavilanes.

CEO /Executive Director Hanley returned to the meeting.

Secretary Gavilanes joined the meeting.

Director Decker inquired as to who posts the agenda. Legal Counsel Sharp advised that Secretary Gavilanes would handle the Las Vegas postings, the Reno office would also handle some postings and Marketing Manager Tony Cammiso would handle the NAHAC and state website postings. Director Decker inquired as to who produces the agenda. Legal Counsel Sharp advised they were working on an internal process of how that would be handled and there would be a template form and guidance for whomever filled that role.

Ms. Platt reviewed the primary points of Nevada's Open Meeting Law including:

- Crafting the agenda – Discussion followed.
- Posting the agenda – Discussion followed.

Secretary Gavilanes exited the meeting.



Nevada Affordable Housing
Assistance Corporation

7. 2nd period of Public Comment and Discussion²:

Nevada Housing Division Administrator Manthe inquired as to the reason for Director Kelley's absence from the meeting. Legal Counsel Sharp advised that Director Kelley had a work commitment and was not sure if it would conclude in time to attend, and it appeared not.

Ms. Manthe also inquired if the resolution was still awaiting a signature to have that finalized. Ms. Sharp advised that one more signature was required to have a quorum on that, and Dr. Hilary Lopez had committed via email to sign it, and despite repeated follow-up Ms. Sharp had not yet received the signature. Ms. Sharp stated she would continue to work with Dr. Lopez to secure that final signature required for quorum and majority vote. Ms. Manthe expressed the hope that it would be secured by the end of the day. Ms. Sharp expressed that same hope.

8. Adjournment. (For Possible Action)

Director Holliday moved to adjourn the meeting. The Motion was seconded by Director Decker and approved by unanimous vote.

Approved:

Sharath Chandra,
President & Chairperson

² This public comment agenda item is provided in accordance with NRS 241.020(2)(d)(3) which requires an agenda provide for a period devoted to comments by the general public, if any, and discussion of those comments. No action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken. Comments by the public may be limited to five minutes person as a reasonable time, place and manner restriction, but may not be limited based upon viewpoint.