

**Cultural and Community Development Grant Application
FY 2013-14**

Event/Project/Organization for which funds are requested: The State of the South Shore Economy Forum

Event/Project Location: Lake Tahoe Resort Hotel, 4130 Lake Tahoe Blvd, South Lake Tahoe, CA

Name of Organization: Tahoe Prosperity , (TPC)

Address of Organization: 948 Incline Way, Incline Village, NV 89451
The TPC serves the entire Lake Tahoe Basin. Our office space is funded through a resident grant
we received from the Parasol Tahoe Community Foundation.

Website: www.tahoeprosperty.org

Name of Contact Person: Bev Ducey

Telephone Number: 530.412.1452

E-mail address: admin@tahoeprosperty.org

Total Amount Requested: \$5,000

EL DORADO COUNTY
C.A.O.
2013 AUG 16 PM 12:04

1. Briefly describe the event/project/organization for which funds are being requested:

The TPC is requesting support for the third State of the South Shore Economy Forum. The purpose of these forums is to educate and engage the community in the revitalization efforts planned in South Lake Tahoe. Two forums have been held. The first was focused on educating the community on the state of the economy. The second focused on current revitalization efforts underway and gathered input on what gaps the participants saw within the current plans. The third Forum will report on the common themes that emerged, show examples of how other communities have rallied together to accomplish their vision and find champions for taking the top projects, brought forward by the public, from concept to reality.

2. If the request is being made for a specific event/project, please briefly describe the operating organization responsible for the event/project. If the organization has a managing board, please describe the make-up of the board and provide your board bylaws.

The TPC was established in 2011 as an outgrowth of the 2010 Lake Tahoe Basin Prosperity Plan. The Plan is a comprehensive action strategy built on growing & strengthening economic clusters where the region has a competitive advantage. It also identifies infrastructure challenges that need solved, such as improving broadband and transportation. TPC's role is to advance the implementation of the prosperity plan through one unified entity, using a regional stewardship model which emphasizes public/private partnerships throughout the Basin. The TPC has an unprecedented collaborative Board with representation from all jurisdictions, business, education, health, and other agencies. (Board list attached)

3. Briefly describe how Cultural and Community Development funds will be used, if awarded, and what percentage of the funds will go towards the actual event/project:

As detailed in the budget, the cost of this event includes staff time for planning, promoting and executing the event. There are also costs associated with research and development of the content. Finally, there are on-site costs for AV, food & beverage, room set-up, etc. 100% of this grant will go toward the cost of the Forum.

4. When will the event/project/program occur, and when would Cultural and Community Development funds be used, if awarded:

The third Forum is slated to be held on October 23, 2013. The requested funds would be used in support of this Forum and would be expended by the event or shortly thereafter.

5. What is the target market for the advertising/promotional efforts and how will this target market be reached (please include details as to any advertising that will take place in and outside of the County and to encourage attendance from outside the County):

The target market, beyond South Lake Tahoe, is from the Carson Valley to Placerville. The outreach will occur through email blasts to the TPC, Tahoe Chamber and previous attendee lists; press releases; newspaper ads and articles; and radio and television interviews.

- 6. The Board of Supervisors wishes to encourage tourism, agriculture, and economic development in the County by supporting promotional, community, and cultural activities through the use of Cultural and Community Development funds. Please describe how the event/organization will support tourism, agriculture, community spirit, culture, and/or economic development.**

The purpose of these Forums is to engage the citizens of South Lake Tahoe (SLT) and surrounding areas in the revitalization of the SLT economy. With the steep decline of tourism generated by the gaming industry, SLT needs to reinvent itself. It will take the involvement & support of the whole community to accomplish this. These Forums are the catalyst for that involvement and are creating a spirit of inclusion and empowerment focused on building a sustainable economy and livable community.

- 7. What goal is expected to be achieved from the use of Cultural and Community Development funds, if awarded (please detail expected increased tourism, overnight stays, economic impact, etc.), and how will this be measured:**

The goal of the third Forum is to review with the participants the top project ideas generated at the previous Forum and find champions to take these ideas from concept to reality. For example, two of the top ideas include building a performing arts center and/or an interpretive center. Case histories will be presented as to how other towns were successful in similar community lead efforts. Success will be measured by the # of participants attending and the # of people stepping forward as project champions.

- 8. How will El Dorado County, as a sponsor of the event/project/organization, be recognized in promotional materials and at the event/project/organization:**

El Dorado County will receive widespread exposure as a sponsor. The County will be listed as a sponsor on all promotional materials (email blasts, press releases, flyers, radio interviews, etc.). The County will also be acknowledged at the event itself by the MC, in the slide presentation, on handouts, etc.

- 9. Please provide any information on sponsorships for this event/project/organization:**

In-kind and cash sponsorships are being pursued.

- 10. If Cultural and Community Development funds are awarded, will the amount be matched (either full or partial) and by what organization:**

We have requested matching funding from US Bank and have been advised they will support the Forum.

HISTORY OF EVENT/PROJECT/ORGANIZATION

1. How long has this event/project/organization been in operation:

The first South Lake Tahoe Forum was held on October 13, 2012 with the specific goals of building a shared understanding of the recent economic trends in the community; establishing a common conceptual framework for understanding economic revitalization; recognizing self-limiting assumptions, beliefs and behaviors; and defining the roles and responsibilities of the collective citizenry.

The second Forum was held on March 5, 2013. This forum was presented in two parts - the first phase described all efforts currently underway to revitalize the South Shore. There were thirteen speakers representing business, government, transportation, education and health providers, current development projects, etc. In the second, participatory phase of the meeting, small groups were formed to brainstorm what pieces of the puzzle were still missing in creating a vibrant community. Pages of ideas were generated by the participants. (List attached)

2. What is the overall attendance (past and future anticipated) of the event/project/organization:

Forum #1 - 180 participants

Forum #2 - 225 participants

Forum #3 - Expected attendance is 300 participants

3. Have Cultural and Community Development funds been received for this purpose in the past? If so, how much and when? If funds were received, please attach the Post-Event Report for this event.

No

BUDGET FOR EVENT/PROJECT

Please detail all revenue and expenditures associated with the event/project/organization for which funds are being requested (only include guaranteed funds, i.e. not the funds being requested that have not yet been approved).

Additionally, for private non-profit and public organizations, please include a copy of the most recently completed financial statement and a copy of the budget for the event or organization for which funds are requested.

Revenue for event/project:

1. Funding/Contributions:

Source	Amount
US Bank	5000
TPC & Tahoe Chamber Staff time	2930
Cultural & Community Development Grant (if awarded)	5000
Unfunded	2,100
Total:	15030

2. Other earnings (i.e. admission fee, retained earnings, sale of products, etc.):

Type	Amount
None	
Total:	

3. Describe any in-kind assistance/match funds you expect to receive from individuals, businesses or other community groups in support of this event/project/organization, which have not been confirmed or detailed above:

Not included in the staff time above, is the extensive time of TPC board members, Tom Greene, B Gorman, Lew Feldman, Chuck Sharer and Carl Hasty in providing the leadership and creative approach in developing these series of Forums.

In-kind radio advertisements are being provided by KTHO AM/FM, KRLT FM and KOUL AM. We met with NPR and requested that a reporter attend the function and file a report. Lake Tahoe Resort Hotel is providing the venue at no cost. Reduced rates for newspaper advertising have been secured.

Expenditures

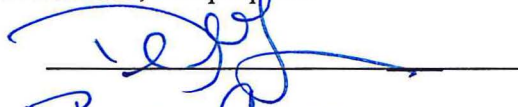
1. Expenditures for advertising and promotions (should correlate with revenue sources stated above):

<u>Expenditures</u> Item or service	<u>Cost:</u>	<u>Funded By</u>
Venue Rental	0	\$4,000 in-kind donation
Stage & AV	1230	Sponsor Funds
Food & Beverage	5670	Sponsor Funds
Meeting Materials	330	TPC & Tahoe Chamber
Event Staff	420	TPC & Tahoe Chamber
Meeting Planning & Coordination	800	TPC & Tahoe Chamber
Advertising	1380	TPC & Tahoe Chamber (\$2,700 in-kind)
Content Research & Development	5200	Sponsor Funds
Total:	15030	

SUBMITTAL

The undersigned, declares that he/she has carefully examined the El Dorado County Cultural and Community Development Program and fully understands its contents and implications, and if funds are awarded the proposer will contract with the County to furnish the services as specified, in accordance with this grant application attached. The undersigned further attests that all information contained in this application is accurate to the best of his/her knowledge. Advertising funds are awarded, that proposer

Signature: _____



Title: _____

BOARD CHAIR

Applicant Organization: _____

TAHOE Prosperity Center

Date: _____

August 14, 2013

Return Grant Application No Later than August 16, 2013 at 5:00 PM to:

**Chief Administrative Office
Attn: Economic Development
330 Fair Lane
Placerville, CA 95667**

**BYLAWS
OF
TAHOE PROSPERITY CENTER**
a Nevada Nonprofit Corporation

The name of this corporation is Tahoe Prosperity Center, a Nevada nonprofit corporation.

I. Offices of the Corporation.

A. Principal Office. The principal office for the transaction of the activities and affairs of the corporation (principal office) is located at 169 Highway 50, Stateline, Douglas County, Nevada with an additional office located at 100 North Lake Tahoe Blvd., 2nd floor, Tahoe City, CA 96145. The Board of Directors may change the principal office from one location to another. Any change of location of the principal office shall be noted by the secretary on these bylaws opposite this section, or this section may be amended to state the new location.

B. Other Offices. The Board may at any time establish branch or subordinate offices at any place(s) where the corporation is qualified to conduct its activities.

II. Purposes and Limitations.

The corporation is organized exclusively for charitable purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The specific purpose of the corporation is to convene and support economic development initiatives which would have the effect of improving the quality of life for businesses and residents while promoting environmental stewardships and sustainability with the Lake Tahoe Basin and adjoining regions. Activities may include but not be limited to serving as a research and data center for the region; facilitating business development, supporting and administering grant opportunities, functioning as a convener and facilitator for partnership opportunities, support activities of other entities that are related to the economic well being of the region's communities and support efforts to improve local infrastructure such as broadband, affordable housing, access to investment capital and transportation.

III. Members.

The corporation shall have no members. Any action that would otherwise require approval by the members shall require only approval of the Board of Directors. All rights which would otherwise vest under the nonprofit corporation laws in the members shall vest in the Directors.

IV. Board of Directors.

A. Number. The corporation shall have not less than fifteen (15) and not more than thirty-five (35) Directors. The initial number of Directors shall be fifteen (15) and this number shall be fixed from time to time, within the limits specified in this Bylaw, by amendment to this Bylaw duly adopted by approval of the Board of Directors.

B. Qualifications.

1. Age and Categories. Each Director shall be at least 18 years of age and shall be a representative of one or more of the following categories: (i) local governmental jurisdictions; (ii) non-profit entities or agencies; (iii) education/workforce; (iv) local utility/infrastructure providers; and (v) business and professional organizations. There shall be no more than twelve (12) Directors from any one category on the Board at any time.

2. Restriction on Interested Persons as Directors. No more than twenty-five percent (25%) of the persons serving on the Board may be interested persons. An interested person is (a) any

person compensated by the corporation for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; and (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of such person. However, any violation of the provisions of this paragraph shall not affect the validity or enforceability of any transaction entered into by the corporation.

C. Term. The initial Directors shall hold office for a three (3) year term, at which time Such Directors may elect to remain on the Board for terms of one (1), two (2), or three (3) years. Thereafter, a staggered number of Directors shall be elected to one (1), two (2), or three (3) year terms annually as determined by the Board. The individual elected to the office of the Chairperson-Elect will automatically remain on the Board of Directors for one (1) additional year following his/her election to that position without having to run for re-election. The maximum number of years any one person may serve as a Director in consecutive years is six (6), following which that person may not again serve as a Director until he/she has been absent from the Board for one (1) year.

D. Vacancies.

1. Events Causing Vacancy. A vacancy or vacancies on the Board shall exist on the occurrence of the following: (a) the death or resignation of any Director; (b) the declaration by resolution of the Board of a vacancy in the office of a Director who has been declared of unsound mind by an order of court, convicted of a felony, or found by final order or judgment of any court to have breached a duty of a Director under Chapter 82 of the Nevada Revised Statutes; (c) the increase of the authorized number of Directors; or (d) removal of a Director pursuant to Section IV.D. 3, below.

2. Resignations. Except as provided below, any Director may resign by giving written notice to the Chairperson, President or Secretary of the Board. The resignation shall be effective when the notice is given unless it specifies a later time for the resignation to become effective. If a Director's resignation is effective at a later time, the Board may elect a successor to take office as of the date when the resignation becomes effective. A Director shall not resign where the corporation would then be left with less than the required minimum number of Directors in charge of its affairs.

3. Removal of Director. Any Director may be removed at any time, with or without cause or notice, by the vote or written approval of two thirds (2/3) of the Board of Directors.

4. Filling Vacancies. Vacancies on the Board shall be filled by the Chair of the Board appointing a successor to take office from within the category held by the departing Director.

E. Powers.

1. General Corporate Powers. Subject to the provisions and limitations of the Nevada Nonprofit Corporation Law and any other applicable laws, and subject to any limitations of the articles of incorporation and bylaws, the corporation's activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board.

2. Specific Powers. Without prejudice to the general powers set forth in these bylaws, but subject to the same limitations, the directors shall have those specific powers set forth in NRS 82.130; including, but not limited to:

(a) Appoint and remove, at the pleasure of the Board, all the corporation's officers, agents, and employees; prescribe powers and duties for them that are consistent with law, and with the articles of incorporation and bylaws; and require from them security for faithful performance of their duties.

(b) Change the principal office or the principal business office in Nevada from one location to another; cause the corporation to be qualified to conduct its activities in any other

state, territory, dependency, or country and conduct its activities within or outside Nevada; and designate any place within or outside Nevada for holding any meetings.

(c) Adopt and use a corporate seal.

(d) Borrow money and incur indebtedness on behalf of the corporation and cause to be executed and delivered for the corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations and other evidence of debt and securities.

(e) Manage the financial affairs of the corporation, including, but not limited to, the adoption of annual budgets.

F. Directors' Meetings.

1. Place of Meetings. Meetings of the Board shall be held at any place within or outside Nevada that has been designated by resolution of the Board or in the notice of the meeting or, if not so designated, at the principal office of the corporation.

2. Meetings by Telephone. Any meeting may be held by conference telephone or similar communication equipment, as long as all directors participating in the meeting can hear one another. All such directors shall be deemed to be present in person at such a meeting.

3. Annual Meeting. The Board shall hold a regular annual meeting for purposes of organization, election of officers, and transaction of other business. Notice of this meeting is not required.

4. Other Regular Meetings. Other regular meetings of the Board may be held without notice at such time and place as the Board may fix from time to time.

5. Special Meetings.

(a) Authority to Call. Special meetings of the Board for any purpose may be called at any time by the Chairperson, the President if any, the Chair-elect any Vice Chair, or the Secretary or any three directors.

(b) Notice.

(i) Manner of Giving Notice. Notice of the time and place of special meetings shall be given to each director by one of the following methods: (a) by personal delivery of written notice; (b) by first-class mail, postage prepaid; (c) by telephone, either directly to the director or to a person at the director's office who would reasonably be expected to communicate that notice promptly to the director; (d) by facsimile; or (e) by email. All such notices shall be given or sent to the Director's physical address, telephone or facsimile numbers or email address as shown on the records of the corporation.

(ii) Notice Contents. The notice shall state the time of the meeting, and the place if the place is other than the principal office of the corporation. It need not specify the purpose of the meeting.

6. Quorum. A quorum of the Board shall consist of a majority of directors, and such majority is authorized to transact business on behalf of the corporation. Every action taken or decision made by a majority of the directors present at a duly held meeting at which a quorum is present shall be the act of the Board, subject to the more stringent provisions of the Nevada Nonprofit Corporation Law. The directors present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal or abstention of enough directors to leave

less than a quorum, if any action taken (other than adjournment) is approved by at least a majority of the directors required to constitute a quorum.

7. Waiver of Notice. Notice of a meeting need not be given to any Director who, either before or after the meeting, signs a waiver of notice, a written consent to the holding of the meeting, or an approval of the minutes of the meeting. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meetings. Notice of a meeting need not be given to any director who attends the meeting and does not protest, before or at the commencement of the meeting, the lack of notice to him/her.

8. Adjournment. A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

9. Notice of Adjourned Meeting. Notice of the time and place of holding an adjourned meeting need not be given unless the original meeting is adjourned for more than 24 hours. If the original meeting is adjourned for more than 24 hours, notice of any adjournment to another time and place shall be given, before the time of the adjourned meeting, to the directors who were not present at the time of the adjournment.

G. Action Without a Meeting. Any action that the Board is required or permitted to take may be taken without a meeting if all Directors consent in writing to the action. Such action by written consent shall have the same force and effect as any other validly approved action of the Board. All such consents shall be filed with the minutes of the proceedings of the Board.

H. Compensation and Reimbursement. Directors shall receive no compensation for their services, but may receive reimbursement of expenses as the Board may determine by resolution to be just and reasonable as to the corporation.

I. Committees. The Board of Directors shall appoint those standing committees and subcommittees as it deems appropriate. The Board may adopt rules for the government of any committee, provided they are consistent with these bylaws or, in the absence of rules adopted by the Board, the committee may adopt such rules.

1. Executive Committee. The Executive Committee shall consist of the Chairperson, the Chairperson-Elect, the immediate past Chairperson, the Treasurer, the Secretary and up to four additional Directors appointed by the Chairperson. The Executive Committee shall have only that authority specifically delegated to it by the Board and the authority to act on items of the Corporation's business which cannot be postponed until the next Board meeting.

V. Officers.

A. Officers of the Corporation. The officers of the corporation shall be a Chairperson, a Chairperson-elect, secretary and a treasurer. Any number of offices may be held by the same person, except that neither the secretary nor the treasurer may serve concurrently as president.

B. Election of Officers. The officers of the corporation shall be chosen annually by the Board and shall serve at the pleasure of the Board, subject to the rights, if any, of any officer under any contract of employment.

C. Other Officers. The Board may appoint and may authorize the Chairperson, or other officer, to appoint any other officers that the corporation may require. Each officer so appointed shall have the title, hold office for the period, have the authority, and perform the duties specified in the bylaws or determined by the Board.

D. Removal of Officers. Without prejudice to any rights of an officer under any contract of employment, any officer may be removed with or without cause by the Board and also, if the officer was not chosen by the Board, by any officer on whom the Board may confer that power of removal.

E. Resignation of Officers. Any officer may resign at any time by giving written notice to the corporation. The resignation shall take effect as of the date the notice is received or at any later time specified in the notice and, unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to the rights, if any, of the corporation under any contract to which the officer is a party.

F. Vacancies in Office. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to that office, provided, however, that vacancies need not be filled on an annual basis.

G. Responsibilities of Officers.

1. President & CEO. The President and CEO of the corporation, if any, shall have those powers and duties as the Board or the bylaws may prescribe, including overseeing the day-to-day operations of the corporation, and any additional powers and duties.

2. Chairperson. The Chairperson shall preside at all Board meetings, and shall have such other powers and duties as the Board or the bylaws may prescribe. The Chairperson shall, with the President, if any, sign contracts and obligation of the Tahoe Prosperity Center that are long-term in nature that fall outside the normal day-to-day business transactions and/or budget with the majority approval of the board. In the absence of the Chairperson, the Chairperson-Elect shall act in that capacity, followed by any officer selected by the Board of Directors. In the absence of all of the officers, a member of the Board of Directors shall be chosen from their number to act on behalf of the corporation.

3. Secretary.

(a) Book of Minutes. The Secretary shall keep or cause to be kept, at the corporation's principal office or such other place as the Board may direct, a book of minutes of all meetings, proceedings, and actions of the Board, or committees of the Board. The minutes of meetings shall include the time and place that the meeting was held, whether the meeting was annual, regular, or special, and, if special, how authorized, the notice given, the names of those present at Board and committee meetings, and the number of Directors present at meetings. The Secretary shall keep or cause to be kept, at the principal office in Nevada, a copy of the articles of incorporation and bylaws, as amended to date.

(b) Notices, Seal and Other Duties. The Secretary shall give, or cause to be given, notice of all meetings, of the Board and of committees of the Board required by these bylaws to be given. The Secretary shall keep the corporate seal in safe custody and shall have such other powers and perform such other duties as the Board or the bylaws may prescribe.

4. Treasurer.

(a) Books of Account. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the corporation's properties and transactions. The Treasurer shall send or cause to be given to the directors such financial statements and reports as are required to be given by law, by these bylaws, or by the Board. The books of account shall be open to inspection by any director at all reasonable times.

(b) Deposit and Disbursement of Money and Valuables. The Treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the corporation with such depositories as the Board may designate, shall disburse the corporation's funds as the Board may order, shall render to the President, chair of the Board, if any, and the Board, when

requested, an account of all transactions as chief financial officer and of the financial condition of the corporation, and shall have such other powers and perform such other duties as the Board or the bylaws may prescribe.

H. Compensation and Reimbursement. The President and CEO if any, may receive such compensation for his/her services and such reimbursement of expenses as the Board may determine by resolution to be just and reasonable as to the corporation at the time that the resolution is adopted. The chairperson, secretary, treasurer, and other officers, shall receive no compensation for their services, but may receive reimbursement of expenses as the Board may determine by resolution to be just and reasonable as to the corporation.

VI. Indemnification.

A. Right of Indemnity. To the fullest extent permitted by law, this corporation may indemnify its directors, officers, employees, and other persons against expenses as provided in NRS 82.541, 78.751 and 78.7502.

VII. Dissolution of the Corporation.

On the winding up and dissolution of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

VIII. Records and Reports.

A. Maintenance of Corporate Records. The corporation shall keep at its registered office:

1. A copy, certified by the secretary of state, of its articles of incorporation and amendments thereto;
 2. A copy, certified by an officer of the corporation, of its bylaws and amendments thereto;
 3. Adequate and correct books and records of account;
 4. Written minutes of the proceedings of its Board, and committees of the Board;
- and

B. Inspection Rights. The corporation's Articles of Incorporation and bylaws, as amended to date, shall be open to inspection by the directors at all reasonable times during office hours. Every director may, for a purpose reasonably related to the director's interest as a director, inspect the corporation's books of account and financial records during usual business hours on fifteen days' prior written demand on the corporation, which demand must state the purpose for which the inspection rights are requested. If the corporation reasonably believes that the information will be used for a purpose other than one reasonably related to a person's interest as a director, or if it provides a reasonable alternative under this section, it may deny the director access to such records. Any inspection and copying under this section may be made in person or by the director's agent or attorney. The right of inspection includes the right to copy and make extracts. Any right of inspection extends to the records of any subsidiary of the corporation.

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IX. Construction and Definitions.

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the Nevada Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, the plural includes the singular, and the term "person" includes both a legal entity and a natural person.

X. Amendments.

These bylaws may be amended upon the affirmative vote of two-thirds (2/3) of the Directors.

CERTIFICATE OF SECRETARY:

I certify that I am the duly elected and acting Secretary of the Tahoe Prosperity Center a Nevada nonprofit corporation, that the above bylaws consisting of seven (7) pages, are the bylaws of this corporation, as adopted by two-thirds or more of the Directors on May 31st, 2011, and that they have not been amended or modified since that date.

Executed on October 1, 2011 at Stateline, Nevada.

BM Gorman
Secretary

3408850

State of California
Secretary of State

CERTIFICATE OF QUALIFICATION

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify that on the 29TH day of AUGUST, 2011, TAHOE PROSPERITY CENTER, a corporation organized and existing under the laws of NEVADA, complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in the State of California, and that as of said date said corporation became and now is qualified and authorized to transact intrastate business in the State of California, subject however, to any licensing requirements otherwise imposed by the laws of this State.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of September 16, 2011.



Debra Bowen

DEBRA BOWEN
Secretary of State

3408850

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

AUG 29 2011

**Statement and Designation
by Foreign Corporation**

Tahoe Prosperity Center

(Name of Corporation)

_____, a corporation organized and existing under the
laws of Nevada, makes the following statements and designation:
(State or Place of Incorporation)

1. The address of its principal executive office is 169 HWY 50, PO Box 7139, Stateline, NV
89449
2. The address of its principal office in the State of California is _____
(If none, leave Item 2 blank.)

Designation of Agent for Service of Process in the State of California
(Complete either Item 3 or Item 4.)

3. (Use this paragraph if the process agent is a natural person.)

Michael J. McLaughlin, a natural person residing in the State of
California, whose complete street address is 2462 Fair Meadow Court, South Lake Tahoe, CA
96150, is designated as agent upon whom process directed to
this corporation may be served within the State of California, in the manner provided by law.

4. (Use this paragraph if the process agent is another corporation.)

_____ a corporation organized and existing under the laws of _____
is designated as agent upon whom process directed to this corporation may be served within the State
of California, in the manner provided by law.

5. It irrevocably consents to service of process directed to it upon the agent designated above, and to
service of process on the Secretary of State of the State of California if the agent so designated or the
agent's successor is no longer authorized to act or cannot be found at the address given.


(Signature of Corporate Officer)

Claudia Andersen, Treasurer
(Typed Name and Title of Officer Signing)

If an individual is designated as the agent for service of process, include the agent's business or residential street address in California (a P.O. Box address is not acceptable). If another corporation is designated as the agent for service of process, do not include the address of the designated corporation. Note: Corporate agents must have complied with California Corporations Code section 1605 prior to designation, and a corporation cannot act as its own agent.

SECRETARY OF STATE



**CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING**

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **TAHOE PROSPERITY CENTER**, as a non-profit corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 27, 2011, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on July 29, 2011.



A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20110729-0822
You may verify this electronic certificate
online at <http://www.nvsos.gov/>

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I hereby certify that the foregoing transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

SEP 16 2011 8

Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State



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Nevada Pacific Development

Jesse Walker

Economic & Planning Systems, Inc.

Barbara Winn

AT&T

The State of the South Shore Economy Forum II

March 5, 2013

Most Important Projects:

Table 1

- Improve access to environment
- USFS major player and they are not at the meeting. They should be here.
- Improve parking, signage – help people get to the areas they want to enjoy
- Coordinate with transit
- Less environment impact
- Focus on implementation of recreation

Table 2

- Accountability – with a timeline
- Need all partners to be accountable
- Benchmarking of when each plan will unfold
- Keep projects moving forward
- Strategic investments for business
- Need everyone involved

Table 3

- Be progressive
- Can't just have 1 project every 10 years
- Multiple projects at once
- Produce jobs & help tourism and economy
- Everyone are partners
- Community to come together for change

Table 4

- Outdoor music venue in town that takes advantage of natural environment
- Red Rocks, Gorge, Mountain Winery
- Incorporate venue into the natural environment
- Lakeview Commons a good start, but need a bigger space for bigger events
- Provides place to congregate
- Major attraction for people to come to the Basin
- Involve everyone – private \$\$ and public \$\$
- Public streamlining of permitting processes

Table 5

- Improve the transportation from Stateline to the Y and beyond
- Get people throughout the City
- Improve bike lanes – connect them
- Have Nifty 50 allow people to get people on more frequently
- Involve all state, local and fed. Agencies
- Bike parking
- Involve businesses

Table 6

- Year-round employment for college educated people
- Keep people in the town
- Have more disposable income to spend locally
- Would improve shoulder season
- Seasonal employees have to be retrained, year-round would be better for businesses
- Would give good recommendations of where to go
- Partners: college (4-year institution), barton, ski resorts,
- Year round employment may pay more (decent wages)
- Govt. agencies may attract green businesses

Table 7

- Education piece missing
- Invested billions in environmental message – infuse people with the message for caring for the lake
- Hotels sharing the message
- Central building for tourist information, multi-media presentation that discusses how everyone's interaction with the lake matters
- People need to engage on a personal level
- People will recognize the quality of the community experience
- Partners are all of us
- Focus on stewardship approach

Table 8

- One of the problems is the difference between west side of the town and Stateline
- Need to bring whole community together and find a middle ground
- Bring in the small businesses that might not be in Stateline & what they want to do

Table 9

- Enhance collaboration between agencies including public/private partnerships
- Bring the vision of what everyone wants to the table
- Funding partnerships at all levels
- Community fundraisers

Table 10

- Barrier to realize the success is not buying into the vision – unpredictable process
- Greater sense of unanimity
- Greater courage of elected officials
- Attract a lot of \$\$

Table 11

- Nobody wins unless everyone wins
- Need \$\$ to implement the great ideas (public and private)
- Nurture from both sides
- Tahoe bond
- Encourage private investment
- Govt. and regulations to act and incentivize what we should do

Table 12

- Focus on how you feel about our community – engender community pride
- Grassroots and top-down
- Take the information from tonight back to your community and constituents
- Support grassroots efforts
- Recognize that there is a little bit of every part of Tahoe in all of us
- Tie together many of the small projects
- Get out of our silos and share the information
- It's about how we work together
- Local leaders, front line employees – it's everybody

Table 13

- Capital – leverage the power and energy in this room and the basin
- Public and private capital
- Provide additional job opportunities
- High-tech center, call center, etc.
- Partnerships with optimistic events like this
- Leverage the opportunities in front of us

Table 14

- Change in local attitude (we aren't the "dirty south")
- There is a small, vocal group and a silent large group
- Get them involved
- Visible projects are being implemented – continue to talk about them and educate the locals to let them know how the process works and what is happening
- Need to include everyone

Table 15

- Connectivity – neighbors with businesses and schools and recreation opportunities
- Multi-season trail system
- Would drive more people here
- Allow locals to go places without getting in car
- Tax district
- Partners: ones that are working together now

Table 16

- Enhance multi-use trail systems (hiking, biking)
- Community pride
- World renowned venue would be provided (for trail system)
- Potential to accelerate environmental improvements
- Improve quality of experience
- Would bring new businesses
- Partners are everyone & the agencies

Table 17

- 3 things, entertainment, marketing and transportation
- Missing the interconnected transportation in the basin (local and regional)
- People have to be able to get here to enjoy the venues and the natural environment
- Duh!
- Partners: city, FAA, TRPA.....private ventures, Barton, ski resorts, major private ventures

Table 18

- Transform South Shore into a year round art and culture center
- Theatre arts, enrich the culture – ties youth and volunteers together
- Sense of community pride and hospitality
- Improve economy
- Build off existing programs at college and high school, existing groups
- Need to engage the Latino population and engage the 2 cultures together

Table 19

- Where does the \$\$ come from
- Everything doesn't happen without infrastructural change
- Need investment in the community
- Projects bring people here to do them, invest in people doing them and having jobs after
- Bring people to the community (outdoor recreation tourism projects)
- Create things that locals want to enjoy and also spend \$\$ on and provide opportunity for children to live in community
- Partner with local, regional and federal agencies, local businesses and residents, outside capital investors and environmental community

Table 20

- Dynamic draws
- Need the environment that houses the college, and the events and businesses that move it forward
- Elevate it to where everyone wants to be
- Be the Tahoe that we want to be but haven't been courageous enough to address
- Become a sustainable economy
- Bring back middle class, and diversity
- Distinguish ourselves
- Think about "why" people 10-15 years down the line would want to be here so they want to be here for life
- How: bring in more events, work collaboratively,
- Need to execute