

1 LAS VEGAS-CLARK COUNTY LIBRARY DISTRICT
2 FOUNDATION BOARD OF TRUSTEES MEETING VIA ZOOM
3 THURSDAY, MAY 21, 2026

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5 [Meeting began at 12:26 p.m.]

6 CHAIR ORTIZ: Thank you very much. Good afternoon.
7 This is Felipe Ortiz, Chair. Today is May 21st, 2026. It's
8 approximately 12:26. We're at the Windmill Library, second floor,
9 meeting rooms holding the Las Vegas-Clark County Library District
10 Foundation meeting, our regularly scheduled meeting. And then
11 it's been publicly noticed.

12 And Mr. Chandler, will you take roll call?

13 MR. COOKS: Chair Ortiz.

14 CHAIR ORTIZ: Present.

15 MR. COOKS: Vice Chair Sanders.

16 VICE CHAIR SANDERS: Present.

17 MR. COOKS: Secretary Rogers.

18 SECRETARY ROGERS: Present.

19 MR. COOKS: Treasurer James.

20 TREASURER JAMES: Present.

21 MR. COOKS: Director Graham.

22 DIRECTOR GRAHAM: Present.

23 MR. COOKS: Director Bilbray-Axelrod.

24 DIRECTOR BILBRAY-AXELROD: Here.

25 MR. COOKS: Director Gaska.

1 [No response heard.]

2 Director Cervantes.

3 [No response heard.]

4 Director Hoapili.

5 [No response heard.]

6 Director Valdez.

7 [No response heard.]

8 Chair, a quorum is present.

9 CHAIR ORTIZ: Thank you. Having heard that we have a
10 quorum, let's proceed with our meeting so we don't hold
11 everybody up.

12 Topics raised under this item must be limited to matters
13 on today's agenda. Persons wishing to speak in public must sign in
14 on the sign in sheet before this item is addressed. The public
15 comment period for the Foundation Board Meeting shall be limited
16 to a maximum of 45 minutes for both periods. Remarks by
17 speakers during the public comment period shall be limited to three
18 minutes each. The speaker may not transfer to another speaker any
19 of his time, although the Chair has the authority to grant additional
20 time. When more than 15 people wish to speak, the Chair shall
21 proportionately reduce the time allotted to a 45-minute maximum.

22 Do we have -- Mr. Chandler, do we have anybody wishing
23 to speak on -- signed up to speak or called in?

24 MR. COOKS: No, Chair. There are no public comments.

25 CHAIR ORTIZ: Having heard that there's no public

1 comment, next item on the agenda is the proposed agenda that
2 everybody received via e-mail and it was posted. If there are no
3 objections, I will accept the motion to accept the proposed agenda.
4 Who will make that motion?

5 DIRECTOR BILBRAY-AXELROD: So moved.

6 CHAIR ORTIZ: So moved by Shannon Bilbray-Axelrod.

7 Is there a second?

8 TREASURER JAMES: Second.

9 SECRETARY ROGERS: Second.

10 CHAIR ORTIZ: Second by Fred James.

11 All in favor?

12 [ALL BOARD MEMBERS WERE IN AGREEMENT]

13 CHAIR ORTIZ: Okay. Motion to accept the proposed
14 agenda; voted yes.

15 The next item is Board action to accept the Foundation
16 Minutes of February 12, 2026. Everybody was given a copy of that
17 and hopefully had an opportunity to review.

18 DIRECTOR BILBRAY-AXELROD: I would make the motion
19 to approve the Minutes from February 12th, 2026.

20 CHAIR ORTIZ: Is there a second on approving the Minutes
21 from February 2nd, *[sic]* 2026?

22 TREASURER JAMES: Second.

23 SECRETARY ROGERS: Second.

24 CHAIR ORTIZ: Second by Nicole Rogers.

25 All in favor?

1 [ALL BOARD MEMBERS WERE IN AGREEMENT]

2 CHAIR ORTIZ: Thank you very much.

3 Next item is the Chair's Report. Thank you very much.

4 I've been the Chair for a couple of years; Felipe Ortiz. A lot of
5 things -- lots of things that we've got accomplished because of you.
6 Mostly ministerial items on how to do stuff. This is a working
7 board. We are now moving to hire an executive director or director
8 to help us out. But a lot of things were voted on. I'm going to
9 memorialize all that, so we don't forget. They are in the Minutes.
10 And so thank you.

11 One of the biggest accomplishments is getting -- number
12 one, helping the District close out the documents on the West Las
13 Vegas Library. The second big accomplishment is having our
14 global agreement with the Library District approved. That took
15 about three years, but it finally was approved.

16 And of course, having a lot of meetings in between
17 January and now, we kind of stopped Vice Chair Michelle from
18 interviewing -- her committee from interviewing somebody because
19 we didn't have enough money, but now we do. So we're going to
20 move on that. Thank you, Ms. Sanders.

21 And then of course, thank you everybody for your time
22 and assuring that everything gets done appropriately. That's all I
23 have to report.

24 At this time, let's go on to the next item. Las Vegas-Clark
25 County Library District Executive Director Kelvin Watson is excused

1 today. Floresto, is there anything that you need to report on his
2 behalf? Floresto Cabias.

3 MR. CABIAS: This is Floresto. Thank you, Mr. Chair.

4 No, the Executive Director's Report stands as presented.

5 CHAIR ORTIZ: Thank you very much.

6 Moving on to the next item. It's discussion and
7 presentation of a signed global agreement between the Foundation
8 and the library -- the Las Vegas-Clark County Library District. I
9 started it and then Shannon Bilbray-Axelrod finished it. All I can tell
10 you, we finally got an agreement. If you're watching online, you
11 can tell attorneys were paid to get this done because it should have
12 been pretty simple.

13 We agree to raise money for the District. We agree that
14 any money raised will be for the District. And that is our mission.
15 Essentially, it turned into about 140-page document with a lot of
16 details. And I get it because we're running a lot of money through
17 the Foundation, so it's important that we get everything accurately.
18 So it's not a criticism on the attorneys, it's a testament to the work
19 this Foundation does.

20 Effectively, it's signed by both groups. You gave
21 permission and authority to get this global agreement signed. The
22 Library District signed it back in late March. And so at the end of
23 the day, again, our job, our mission is to raise money and serve as
24 the donation vehicle and grant vehicle -- one of the grant vehicles
25 for the Las Vegas-Clark County Library District.

1 Secondly, we are a nonprofit, so we do tax deductions, we
2 do tax returns, we do audits, financial reports. And lastly, we -- the
3 agreement also called how do we separate us out to get a director
4 to help us do the ministerial work to go out and ask for money.
5 And so we had asked for 189,000 and it's described there. I believe
6 our portion is to raise 61,000 and it scales. The following year we
7 cannot get more than, I believe it's 20 percent of whatever we raise.
8 But -- so that means that the director has to -- whoever that is has to
9 raise sufficient money to pay for the salary, pay for operations, and
10 then also give back to the District.

11 The District is also providing us -- continues to provide us
12 with services that -- Clark County Library District are going to
13 provide us with an office for the director, with equipment, continue
14 to be helping us with the website and a lot of other items. But at
15 the end of the day, we need to move away from that so that we're
16 doing it ourselves.

17 And so hopefully you had the time to read this exceptional
18 document. A lot of it has been there before. This group started a
19 long time ago. So all they did was just transfer a lot, try to keep --
20 to honor what's been done in the past.

21 And so Ms. Shannon Bilbray-Axelrod, is there anything
22 that in particular sticks out or you'd like to comment on?

23 DIRECTOR BILBRAY-AXELROD: Thank you, no. Thank
24 you for the hard work, everyone. I'm glad we're finally to this point.
25 And I wholeheartedly say, let's do this.

1 CHAIR ORTIZ: And then if anybody wants, I do have
2 printed copies. I can mail them to you. Just text me. A copy of the
3 Foundation documents, this global agreement. And then I also sent
4 out part of -- just, again to send out the conflict of interest form that
5 we need to sign. And you'll get that just as part of our work.

6 Again, this is a working board, so bear with me. It takes a
7 little bit of time for me to get through 200 emails a day and get that
8 done, but I do get through.

9 And so Michelle Sanders, do you have any questions on
10 the Foundation Global Agreement with the library -- Las Vegas-
11 Clark County Library District?

12 Go ahead and unmute.

13 VICE CHAIR SANDERS: Can you hear me now?

14 CHAIR ORTIZ: Yes, I can. Go ahead. Do you have any --

15 VICE CHAIR SANDERS: All right.

16 CHAIR ORTIZ: -- questions or comments?

17 VICE CHAIR SANDERS: Yes. I did not have any questions,
18 but I want to comment what a wonderful job was done on it. And
19 thank you for your time and service to both of you for working so
20 hard on that agreement. Good job.

21 CHAIR ORTIZ: Thank you. Thank you to everybody else
22 for their patience because at the end of the day, it's about money.
23 It's about money; making sure it's not our money, make sure we
24 account for it and also provide the service to the District. So thank
25 you so much.

1 Nicole Rogers, do you have any questions or comments?

2 SECRETARY ROGERS: No questions. Great job.

3 CHAIR ORTIZ: Thank you.

4 Let's see. Fred, do you have any questions or comments?

5 TREASURER JAMES: No. No questions or comments.

6 Only comment is they did a great job on it. Thank you, Felipe and
7 Shannon.

8 CHAIR ORTIZ: Thank you very much.

9 Ms. Pamela Graham, thank you for joining us and we
10 appreciate you accepting the challenge of trying to find out the
11 correct link and getting on. But do you have any questions or
12 comments on the global agreement?

13 DIRECTOR GRAHAM: Thank you. No, I do not. Good job.
14 Thank you.

15 CHAIR ORTIZ: Thank you very much. Floresto, is there
16 anything else that I missed or any other comments that you'd like to
17 say on behalf of the director?

18 MR. CABIAS: Not at this time.

19 CHAIR ORTIZ: Thank you. So we move forward. We
20 move forward with a lot of good things. And this is going to go
21 very quickly. So thank you. There is no motion on that. It's just a
22 discussion and presentation.

23 Next item on the agenda is review of Financial Statement
24 and Treasurer's Report by Fred James. Go ahead, Mr. James.

25 TREASURER JAMES: Thank you. Chandler, can you put

1 that up?

2 Chandler's going to put up a copy of it.

3 I'm not going to take too much time on it. Basically, it's
4 showing just how much cash has gone through the account from
5 year to date and how much we have in the account -- how much
6 funding that we have in the account as of now.

7 But it's -- oh, go back.

8 DIRECTOR BILBRAY-AXELROD: Yep, you were just there.

9 TREASURER JAMES: There you go. I don't know if you
10 could fit that all on one page? There you go. All the way over.
11 There you go.

12 And this in particular shows the funding level. This is
13 something that I need to work with the District finance and -- so that
14 we can clear this all up before we start working. And this needs to
15 be -- all these funds need to be zeroed out. All funding up until this
16 day has always gone back to the District. Very -- food funding only
17 went for food when we actually paid for it for our meeting.

18 So basically, we need to close out these funds, be
19 forgiven for whatever money that wasn't put in these funds. We
20 kind of found out what happened was projects came up and they
21 just diverted funds to pay for those projects. But we did have two
22 Board members on this Board who voted for those changes. So we
23 need to clear this out, clear the Board effective -- so July 1st is our
24 effective date.

25 So on July 1st, as our effective date, we start out with zero

1 accounts, no projects unless we approve those projects. In other
2 words, unless we have the funding to approve those projects, that's
3 what will be showing up on this list. So these projects need to be
4 closed down. So I'll work with finance.

5 Floresto, I need to set up a meeting with you guys on this
6 particular schedule so that we can close out and you can talk with
7 the District management and determine what we can do or what we
8 can expect from you.

9 MR. CABIAS: Will do.

10 TREASURER JAMES: Okay. Thank you.

11 So I'm going to go ahead and move on to the next item
12 which is the next item is the budget.

13 CHAIR ORTIZ: For discussion and possible Board action
14 to adopt an annual budget.

15 Go ahead, Fred James.

16 TREASURER JAMES: Okay. Go ahead and bring that up.

17 There it is. As you can see, this is pretty much what our
18 budget is going to be.

19 Can you widen that out bigger so people can see it better?

20 There you go.

21 As you can see that we're expecting from -- the
22 Foundation is expecting from the Library District, I'm calling it
23 grants in the Foundation of 189. That's going to be effective
24 starting the 1st. Now you might see restricted grants; those are
25 funding that come in and they go in and out.

1 After-school tutoring; that might not be a program that
2 we're doing. Business -- individual business contribution; that's
3 the money that we're going to be debating.

4 Bookstore sales; we no longer are going to be doing that
5 That's going to be strictly the District, if I remember correctly.

6 CHAIR ORTIZ: Correct.

7 TREASURER JAMES: So the interest income is off the
8 money that's going to be coming from the Endowment Fund. So
9 we have \$3 million. So anything over three, we get that. So for the
10 time being, I don't know how much we're going to be getting, so
11 I'm just going through now.

12 Go down a little bit. Just scroll down now.

13 Now, we -- on administrative payroll costs, we're looking
14 at we had \$185,000, but that's for executive staff -- for the executive
15 administrative staff, payroll taxes and got to keep in mind that we
16 need to offer medical. So I'm thinking at the moment that maybe
17 we could talk to the Library District and see if -- that we could add --

18 DIRECTOR BILBRAY-AXELROD: Buy-in.

19 TREASURER JAMES: Buy in to the health insurance but
20 we pay through it from the funding that we get but we reimburse
21 the District.

22 MR. SERPICO: I'll have to check because they're not our
23 employee [indiscernible] Teamster's insurance.

24 TREASURER JAMES: Yes.

25 MR. SERPICO: Through that. So we would want people

1 [indiscernible] look at that if that's --

2 TREASURER JAMES: If you could find out.

3 MR. SERPICO: Yeah.

4 TREASURER JAMES: Okay. Because that would --

5 DIRECTOR BILBRAY-AXELROD: Okay. Why don't you say
6 that on the record? So it's because it's Teamsters -- it's Teamsters
7 that we're going to have legal look at that to see if that is possible.

8 TREASURER JAMES: Okay.

9 MR. SERPICO: Well, because it's ours, too, but they're
10 not -- so --

11 TREASURER JAMES: If you could --

12 MR. SERPICO: They're not an employee of the District.

13 TREASURER JAMES: Right. They're an employee -- they
14 would be an employee of the Foundation, which we do have a
15 relationship, and see if they would -- if the Teamsters would go
16 along with it. I mean, if they would accept it, that person. But that's
17 just something that we can -- hopefully we can get. But if it's not,
18 it's going to be -- no matter what it is, if it's a single person, or a
19 family it's going to run around anywhere from \$8,000 to \$15,000.
20 And I have set up 18,000 just to make sure that we have enough to
21 cover.

22 Contracted services. We won't have any unless we have --
23 the only contracted services would be the transcription, but I put
24 that on the financial and legal fees. But for the time being, I put in
25 50,000 and that's professional fees. That's legal fees for 10. That's

1 for four meetings a year and any other legal issues that come up
2 that may affect the Foundation.

3 Accounting and bookkeeping. We need to have a
4 bookkeeper because we need to start -- effective July 1st, I want to
5 have our own accounting system -- our own accounting
6 department. So I'm looking at something like 20,000.

7 The annual audit, and that person is going to put together
8 our financial statements. So they'll work with us on the
9 bookkeeping on a month-to-month basis. They will report to us on
10 the quarterly basis. And then they've put together our financial
11 statements for us instead of the District. So this is going to be
12 effective July 1st.

13 The annual audit that we expect, I think you said it was 15,
14 12. Okay.

15 CHAIR ORTIZ: Floresto, how much do they charge us on --
16 Felipe Ortiz for the record. How much do they charge us for the
17 audit? Do you recall?

18 MR. CABIAS: Approximately \$12,000 for the audit and
19 approximately \$2,000 for tax preparation work.

20 TREASURER JAMES: Okay, that's about right. So I put in
21 almost the right amount. So I have an annual amount of 15,000 and
22 then the meeting transcripts about 5,000. So -- and I put in about
23 50,000 for all of that.

24 So now in the next line item, if we go down -- if you scroll
25 up, which is the \$10,000 for website development and maintenance.

1 It's going to be great if you do work with us on this, but it's
2 something that we need to be responsible for and something that
3 we need to develop for ourselves.

4 Liability insurance. I need to get the name of the people
5 that has -- that does our liability insurance so I can make sure that I
6 have the right amount for the liability insurance. I think we -- I have
7 to find out how much that is, but I think I put in 7,500 just in case.

8 Now the executive probably needs to do some traveling
9 for boards, you know, nonprofit boards and training. So there
10 might be some training. So I put in 5,000 for that.

11 Printing and copying and postage, 2,000. Okay. And then
12 program supplies and headphones, that could be through
13 donations. So I don't have any money for that. So that's
14 something that we have to just wait till we get a program.

15 \$1,500 for business cards. I suspect this person is going
16 to be handing out a lot of business cards. There's going to be a lot
17 of startup costs in the beginning.

18 And then car allowance. This is going to be interesting.
19 Car allowance and cell phone. So I put in 5,000 for car and cell
20 phone for 2.

21 And that comes out to be 268,000 obviously. The
22 difference is going to be 79,000. So there's going to be some
23 adjustment if we're only required to come up with \$61,000. Any
24 questions on the budget?

25 CHAIR ORTIZ: I'm going to go around. Vice Chair

1 Pamela -- sorry, Michelle Sanders, do you have any questions?

2 VICE CHAIR SANDERS: I do. Can we scroll back up a little
3 bit? I have a couple of items that I want to make sure that are
4 covered in our expenses?

5 Right there for your executive staff and administrative
6 assistant or whatever that might turn out to be, I see the payroll tax
7 and medical premium, and then you also have accounting and
8 bookkeeping under the financial and legal fees. Where is our
9 payroll service fees coming from?

10 TREASURER JAMES: That would be under the financial
11 and legal. And thank you for bringing that up. I was -- I am actually
12 out looking for -- to make sure that the accounting firm that we
13 select will be able to provide us with bookkeeping -- with payroll
14 service.

15 VICE CHAIR SANDERS: Okay. All right. Great. We do
16 have some that we looked at when we started the search as well,
17 and I can gladly supply you with information on them.

18 TREASURER JAMES: That would be appreciated.

19 VICE CHAIR SANDERS: No problem. Even though we are
20 using their space, are we being asked to supply like our own copy
21 paper or is there any office supplies that might need to be
22 purchased that's not in the printing, copying and postage?

23 CHAIR ORTIZ: My understanding, and Floresto can help
24 me out, they're going to help us with all that for the first year.

25 VICE CHAIR SANDERS: Okay.

1 CHAIR ORTIZ: Yeah.

2 VICE CHAIR SANDERS: Great. That's the limit of my
3 questions on that page.

4 CHAIR ORTIZ: Thank you.

5 VICE CHAIR SANDERS: That's all the questions I have on
6 that.

7 CHAIR ORTIZ: Nicole -- I mean, sorry, Nicole Rogers, do
8 you have any questions or comments?

9 SECRETARY ROGERS: No, it looks good, Fred. Good job.

10 TREASURER JAMES: Thank you.

11 CHAIR ORTIZ: Thank you very much.

12 Shannon Bilbray-Axelrod, do you have any questions or
13 comments?

14 DIRECTOR BILBRAY-AXELROD: I'm good.

15 CHAIR ORTIZ: Thank you so much.

16 Ms. Pamela Graham, do you have any questions or
17 comments?

18 DIRECTOR GRAHAM: I do not.

19 CHAIR ORTIZ: Okay. Thank you so much.

20 Floresto, did you -- on behalf of the Director, do you have
21 any questions or comments?

22 MR. CABIAS: No questions or comments.

23 CHAIR ORTIZ: Thank you so much.

24 And so at this time, I'll entertain a motion to adopt the
25 proposed annual budget as presented right now. Who will make

1 that motion?

2 DIRECTOR BILBRAY-AXELROD: So moved.

3 CHAIR ORTIZ: So moved by Shannon Bilbray-Axelrod.

4 Is there a second?

5 SECRETARY ROGERS: Second.

6 VICE CHAIR SANDERS: Second.

7 CHAIR ORTIZ: Second by Nicole Rogers. Any further
8 discussion?

9 [No response heard.]

10 All in favor?

11 [ALL BOARD MEMBERS WERE IN AGREEMENT]

12 CHAIR ORTIZ: Anybody opposed?

13 [No response heard.]

14 Okay. Motion carries. Thank you so much.

15 The next item is discussion and possible Board action to
16 approve an accounting firm to perform the Foundation's monthly
17 accounting services.

18 Fred, [indiscernible] this item.

19 TREASURER JAMES: At this time I'm looking for firms.

20 I've been recommended an accounting firm to do our bookkeeping.

21 We're going to continue -- Floresto, we're going to continue with

22 the people who are doing our audit. So the ones that are doing our

23 audit this year, we'll most likely continue with them. They're doing

24 both our audit and our taxes.

25 So I'm looking for a bookkeeping firm to take over the

1 items that you guys normally do so that we have somebody that's
2 going to be representing us starting -- beginning July 1st. So I'll
3 work with you -- with your people until then and then -- until July 1.
4 So we need to make sure we pay our transcriber and our attorneys.
5 They've been sending us bills, discounted bills, but they've been
6 sending us bills. But I don't want to lose that discount on the late
7 fees.

8 So Floresto, this is one of the other topics I want to talk to
9 you about; okay?

10 MR. CABIAS: Okay.

11 CHAIR ORTIZ: And then having said that, Floresto -- thank
12 you, Fred.

13 I do have a question for Floresto.

14 MR. CABIAS: Yes?

15 CHAIR ORTIZ: The lady that was -- Martha from the
16 Library District has retired, I suspect. Who's helping us now until
17 we get this done in July?

18 MR. CABIAS: The Library District's Financial Services
19 Team has a backup to Martha Ford. A couple of the senior
20 accountants here, Amy Lynn and Matt Delia, will be taking over
21 administrative and accounting functions for Martha to support the
22 Foundation.

23 CHAIR ORTIZ: I'm sorry, give me the names again.

24 DIRECTOR BILBRAY-AXELROD: They're right there. Amy
25 Lynn.

1 MR. CABIAS: That would be Amy Lynn and Matt Delia.
2 And they're attending this meeting.

3 CHAIR ORTIZ: Amy Lynn and Matt Delia, thank you so
4 much. What does that mean? That means that there's a lot of
5 documents to sign after this meeting to submit to the Secretary of
6 State, to submit to the banks. I think I ran around like five hours to
7 get all those documents signed so that we have access to the
8 accounts and you guys have access -- giving you permission to
9 have access to those accounts. And of course, you got the big
10 boss, Floresto. He's the one that you go to when there's a question.
11 Thank you.

12 TREASURER JAMES: And so at this moment, I'd like to --
13 probably after this meeting, we need to set up a meeting to do all of
14 these things for us though.

15 MR. CABIAS: Okay.

16 TREASURER JAMES: And I want to be introduced to your
17 staff that's working on this for the next several months. And it may
18 be longer than several months, but for the next several months so
19 that we can get this moved over to our own accounting people.

20 Also in this request, I'm asking for the authority to be able
21 to select the -- to be able to select the accounting firm.

22 CHAIR ORTIZ: Okay. Thank you very much. And we'll
23 make that motion. So just to be clear, Nicole and Fred are signers
24 on almost all the accounts -- or on all the accounts. And so then
25 every year when there's elections, I get added or the next person

1 gets added. And then now that Martha's not there, they don't have
2 access to write checks, but they do have access to view the
3 accounts.

4 And so that's why it's important we get that continuity so
5 we're not behind. Because I get the dings on the emails and some
6 stuff I can do, but that's more staff that's been helping us until we
7 get an accounting firm.

8 So having said that, I'll entertain a motion to adopt -- the
9 motion is to approve an accounting firm as selected by Fred James,
10 our Treasurer, to perform the Foundation's monthly accounting
11 services. Is there a second?

12 TREASURER JAMES: Can I second myself?

13 DIRECTOR BILBRAY-AXELROD: I'll second. I'll second.

14 CHAIR ORTIZ: Second by Shannon Bilbray-Axelrod.

15 Any questions on that?

16 VICE CHAIR SANDERS: I have a question. I just want to
17 make sure that we're being fiscally responsible about making this
18 motion just because with just saying I've made a choice for what
19 this firm is going to be, we need to make sure that we have
20 documentation and backup and I just want to add that to it; that
21 we've looked at multiple places and looked at multiple bids as a
22 nonprofit.

23 CHAIR ORTIZ: Thank you very much. I'll amend my
24 motion to add that -- or to provide -- look at least a couple people
25 and provide the documentation of who he looked at so that we can

1 be on board.

2 TREASURER JAMES: One of the things I'd like to add to
3 the comment is our financial statements are not your typical
4 nonprofit financial statements. We are part of the Library District's
5 financial part, and the part that we're a part of is through the New
6 Market Tax Credit. Not very many of those firms are familiar with
7 or perform audits on nonprofits that have that status. So there are
8 very few.

9 So yes, I'll try to find as many as I can. I know a lot of the
10 small firms in town, but some of the bigger firms, they're going to
11 charge you an arm and a leg, and we can't even afford them. Some
12 of the smaller firms are going to charge us probably a reasonable
13 fee. And if they have the ability to do these accounting for New
14 Market Tax Credit for financial statements.

15 Floresto understands what I'm talking about.

16 VICE CHAIR SANDERS: I understand completely, Fred,
17 and it's not questioning the choice that you would make. I just
18 want to make sure that we're doing our fiduciary responsibility and
19 not just choosing one. That's all. So I think that's why I wanted to
20 amend it to make sure that we have some documentation that
21 shows that we've done our -- we've done all that we can to get the
22 best that we can for the Foundation.

23 TREASURER JAMES: And then in that case, then we just
24 have to put out a bid and send it out.

25 VICE CHAIR SANDERS: No, not a form -- I'm not saying a

1 formal bid. I mean, that's just like if I go to Staples and -- I want to
2 look at three different places and make sure that I've shown that
3 we've done all we can to get the best price. That's it. I'm not
4 requesting or suggesting a formal bid process. I'm trusting your
5 judgment and just saying that we should note that we need more
6 than one quote.

7 CHAIR ORTIZ: Thank you very much --

8 VICE CHAIR SANDERS: That's it.

9 CHAIR ORTIZ: -- Director Sanders. And that -- absolutely.
10 And the only reason for being in a rush is that this is happening
11 very quickly. We need to transfer everything by March, and we wait
12 till the next meeting in August. That's the only reason for that. But
13 Director Sanders is absolutely correct. We'll make sure that Fred
14 gives us two different individuals that he looked at and then select
15 the one that's going to provide us the correct services. So.

16 VICE CHAIR SANDERS: I am still saying that he can select,
17 just make sure that we have the documentation.

18 TREASURER JAMES: No, I totally agree with you. I
19 totally agree with you.

20 CHAIR ORTIZ: Thank you.

21 Shannon Bilbray-Axelrod, I amended my motion. Will you
22 second --

23 DIRECTOR BILBRAY-AXELROD: Second.

24 CHAIR ORTIZ: Second the amended motion?

25 DIRECTOR BILBRAY-AXELROD: The amended motion.

1 CHAIR ORTIZ: Any further questions?
2 [No response heard.]
3 Okay. All in favor?
4 [ALL BOARD MEMBERS WERE IN AGREEMENT]
5 Thank you so much. Thank you. Anybody opposed?
6 [No response heard.]
7 A motion carries.
8 Thank you, Director Sanders. Very prudent. Thank you so
9 much.
10 Next item is a discussion and possible Board action to
11 approve an engagement letter with Squire and Company PC to
12 perform the Foundation's audit and tax preparation for Fiscal Year
13 2026.
14 Mr. Cabias, will you tell us a little bit about that?
15 MR. CABIAS: Thank you. For the record, I'm Floresto
16 Cabias, the Library District's CFO.
17 Good afternoon, Foundation Directors. Squire and
18 Company is the accounting firm serving as the auditor for both the
19 Foundation and the Library District. Treasurer James referred to
20 that a few minutes ago. And Library District staff is recommending
21 that the Foundation continue to engage Squire for the Fiscal Year
22 2026 Audit and Tax Preparation.
23 One clarification, Squire was previously known as Hinton
24 Burdick. Those two firms have merged. Their name has changed,
25 but the audit team, leadership, and overall approach will stay

1 consistent. We expect continuity in both service quality and
2 institutional knowledge.

3 The proposed fees for Fiscal Year 2026 are \$11,900 for the
4 audit. That's a \$550 increase or 4.9 percent from the last year. The
5 fee for tax form preparation is \$2,240, a \$105 increase or 4.9 percent
6 from the prior year. And as Treasurer James pointed out, that's
7 well within the Foundation's budget that was just proposed and
8 adopted.

9 From staff's perspective, these increases look reasonable
10 and in line with current market conditions. The audit industry is still
11 seeing cost pressure driven by wage inflation and competition for
12 experienced accounting professionals. Squire's work has been
13 timely and well organized. Communication with staff has been
14 clear and the audit process itself has been smooth and predictable
15 as a result. We haven't encountered any concerns with quality or
16 professionalism with the firm.

17 And for all these reasons, Library District staff is
18 recommending that the Foundation Board approve Squire to
19 perform the Fiscal Year 2026 Audit and related tax work.

20 And Mr. Chair, if I can make a comment now on behalf of
21 Executive Director Watson and the Library District, that with respect
22 to the global agreement between the two entities, and -- you know,
23 we'd like to thank you, the entire Foundation Board, all directors, for
24 your support over the years. Chair Ortiz mentioned the New
25 Markets Tax Credit millions of dollars for various library branches

1 over the years, including the new branch in the Historic West Side.

2 So again, you know, we'd like to thank the Foundation for
3 its support and look forward to our partnership going forward.

4 Thank you, Mr. Chair.

5 CHAIR ORTIZ: Thank you very much.

6 Having heard the discussion, Michelle Sanders, do you
7 have any questions of Floresto?

8 VICE CHAIR SANDERS: No questions.

9 CHAIR ORTIZ: Thank you very much.

10 Shannon Bilbray-Axelrod, do you have any questions for
11 Floresto?

12 DIRECTOR BILBRAY-AXELROD: Thank you very much for
13 clarifying the name change because that -- I was like, who are
14 Squire and Company? So thank you very much for explaining that.

15 CHAIR ORTIZ: Thank you.

16 Nicole Rogers, do you have any questions?

17 SECRETARY ROGERS: Nope. Great job.

18 CHAIR ORTIZ: Thank you very much.

19 Pamela Graham, do you have any questions?

20 DIRECTOR GRAHAM: I do not. Great job.

21 CHAIR ORTIZ: Thank you.

22 Fred, do you have any questions?

23 TREASURER JAMES: No questions.

24 CHAIR ORTIZ: No questions.

25 Having heard that, I'll entertain a motion to approve an

1 engagement letter with Squire and Company PC to perform the
2 Foundation's audit in the amount of 11,900 and to prepare the tax
3 preparation in the amount of 2,240 for Fiscal Year 2026.

4 Who will second that motion?

5 DIRECTOR BILBRAY-AXELROD: Second.

6 CHAIR ORTIZ: Second by Shannon Bilbray-Axelrod.

7 Any further discussion?

8 [No response heard.]

9 All in favor?

10 [ALL BOARD MEMBERS WERE IN AGREEMENT]

11 CHAIR ORTIZ: Anybody opposed?

12 [No response heard.]

13 Motion carries. Thank you so much.

14 The next item is discussion and selection for the position
15 of Foundation Executive Director. So we had previously -- this
16 Board had approved Michelle, Jorge Cervantes and somebody else,
17 I forget, Vicki, maybe. Oh, Nicole, thank you.

18 VICE CHAIR SANDERS: Nicole.

19 CHAIR ORTIZ: Sorry. And so -- but we didn't have the
20 money; we weren't in place. Now we're ready, ready to hit the
21 ground running. So Michelle, would you like to continue with that?

22 VICE CHAIR SANDERS: Yes. And actually up for
23 discussion, what I'd like to discuss is we're about six months out
24 from the original application process. My immediate thought is
25 that we go back to their Human Resources Director, Mr. Serpico, I

1 believe I'm saying his name correctly, for the District and see if the
2 top candidates are still interested. If so, we can proceed with the
3 interviews. If not, we may have to restart the process.

4 CHAIR ORTIZ: Okay, thank you very much.

5 VICE CHAIR SANDERS: How much interest -- just for
6 conversation, how much interest do you think we need to not have
7 to restart the process? Top three? Top five?

8 CHAIR ORTIZ: Okay.

9 VICE CHAIR SANDERS: What do we want to look at?

10 CHAIR ORTIZ: Thank you.

11 VICE CHAIR SANDERS: Three --

12 CHAIR ORTIZ: Pamela Graham, real quick question.
13 They've already sent out the applications request. They've had a lot
14 of people express an interest. Do -- I guess the question is, should
15 we go back to everybody or look at the top three? Pamela Graham?

16 DIRECTOR GRAHAM: I just think that the top three were
17 fine. I know that we had already kind of done that process.

18 CHAIR ORTIZ: Okay. Shannon Bilbray-Axelrod, what do
19 you think?

20 DIRECTOR BILBRAY-AXELROD: I mean, my concern is
21 that it has been so long that -- that's going -- I mean, I would be
22 surprised, but I mean, I'm okay with that. I just --

23 VICE CHAIR SANDERS: Well, I would too, Shannon. I'm
24 not -- that's why I'm bringing it up is do we restart the process or do
25 we maybe take the effort to say, you know, are you still interested,

1 and see where we are and how much interest is still remaining in
2 the position.

3 CHAIR ORTIZ: Thank you very much.

4 Nicole Rogers?

5 SECRETARY ROGERS: I agree with Michelle. I think if
6 there's still some interest -- because you never know and -- see if
7 there's interest and if there is, there's no sense in starting all over
8 again. So even if it's two or three, I think we take a serious look.
9 And if we don't like those two or three, at least we have a bar to
10 start somewhere and -- we might like them and then that makes it
11 easier and if we don't, then we can go back and start over again.
12 But I do think we see if there's still some interest there and then
13 move forward.

14 CHAIR ORTIZ: Thank you.

15 Fred, any questions or comments?

16 TREASURER JAMES: You might -- if the top three -- you
17 might want to go two deep, so I would say the top five.

18 CHAIR ORTIZ: So start with the top three and then go to --
19 go two more.

20 TREASURER JAMES: Yes. And go two more.

21 CHAIR ORTIZ: Okay, thank you very much.

22 Mr. Serpico, who's present here, please identify yourself
23 for the record. Are we still able -- are you going to be around in the
24 summer or?

25 MR. SERPICO: I'll be gone for two weeks.

1 DIRECTOR BILBRAY-AXELROD: Can you go onto the mic?
2 Thank you.

3 MR. SERPICO: Sure. For the record, Jeffrey Serpico,
4 Director of Human Resources. I will be out of the office from July
5 22nd till August 7th of this year, just for the record.

6 I would suggest -- we had invited, I believe, five people to
7 come interview. We see of that group of five who is still interested.
8 Hopefully at least three or two will be interested. We conduct those
9 interviews and then if we need to, we go back out for a search. I'm
10 not sure after six months how many folks will still be interested,
11 and we still need to resolve the health insurance question also. So.

12 CHAIR ORTIZ: Thank you. We'll resolve the health
13 insurance question. Thank you, Mr. Serpico.

14 And then, for the record, Jorge Cervantes was on there.
15 He has --

16 VICE CHAIR SANDERS: We need a replacement.

17 CHAIR ORTIZ: Who else would like to be on that
18 committee with Nicole and Michelle?

19 DIRECTOR BILBRAY-AXELROD: I can probably help out.
20 I'm in --

21 CHAIR ORTIZ: Okay, Shannon.

22 DIRECTOR BILBRAY-AXELROD: -- a good place right now.
23 I can help, yes.

24 CHAIR ORTIZ: Okay.

25 VICE CHAIR SANDERS: Great.

1 CHAIR ORTIZ: Shannon --

2 VICE CHAIR SANDERS: Well --

3 CHAIR ORTIZ: Shannon --

4 VICE CHAIR SANDERS: Before you move on, Chair, I --

5 CHAIR ORTIZ: [Indiscernible].

6 VICE CHAIR SANDERS: -- would -- I interrupted Shannon.

7 I'm not sure she was -- finished her thought process. Shannon, was
8 there something else you were trying to say? So I apologize for
9 that, but was there --

10 DIRECTOR BILBRAY-AXELROD: No, I was just --

11 VICE CHAIR SANDERS: -- something else you were trying
12 to say?

13 DIRECTOR BILBRAY-AXELROD: I don't think so. No, I was
14 just saying I'm -- my job is in a place that I can help out right now.
15 So I'm available. Thank you.

16 CHAIR ORTIZ: Go ahead, Michelle.

17 VICE CHAIR SANDERS: That was it for me.

18 CHAIR ORTIZ: Okay. And then, so Ms. -- Director Michelle
19 Sanders, we were holding it back because of lack of money. Now
20 we're asking it be put on high speed. And so the summer is upon
21 us. So as quickly as you can get that done and bring it back to us,
22 then let us know and then we'll call for a special meeting so that we
23 can move forward. So that --

24 VICE CHAIR SANDERS: Okay. I'll reach out to Mr. Serpico
25 and see what we can get going.

1 CHAIR ORTIZ: Thank you very much. I really appreciate
2 it. Anything else on that item, Michelle?

3 VICE CHAIR SANDERS: He mentioned the health
4 insurance, and I know Fred has mentioned as well, during our
5 previous research, we had a couple of options of them being able to
6 go to the open market with a stipend, as well as possibly the
7 Foundation Board joining the Las Vegas Chamber who does a
8 pooled insurance -- I don't know what you call it. I guess pooled
9 insurance for small businesses where they go in as one big happy
10 family and shop out insurance for their smaller number of
11 employees. So we do have some options --

12 CHAIR ORTIZ: Very good.

13 VICE CHAIR SANDERS: -- besides just them going out to
14 the market.

15 CHAIR ORTIZ: Thank you very much. Correct. They
16 piggyback with the group insurance policies. Thank you so much.

17 DIRECTOR BILBRAY-AXELROD: And Shannon Bilbray-
18 Axelrod, for the record. But yeah, the Chamber does have that; I've
19 heard good things about that. And then I recently heard from some
20 folks in Northern Nevada that they're part of a nonprofit one. So
21 that could be something for us to look at as well.

22 CHAIR ORTIZ: Okay. And I will help with that particular
23 item.

24 DIRECTOR BILBRAY-AXELROD: Perfect.

25 CHAIR ORTIZ: If I can assign myself that responsibility.

1 DIRECTOR BILBRAY-AXELROD: Consider yourself
2 assigned.

3 VICE CHAIR SANDERS: You're assigned.

4 CHAIR ORTIZ: Thank you so much.

5 Okay. Next item. Discussion and possible Board action to
6 accept the Foundation Director's resignations and approve new
7 directors. Jorge Cervantes is a Texas -- he's a Texan. I met him --
8 he was from El Paso, Texas. I met him when he was -- just got to
9 Las Vegas and he was an engineer. He is an engineer and he ended
10 up doing that for about 25 years, became the city manager for the
11 city of Las Vegas for about four years. He's developed a lot of the
12 projects that you see in the city of Las Vegas; parks, buildings, take
13 your pick. He is the person.

14 Most importantly, he's the one that I went to and I said,
15 for the West Las Vegas Library, I need that property. Can't have
16 that property, no, but I need that property; we'll give you this acre. I
17 said, no, I need six and a half acres. So in that role, he was the
18 person that allowed the city to give us the six and a half acres to
19 build the West Las Vegas Library.

20 He retired and his wife retired, now he's going back home
21 to Texas, so he submitted his resignation, effective April 30th. So
22 thank you very much, Jorge Cervantes, for everything you've done
23 and good luck back home in Texas.

24 The other one is our other Board member, Leslie Valdez.
25 She submitted an e-mail that she can no longer continue. She is a

1 business owner. We really didn't see her at meetings because she's
2 a business owner here in town. Abuela's Tacos, if you get a
3 chance, great food. And she has some concession stands out there.
4 But anyway, she's also resigned.

5 And then the District on their last meeting, they're going
6 to appoint two District members to serve on the Foundation Board.
7 And so for the record, I served on as part of that, got off and then I
8 was appointed as a regular member --

9 DIRECTOR BILBRAY-AXELROD: Me too.

10 CHAIR ORTIZ: -- in March 2024. And so we have, of
11 course, Ex Officio Kelvin Watson, then we're going to have two
12 different individuals. Kelvin and the Board will decide who that's
13 going to be. So we'll have more individuals to help us marshal this
14 through.

15 Lastly, if you know of anybody that is not afraid to sit on a
16 working board, please let us know and then tell them about it. And
17 I have the bylaws and everything else that they might want to know
18 that would scare them away, but those who won't be scared away,
19 they'll sign up with us. And so if you know of anybody, let us know
20 that. Now would be the time. Shannon, go ahead.

21 DIRECTOR BILBRAY-AXELROD: I have someone that I've
22 talked to. I don't know if you want me to put it on the record or talk
23 to --

24 CHAIR ORTIZ: Yes, go ahead.

25 DIRECTOR BILBRAY-AXELROD: I will put it on the record.

1 Constance Brooks, former Board member, very familiar with the
2 Foundation. Jonesing to get back involved at the library, so I think
3 this would be a really great fit. So I will --

4 CHAIR ORTIZ: Where does she work at now?

5 DIRECTOR BILBRAY-AXELROD: She's at UNLV. Vice
6 President of Government Relations.

7 CHAIR ORTIZ: Okay. Well, if she doesn't see a conflict,
8 this is a discussion and possible Board action. We could vote her in
9 if she wanted to.

10 DIRECTOR BILBRAY-AXELROD: I think that might be a
11 little [indiscernible].

12 CHAIR ORTIZ: You've been voluntold --

13 DIRECTOR BILBRAY-AXELROD: That is voluntold if I've
14 ever heard it.

15 CHAIR ORTIZ: Sorry, I'm a government worker, so yes.

16 DIRECTOR BILBRAY-AXELROD: But I will make sure we
17 can put it on the agenda for next meeting.

18 CHAIR ORTIZ: Okay. And with everybody's permission,
19 that's probably one special meeting to add people to the Board
20 because I really do believe -- today we lost half an hour trying to get
21 on. And so the more people we have as a quorum, the faster the
22 meetings go. Okay. So -- okay, so you don't want her to be
23 voluntold. Okay.

24 DIRECTOR BILBRAY-AXELROD: I don't think we're
25 allowed to do that, are we? I think they have to verbally accept. I

1 don't know. Maybe I'm wrong.

2 CHAIR ORTIZ: Okay. Thank you so much. So we'll keep
3 her in mind. Please communicate with her and --

4 CHAIR ORTIZ: I will.

5 CHAIR ORTIZ: -- let us know.

6 Pamela Graham, do you have any suggestions right now?
7 You don't have to give us any, but if you have any suggestions, that
8 would be great.

9 DIRECTOR GRAHAM: I don't have any right now that I
10 would put on there, but I'll try to work on something.

11 CHAIR ORTIZ: Okay. Thank you so much.

12 Michelle Sanders, same thing. If you have anybody in
13 mind --

14 VICE CHAIR SANDERS: I will work on that.

15 CHAIR ORTIZ: Okay. Thank you so much.

16 Nicole, same thing.

17 SECRETARY ROGERS: Same thing. But remember, we're
18 also losing one more member.

19 UNIDENTIFIED SPEAKER: Tamar.

20 SECRETARY ROGERS: Pam. Yeah, Pam's -- he has to go
21 to Pittsburgh. Sorry, Pam.

22 DIRECTOR GRAHAM: That's okay. Felipe, I sent you an e-
23 mail, but I said, oh, you must be so busy.

24 CHAIR ORTIZ: I did. I was waiting a little bit. Well, first of
25 all, most importantly, thank you very much. We hope that you have

1 learned from us. I know that we learned from you and that you've
2 experienced Las Vegas in a way that most people do not
3 understand the underbelly of how things gets done. They just go to
4 our libraries, they go to different things, but there is always a group
5 and that is you, Pamela, that's behind the scenes directing traffic.
6 It's a testament and a value that you have of volunteering.

7 So please share that with everybody; pontificate it,
8 exaggerate it, whatever you got to do and wherever you end up at
9 because you were involved with not a baby board, but with a big
10 board with big money. And so thank you, thank you, thank you for
11 everything that you've done. Okay. Would you like --

12 DIRECTOR GRAHAM: Well, thank you.

13 CHAIR ORTIZ: -- to say some words?

14 DIRECTOR GRAHAM: Yeah, thank you guys. It's really
15 great to be a part of something and be able to contribute to a
16 community that I have grown to love so much. So just really
17 grateful for your -- for everything. Everything I've learned and been
18 able to be a part of and how to impact our community.

19 DIRECTOR BILBRAY-AXELROD: Thank you, Pamela.

20 CHAIR ORTIZ: Thank you, again.

21 TREASURER JAMES: Thank you.

22 CHAIR ORTIZ: If I was there, I'd give you a big hug. Thank
23 you. And to your family, thank them for allowing you to spend time
24 with us because I know it's time away from the family. Okay.

25 DIRECTOR GRAHAM: Thank you.

1 CHAIR ORTIZ: Thank you so much for telling us.

2 Okay. So that's what we have there. And so definitely,
3 we're going to need more people to make a quorum quickly. I have
4 somebody in mind, but again, they did tell me don't voluntell them
5 until they got a copy of the bylaws.

6 DIRECTOR BILBRAY-AXELROD: So how many Board
7 members do we currently have? Because our quorum goes down
8 too.

9 TREASURER JAMES: It's not effective until after the
10 meeting.

11 CHAIR ORTIZ: Yeah. So -- after the meeting. So we have
12 Fred James, Michelle Sanders, Shannon Bilbray-Axelrod, Nicole
13 Rogers, Felipe Ortiz, and Vicki Gaska, that's six. And Tamar Hoapili;
14 seven.

15 DIRECTOR BILBRAY-AXELROD: So we need four; right?

16 CHAIR ORTIZ: Yeah.

17 TREASURER JAMES: Well, we're going to get two from
18 the city.

19 CHAIR ORTIZ: Yeah, but you can still get four. There's no
20 limit on the amount of Board members.

21 DIRECTOR BILBRAY-AXELROD: Okay. Yes?

22 COUNSEL VAZQUEZ-QUINTERO: Yes. This is Sonia, for
23 the record. I just want to clarify, what is Pamela's effective date for
24 resignation?

25 CHAIR ORTIZ: Oh, thank you.

1 COUNSEL VAZQUEZ-QUINTERO: Is it after today?

2 CHAIR ORTIZ: Pamela, what -- at the end of this meeting
3 or at the end of the month or -- your date, Pamela?

4 DIRECTOR BILBRAY-AXELROD: You're on mute.

5 SECRETARY ROGERS: She moves next week if that helps.
6 Her house is being packed up next week.

7 DIRECTOR BILBRAY-AXELROD: I'm guessing it's end of
8 this meeting. End of this meeting.

9 TREASURER JAMES: So we're going to accept it at the
10 end of this meeting.

11 CHAIR ORTIZ: Yeah, we'll accept her resignation after -- at
12 the end of this meeting. Thank you so much.

13 COUNSEL VAZQUEZ-QUINTERO: Thank you for the
14 clearance.

15 CHAIR ORTIZ: Okay. Thank you, thank you, thank you.
16 Now, next item is discussion and possible Board of action to
17 approve yearly election of Foundation members.

18 I'm not -- I still want to remain on the Board. I got -- I
19 think -- what do I have? Five or six more years left; a total of eight.
20 I don't want to be the Chair. I would like the -- I'm really good at
21 raising money, I just have not had the time because I'm spending
22 probably four to six hours a week on the duties. Hopefully our next
23 director will take care of that.

24 So I still want to remain on the Board. I don't want to be
25 the Chair. And so today we have Chair, Vice Chair, Secretary,

1 Treasurer that are open; okay? And so let's do it in -- let's do like
2 this. Nicole Rogers, Secretary?

3 DIRECTOR BILBRAY-AXELROD: Do you want to continue
4 is the question; right?

5 CHAIR ORTIZ: Yes. Do you want to continue?

6 SECRETARY ROGERS: I can continue if you guys want me
7 to.

8 CHAIR ORTIZ: Okay. Is there anybody that would like to
9 run for secretary position?

10 [No response heard.]

11 And I was taught to say it three times. Is there anybody
12 that would like to run for the secretary position besides Nicole
13 Rogers?

14 [No response heard.]

15 Is there anybody that would like to run for secretary
16 besides Nicole Rogers?

17 [No response heard.]

18 Having heard none, I would entertain a motion to accept
19 Nicole Rogers by acclamation.

20 DIRECTOR BILBRAY-AXELROD: So moved.
21 Congratulations, Nicole.

22 SECRETARY ROGERS: Woo.

23 CHAIR ORTIZ: Thank you so much. Okay, let's -- thank
24 you. That was the easiest one. That's why you went first.

25 SECRETARY ROGERS: Woo.

1 DIRECTOR BILBRAY-AXELROD: We're accepting
2 nominations for --

3 CHAIR ORTIZ: Correct. We're accepting nominations for
4 Vice Chair. Would you like to make -- who would like to make a
5 nomination for Vice Chair?

6 TREASURER JAMES: I'd like to make a nomination for
7 Vice Chair. I'd like to nominate Shannon Bilbray-Axelrod.

8 CHAIR ORTIZ: Okay. Are there any nominations for Vice
9 Chair?

10 SECRETARY ROGERS: Can -- well, can Michelle still do
11 Vice Chair? Can I nom -- can Michelle do it?

12 TREASURER JAMES: You can nominate.

13 CHAIR ORTIZ: Yep.

14 SECRETARY ROGERS: I -- no -- yeah, I would like to
15 nominate Michelle since she's there. Let's keep --

16 DIRECTOR BILBRAY-AXELROD: I am so sorry. I'm --
17 Michelle, I had heard that you were moving.

18 VICE CHAIR SANDERS: I have moved. So -- actually I
19 want to make a comment and statement prior to us having this
20 conversation. I definitely --

21 CHAIR ORTIZ: Oh, please do go ahead.

22 VICE CHAIR SANDERS: I'm not --

23 CHAIR ORTIZ: I'm sorry.

24 VICE CHAIR SANDERS: -- interested in -- can you hear
25 me?

1 CHAIR ORTIZ: Yes, go ahead, Michelle. Thank you.

2 VICE CHAIR SANDERS: I just want to make this comment
3 before we get into that position. I am more than willing and happy
4 to stay. We've had the conversation with Briana, and you are
5 correct, Shannon, I have moved. I am living in Louisiana. I am
6 commuting back and forth for work, so I'm in Vegas quite often.
7 I'm willing to stay on if no one is interested in the seat. I am
8 definitely not interested in Chair because that needs to be a full-
9 time present person. So you guys can make your nomination
10 according to that?

11 CHAIR ORTIZ: Very good. So Michelle said that she has
12 moved to Louisiana. Thank you very much. She would like to
13 continue on the Board, like to continue as Vice Chair if available,
14 and legal counsel has given us advice that there's no provisions
15 to -- anybody can live where they want and be on this Board, I
16 guess is the basic. Is that correct, legal counsel?

17 COUNSEL MARTINEZ: Correct. Yes; correct.

18 DIRECTOR BILBRAY-AXELROD: And Michelle, I just
19 assumed that you were -- I didn't think that you were still wanting
20 to be the Vice Chair. The only reason that I had -- was going to
21 accept the nomination is because of -- with the executive director, I
22 sort of feel like it's a little more boots on the ground this -- right
23 now; right? Recruiting and like really head down and getting -- and
24 my job is such that I thought I could step up to this role.

25 But if you want to continue, I just, that's all -- obviously

1 you're on a different time zone. We just -- when you were just
2 telling us about being in Louisiana, you're -- you were breaking up.
3 So I -- we couldn't really understand you, which just --

4 VICE CHAIR SANDERS: I can hear it now. I'm in the
5 middle of a storm.

6 DIRECTOR BILBRAY-AXELROD: Yeah. No, I understand.
7 But just kind of what I was saying, that was the only reason. But if
8 you guys are comfortable, then I don't need to --

9 CHAIR ORTIZ: Okay.

10 SECRETARY ROGERS: Can I make a slate?

11 TREASURER JAMES: Michelle, this is Fred. I --

12 VICE CHAIR SANDERS: [Indiscernible; audio distortion]
13 do what I wanted to do.

14 TREASURER JAMES: My understanding that you were
15 out of town and I have made a poor bad judgment in assuming that
16 you were going to be off the Board.

17 DIRECTOR BILBRAY-AXELROD: That's what I did too. So
18 I apologize.

19 CHAIR ORTIZ: Okay, Nicole, go ahead.

20 SECRETARY ROGERS: Well, can I make -- can I just say --
21 put something out there and she might not like me for this, but can
22 we do kind of the same and just put Fred as Treasurer, Michelle as
23 Vice Chair, me as Secretary, and Shannon as Chair?

24 CHAIR ORTIZ: You can --

25 VICE CHAIR SANDERS: I'm with Nicole.

1 TREASURER JAMES: Yeah, you can do that.

2 SECRETARY ROGERS: I mean --

3 VICE CHAIR SANDERS: I'm with Nicole.

4 SECRETARY ROGERS: Because then we're all in the same
5 positions and we have Shannon who has been there, done that and
6 can lead us through this next year and we keep our Treasurer the
7 same, the Secretary and VP and move forward and get more people
8 on the Board.

9 CHAIR ORTIZ: Okay.

10 SECRETARY ROGERS: That's my recommendation, but I
11 don't know.

12 VICE CHAIR SANDERS: Shannon, how do you feel about
13 that?

14 SECRETARY ROGERS: You're being voluntold, Shannon.

15 CHAIR ORTIZ: Okay. While Shannon discusses that, first
16 of all, thank you, Michelle, for your commitment to be online during
17 the storm. Most people would not spend the time. Thank you so
18 much.

19 Shannon, the ball is in your court. You're on the clock, as
20 the NFL says.

21 SECRETARY ROGERS: You're being voluntold.

22 DIRECTOR BILBRAY-AXELROD: Yeah. I'm looking to Fred
23 just because I know that Fred has a lot in front of him right now. So
24 do you --

25 SECRETARY ROGERS: Oh.

1 DIRECTOR BILBRAY-AXELROD: -- I'm going to need you
2 to be -- like, are you going to be available to me? Like -- I know
3 your job will technically be Treasurer, but I'm going to have to lean
4 on you too if Michelle's out of town.

5 TREASURER JAMES: Yes, you can count on me.

6 DIRECTOR BILBRAY-AXELROD: Okay.

7 TREASURER JAMES: I didn't --

8 VICE CHAIR SANDERS: And the same -- Shannon, I am
9 commuting and if we're communicating like we should be, you'll
10 see me quite often.

11 DIRECTOR BILBRAY-AXELROD: How often are you here?

12 VICE CHAIR SANDERS: Usually about every three to four
13 weeks. I actually will be there from the 30th through the 11th of
14 June -- from 30th of May to the 11th of June. So I'm still working
15 out of Vegas. So I am coming back and forth, and I would say every
16 three to four weeks. And I'm trying to make sure that I get things
17 around our meeting calendar as well.

18 CHAIR ORTIZ: So Nicole, will you make the motion for
19 your slate?

20 SECRETARY ROGERS: Sure. I -- if everyone's cool with
21 that?

22 CHAIR ORTIZ: Go ahead.

23 SECRETARY ROGERS: I put in motion a slate for Board of
24 Directors for the Foundation to be Shannon for Chair, Michelle
25 Sanders to be Vice Chair, Fred James to be Treasurer, and myself

1 for Secretary.

2 CHAIR ORTIZ: I second that motion; Felipe Ortiz.

3 Any further discussion?

4 [No response heard.]

5 And so for my role, I'll be getting permission from
6 everybody to do fundraising events. And that -- I like doing it No. 1
7 and we need to do it No. 2. And so --

8 DIRECTOR BILBRAY-AXELROD: Board recruitment as
9 well. So I think Board recruitment is big.

10 CHAIR ORTIZ: Is there any more discussion?

11 [No response heard.]

12 Is there any more discussion?

13 [No response heard.]

14 Is there any more nominations?

15 [No response heard.]

16 Okay. The motion's on the floor. Shannon Bilbray-
17 Axelrod as the Chair, Michelle Sanders to continue as Vice Chair,
18 Nicole Rogers as the Secretary, and Fred James as the Treasurer.
19 All in favor?

20 [ALL BOARD MEMBERS WERE IN AGREEMENT]

21 CHAIR ORTIZ: Anybody opposed?

22 [No response heard.]

23 Motion carries. Thank you. So we have a new Board.
24 Thank you very much. And that is important because we have to
25 submit to the Secretary of State the new documents and we get the

1 accounts online, signatures, all that stuff. So thank you so much.

2 Okay. Last thing -- couple things is discussion and
3 possible Board action to approve next year's meeting dates. Well,
4 first of all, when is our next meeting?

5 TREASURER JAMES: It's August.

6 CHAIR ORTIZ: August --

7 TREASURER JAMES: It's supposed to be August 12th, but
8 we're going to have to have another meeting.

9 DIRECTOR BILBRAY-AXELROD: We're going to have to
10 have a meeting for Board members.

11 TREASURER JAMES: At least -- several meetings. Yeah.

12 DIRECTOR BILBRAY-AXELROD: Yeah, we're going to
13 have to have some special meetings.

14 CHAIR ORTIZ: Okay. So for the public, it's August 12th,
15 and then we'll call special meetings as needed as quickly as we can.

16 TREASURER JAMES: Yes.

17 CHAIR ORTIZ: And then for next year, it's traditionally the
18 third Thursday -- I'm sorry, second Thursday, February 11th,
19 February -- May 14th, 2027, August 12th, 2027, November 11th,
20 2027.

21 And can I have a motion to accept those as the dates for
22 the mandatory --

23 DIRECTOR BILBRAY-AXELROD: So moved.

24 CHAIR ORTIZ: -- Board meetings.

25 So moved by Shannon Bilbray-Axelrod.

1 TREASURER JAMES: I second.

2 CHAIR ORTIZ: Pamela Graham, would you like to make a
3 motion for the record?

4 DIRECTOR GRAHAM: Aye.

5 CHAIR ORTIZ: All right. Now we can get her on the
6 record. Thank you so much.

7 All in favor?

8 [ALL BOARD MEMBERS WERE IN AGREEMENT]

9 CHAIR ORTIZ: Motion carries. So those are our dates.

10 And again, a reminder, August 12th is a regular scheduled
11 meeting. There will be other meetings.

12 Public comment. Topics raised under this item cannot be
13 acted upon until notice of the provision of the open meeting law
14 have been met. Persons wishing to speak and public comment
15 must sign in and before this item may be addressed.

16 Has anybody signed up to speak at this time?

17 MR. COOKS: No, Chair, there is no sign ups for public
18 comment.

19 CHAIR ORTIZ: Has anybody called in for public comment?

20 MR. COOKS: No, Chair, no one has called in for public
21 comment.

22 TREASURER JAMES: Chair, I have a question.

23 CHAIR ORTIZ: Okay. Let me go around the table here.

24 Pamela Graham, any last words, comments on this topic,
25 public comment. No?

1 DIRECTOR GRAHAM: No. Sorry, no.

2 CHAIR ORTIZ: Thank you.

3 Michelle Sanders, any public comment? Just
4 announcements, mostly.

5 VICE CHAIR SANDERS: No. Thanks to everyone. I do
6 have a request. Can you make sure that Shannon has my e-mail
7 and phone number? I reached out by e-mail to her, but I'm thinking
8 I might be going to her junk.

9 CHAIR ORTIZ: Okay.

10 DIRECTOR BILBRAY-AXELROD: I did not see that, so yes.
11 Okay.

12 CHAIR ORTIZ: Thank you.

13 Nicole, any public comment or any announcements?

14 SECRETARY ROGERS: Nope.

15 CHAIR ORTIZ: Okay. Shannon Bibray-Axelrod, any public
16 comment or announcements.

17 DIRECTOR BILBRAY-AXELROD: No. Thank you for your --

18 CHAIR ORTIZ: Okay. Fred, you get the last word.

19 DIRECTOR BILBRAY-AXELROD: -- faith in me.

20 TREASURER JAMES: I have a couple questions and
21 comments, but they don't have to be answered. We need to work
22 on getting the people hired. We need to do that quickly as possible.

23 We also need -- Chandler, we also need to know how soon
24 can the desks -- the area -- the working area be set up? And we
25 need to be -- a phone number, a place where we're going to be

1 working, those kind of things?

2 CHAIR ORTIZ: And that would be to Floresto actually.

3 TREASURER JAMES: Oh, to Floresto. Sorry, Floresto. I
4 forgot you're the assistant.

5 MR. CABIAS: No worries. Was that a question, Fred?

6 TREASURER JAMES: Yeah. No, no, no. Just -- it's just a
7 point of -- that we need to get -- we need to get the space set up
8 and then we need to -- and to our HR director to get these people
9 on Board as soon as possible and to the directors who's going to be
10 interviewing those last three people, we need to really rush that
11 through and we need to get those meeting dates set up on
12 everyone's calendar.

13 MR. CABIAS: Okay. And District Staff is preparing for
14 that.

15 DIRECTOR BILBRAY-AXELROD: Great.

16 CHAIR ORTIZ: And Floresto, if we can -- as quickly as
17 possible so we can take a tour of it see what else might we might
18 need, that would be great.

19 TREASURER JAMES: And Floresto, I'd like to meet the
20 staff after this meeting.

21 MR. CABIAS: Okay. I can introduce you.

22 TREASURER JAMES: Thank you.

23 CHAIR ORTIZ: All right. I was corrected. Item No. XV, I
24 want to recall that item. Thursday, November 11th is Veteran's
25 Day. So I'd like to move that meeting to November 18th, 2027.

1 So it's an amended motion.

2 DIRECTOR BILBRAY-AXELROD: Wait, when? What day?
3 What?

4 TREASURER JAMES: November 2027.

5 CHAIR ORTIZ: Yeah. So the meeting -- the motion and
6 the meetings are February 11th, 2027, May 14th, 2027, August 12th,
7 2027, and November 18th, 2027.

8 DIRECTOR BILBRAY-AXELROD: That's the 18th. Got it.

9 CHAIR ORTIZ: Shannon, will you second that motion?

10 DIRECTOR BILBRAY-AXELROD: I will second that motion.

11 CHAIR ORTIZ: All in favor?

12 [ALL BOARD MEMBERS WERE IN AGREEMENT]

13 CHAIR ORTIZ: Anybody opposed?

14 [No response heard.]

15 Thank you. Thank you, again. We're off to good things.

16 There's a lot of things. And so if anybody wants it in writing,
17 because I know the emails, they stack up and I have to go through
18 every e-mail, so it's difficult. But if you want everything in writing,
19 I'll be more than happy to send you a copy -- mail you a copy; okay?
20 Thank you very much.

21 Legal counsel, is there anything that I missed?

22 COUNSEL VAZQUEZ-QUINTERO: No.

23 DIRECTOR BILBRAY-AXELROD: And no public comment.

24 CHAIR ORTIZ: No public comment. Okay. This meeting
25 is adjourned. Thank you.

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[Meeting concluded at 1:27 p.m.]

* * * Total Meeting Run Time – 61 minutes* * *

ATTEST: I do hereby certify that I have truly and correctly transcribed the audio/video proceedings in the above-entitled meeting to the best of my ability.


Brittany Mangelson
Mangelson Transcribing