



**BYLAWS OF THE
BOARD OF
GOVERNORS**



State Bar of Nevada

Bylaws of the Board of Governors

Article 1: Name, Purpose and Powers

The name of this organization shall be the "State Bar of Nevada" (State Bar). The State Bar is a public corporation (SCR 76) established under NRS 7.275 to govern the legal profession in this state, subject to the approval of the Supreme Court. The powers of the State Bar are established under Supreme Court Rules 84 and 211.

Article 2: Board of Governors; Elections

In accordance with Supreme Court Rules 81 and 82, members of the Board of Governors are elected to serve, excepting the Dean of the William S. Boyd School of Law, Chair of the Board of Bar Examiners and Past Presidents, who serve as ex officio non-voting members. Elections to the Board of Governors shall be conducted electronically.

- 2.1 *Nominating Petitions.* The Executive Director shall prepare a nominating petition published on the State Bar's website and published in *Nevada Lawyer* and elsewhere as practical by March 15 and due no later than April 1. Nominating petitions must be signed by at least five active members of the bar and may be submitted in print or electronic format.
- 2.2 *Candidate Statements.* Candidates are encouraged to provide written statements for the office of Governor. Statements will be placed on the State Bar website and included in the electronic ballot.
- 2.3 *Election Period.* Ballots shall be distributed to all attorneys eligible to vote at least one week prior to the commencement of the voting period. The voting period shall begin on the second Tuesday of April and conclude 30 days thereafter. Ballots shall be counted and certified by a neutral third party no later than May 15.
- 2.4 *Casting of Ballots.* Elections will be conducted electronically and managed by an independent contractor. The contractor will send all ballots to active members in each district where there is a contested election. In any case where it is satisfactorily made to appear to the Executive Director that a member entitled to vote has not for any reason received a ballot, the Executive Director shall direct a new ballot be issued to the member.

- 2.5 *Certification of Results.* The Executive Director shall certify the result to the President and thereafter announce the vote and declare the person(s) receiving the highest number of votes for the respective offices, or if an uncontested election, provide the names of nominated candidates for Governors of the State Bar for the ensuing year. Specific election results by candidate are available upon request.
- 2.6 *Commencement.* Terms on the Board of Governors commence on July 1 and upon taking the oath of office.
- 2.7 *Compensation.* Board members and ex officio members shall serve without compensation for their services, but the Board may, in its discretion, allow a fixed sum and expenses for the attendance at a Board meeting or other Board-related meetings.
- 2.8 *Representing Attorneys before State Bar Boards, Panels, Committees, and Commissions.* Board members shall not represent anyone with adverse actions to any administrative interests of the State Bar.
- 2.9 *Judicial Campaigns* The members of the Board must refrain from public involvement in judicial campaigns and appointments that in any way identify them as members of the Board, officers of the State Bar or otherwise representing the State Bar of Nevada.

Article 3: Officers

- 3.1 *Officers.* The officers of the Board of Governors shall be a President, President-Elect, and a Vice President. The President-Elect and Vice President are elected from the membership of the Board of Governors and serve one year. The President-Elect succeeds the President and becomes President at the next meeting following election as President-Elect. The term of office shall commence on July 1 of any given year.
- 3.2 *Treasurer.* The Executive Director shall serve as Treasurer.
- 3.2 *Presiding Officer.* The President shall preside at all meetings of the Board of Governors, or in the event of the President's absence or inability to act, the President-Elect shall preside. The President shall serve as the official spokesperson for the State Bar or may designate a spokesperson.

Article 4. Meetings of the Board of Governors

- 4.1 *Meetings.* The Board of Governors shall meet quarterly on notice by the Executive Director. Notice shall be provided at least three days prior and state the location, date, and time of meeting. The President may call a special meeting of the Board of Governors as necessary, or the Executive Director may call a special meeting upon request of five or more governors.
- 4.2 *Emergency Meetings.* The President may call an emergency meeting with a 24-hour notice to members of the Board to discuss matters requiring immediate attention. Notice must indicate the subject matter to be considered and emergency meetings shall consider only the matters for which notice is given. The President may also seek Board approval on an urgent matter via an email vote of the Board. Minutes from emergency meetings and email votes on urgent matters will be placed on the next regular meeting agenda for ratification.
- 4.3 *Quorum.* The presence of a majority of the Board of Governors constitutes a quorum for the transaction of any business of the Board.
- 4.4 *Voting.* At all meetings of the Board of Governors, each member of the Board of Governors is entitled to one vote per matter presented for vote. The affirmative vote of the majority of the governors present shall be the act of the Board of Governors. Voting by proxy is not allowed.
- 4.5 *Robert's Rules of Order.* Proceedings at any meeting of the State Bar shall be governed by Robert's Rules of Order.

Article 5. Committees

- 5.1 *Standing Committees.* Standing committees of the Board of Governors shall include:
- (a) *Executive Committee.* This committee shall be composed of the President, President-Elect, Vice President and at least two other governors appointed by the President. The responsibilities of this committee shall be to:
1. Act on behalf of the Board of Governors between regular meetings of the Board within the authority delegated to it by the Board.
 2. Meet regularly with the Executive Director to discuss and consider operational matters.
 3. Exercise oversight and give direction to the Executive Director as appropriate.
 4. Recommend to the Board of Governors changes in policy and new policies to facilitate State Bar operations.
 5. Make appropriate investment recommendations to the Board of Governors as necessary.
- (b) *Audit Committee.* This committee shall be composed of at least three members of the Board of Governors appointed by the President. The responsibilities of this committee shall be to:

1. Recommend to the Board of Governors the independent auditor to be employed.
 2. Evaluate the performance of the independent auditor.
 3. Set the scope of the independent audit.
 4. Receive and review the annual independent audit.
 5. Recommend and monitor any special audits that might be required.
 6. Review accounting and control functions.
- (c) *Investment Committee.* This committee shall be composed of at least three members of the Board of Governors appointed by the President. The responsibilities of this committee shall be to:
1. Review and recommend to the Board of Governors the investment policy of State Bar funds.
 2. Monitor performance of the investment of State Bar funds.
 3. Make appropriate investment recommendations to the Board of Governors as necessary.
- (d) *Budget Committee.* This committee shall be composed of at least three members of the Board of Governors appointed by the President. The responsibilities of this committee shall be to:
1. Recommend the adoption of the operating budget for approval by the Board of Governors.
 2. Recommend the budget amendments for approval by the Board of Governors.
 3. Monitor the implementation of the operating budget.
- (e) *Personnel and Compensation Committee.* This committee shall be composed of at least three members of the Board of Governors appointed by the President. The responsibilities of this committee shall be to:
1. Review employee compensation and benefit plans for the State Bar.
 2. Recommend to the Board of Governors changes in the compensation plan as required.
 3. Recommend to the Board of Governors the annual budget for compensation and employee benefits.
 4. Make other recommendations to the Board of Governors as necessary.
- 5.2 *Special Committees.* The Board may create committees other than standing committees. In establishing such a committee, the board shall set forth the responsibilities of the committee and approve the committee chair and committee members.

Article 6. Sections

The state bar recognizes that members interested in a particular field of law may provide a valuable service to the profession and the public by increasing the knowledge of bar members in certain fields of law; recognizing and discussing means for improving the law in certain fields; publishing materials and

scholarly articles regarding fields of the law; and recommending changes to the administration of justice in certain fields of law in accordance with the State Bar's policies. The State Bar encourages the formation of sections for these purposes.

- 6.1 *Creation.* The Board of Governors may establish sections as it deems necessary or advantageous for members interested in particular areas of practice. The Board of Governors may terminate any section if its function is considered unnecessary in carrying out the objectives of the State Bar or may consolidate the functions to better accomplish such objectives.
- 6.2 *Function.* The function of a section shall be to investigate, discuss and evaluate trends and activities in its emphasized areas of practice and make recommendations to the Board of Governors as appropriate.
- 6.3 *Composition.* A section shall consist of not less than 20 members. Unless otherwise provided in the section bylaws approved by the Board of Governors, any member of the State Bar, regardless of primary areas of practice or interest, may be a member of any section upon paying the membership dues as required by the section and as approved by the Board of Governors.
- 6.4 *Formation Procedure.* At least five members may make written application to the Board of Governors to form a section. The application shall (a) identify at least 20 members of the bar who are willing to join and become members of the section; (b) designate with specificity the practice constituency area or field of law for which formation of the section is being proposed; (c) state the immediate and long-range goals of the proposed section, including any goals related to providing continuing legal education; (d) have attached a copy of the proposed bylaws for the governance of the section; and (e) identify the persons who are proposed to serve as initial officers of the section.
- 6.5 *Section Operations.* A section shall be semiautonomous but shall always be under the authority of the Board of Governors. A section is authorized to keep bylaws, which shall not conflict with bylaws of the State Bar. The Board of Governors must approve any amendments to a section's bylaws. A current copy of the bylaws of each section and any amendments thereto shall be filed with the Executive Director.
- 6.6 The State Bar will assess and collect section dues when bar membership dues are collected. The Board of Governors must approve dues for each section. Each section's receipts and expenditures are handled by the State Bar and accounted for in the section's monthly financial statements provided by the Bar. No section may maintain a separate bank account.
- 6.7 *Section Budgets.* Sections shall submit a proposed budget annually to the Board of Governors for approval. Section revenues shall roll over from one year to the next.

6.8 *Continuing Legal Education.* Each section shall have the goal to provide continuing legal education in the field of law or area of practice emphasized by the section. Each section must coordinate all continuing legal education activities through the State Bar’s CLE Department and the State Bar’s CLE Committee.

6.9 *Adoption of Legislative Positions.* A section may propose to support or oppose the adoption of legislation by the Nevada State Legislature only on the following limited terms:

A section’s position on legislation must:

- 1. Relate closely and directly to the administration of justice;
- 2. Involve matters which are not primarily political and as to which evaluation by lawyers would have particular relevance if not related closely and directly to the administration of justice; or
- 3. Come within the section’s special expertise and jurisdiction.

Any proposed legislative position must be adopted by the section pursuant to those procedures set forth in the section’s bylaws, as previously approved by the Board of Governors. *See Policy 8.*

6.10 *Amicus Curiae Briefs.* A section that wishes to file *amicus curiae* brief with any court must obtain prior approval from the Board and/or Executive Committee. The President may appoint one or more Board members to review amicus requests and final briefs. *See Policy 8.*

Article 7. Executive Director

7.1 The Executive Director, appointed by and acting under the supervision of the Board, is the principal administrative officer of the Bar. The Executive Director also serves as secretary of the corporation. The Executive Director is responsible for the day-to-day operations of the Bar including, without limitation: hiring, managing and terminating Bar personnel; negotiating and executing contracts; collecting debts owed to the bar and assigning debts for collection as deemed appropriate; and acquiring (through purchase or lease), managing and disposing of any personal property related to the Bar’s operations, within the budget approved by the Board. The Executive Director will attend all meetings of the Board; will keep the Board informed of all agenda items with appropriate background information and staff or committee reports; and will keep a record of the proceedings of all such meetings. The Executive Director is responsible for preparing an annual budget for the Budget Committee. The Executive Director performs other duties as directed by the Board.

7.2 *Absence of the Executive Director* In the absence or incapacity of the Executive Director, the Board of Governors will designate the person succeeding to the responsibilities of authority of the Executive Director and who shall have the responsibility and authority of the Executive Director provided in this section. In an emergency, the President will designate the person

succeeding to the responsibilities and authority of the Executive Director pending approval by the Board of Governors.

Article 8. Indemnification

8.1 *Indemnification of Directors and Officers.*

- (a) *Generally.* The State Bar shall provide indemnification to qualified indemnities for liability arising out of qualified actions. A qualified indemnitee is a person who is or was an officer, member of the Board of Governors, member of the staff of the State Bar, or is serving at the request or appointment of the State Bar as a member of any board, committee or subcommittee. A qualified action is an action performed in good faith within the course and scope of the authority expressly or impliedly delegated by applicable Supreme Court Rule or policy adopted by the Board of Governors or by the Executive Director within his or her authority. Each qualified indemnitee who is party to, or is threatened to be made a party to, or is involved in any threatened, pending or completed claim, action, suit, or proceeding, whether civil, criminal, administrative or investigative, because the indemnitee or a person of for whom the indemnitee is a legal representative, is or was a member of the Board of Governors or officer of the State Bar or a member of a board, committee or sub-committee of the State Bar formed by the Board of Governors, shall be defended, indemnified and held harmless by the State Bar to the fullest extent legally possible under the laws of the State of Nevada, as amended from time to time, against all expenses, liability, and losses (including, but not limited to, attorneys' fees, judgments, fines, and amounts paid in settlement) reasonably incurred or suffered by the indemnitee in connection therewith. Such right of indemnification shall be a contract right that may be enforced by the indemnitee.
- (b) *Cumulative Right.* Such right of indemnification shall not be exclusive of any other right which such member of the Board of Governors, officer, or representative may have or hereafter acquire, and without limiting the generality of such statement, each shall be entitled to his or her respective rights of indemnification under any agreement, provision of law, or otherwise, as well as his or her rights under this section of these bylaws.
- (c) *Insurance.* The Board of Governors may direct the State Bar to purchase and maintain insurance to protect the State Bar against employee theft and on behalf of any person who is a member of the Board of Governors, officer, employee, or agent of the State Bar, or is serving at the request of the State Bar as a member of a committee, board, or sub-committee against any liability or theft against such person and incurred in any such capacity or rising out of such status, whether or not the State Bar would have the power to defend and indemnify such person against such liability.

Article 9. Amendment

Any proposed amendment of these Bylaws requires that the Board be provided with notice and a copy of the proposed amendment at the Board meeting immediately preceding the Board meeting at which the Board votes on the proposed amendment unless two-thirds of the entire Board waives the notice requirement. These Bylaws may be amended by affirmative vote of a majority of the entire Board at any regular meeting or at any special meeting of the Board called for that purpose.

Dates approved or revised:

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State Bar of Nevada

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Policy 1. Conflict of Interest

- 1.1 The Board of Governors of the State Bar of Nevada (State Bar), its officers, employees, committee members and section officers must act at all times in the best interests of the State Bar and not for personal or third-party gain or financial enrichment. When encountering potential conflicts of interest, Board members shall identify the potential conflict and as required, remove themselves from all discussion and voting on the matter. Specifically, members of the Board of Governors and those mentioned above shall:
- (a) Avoid placing (and avoid the appearance of placing) one's own self-interest or any third-party interest above that of the state bar; while the receipt of incidental personal or third-party benefit may necessarily flow from certain State Bar activities, such benefit must be merely incidental to the primary benefit to the State Bar and its purposes.
 - (b) Not abuse their position by improperly using their position on the Board to direct staff of the State Bar, or use State Bar services, equipment, materials, resources, or property for their personal third-party gain or pleasure, and shall not represent to third parties that their authority as a Board member extends any further than that which it actually extends.
 - (c) Not engage in any outside business, professional or other activities that would directly, or indirectly, materially adversely affect the State Bar.
 - (d) Not engage in or facilitate any discriminatory or harassing behavior directed toward the State Bar staff, members, officers, directors, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to the State Bar.
 - (e) Not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to the State Bar without fully disclosing such items to the Board of Governors.
 - (f) Provide goods or services to the state bar as a paid vendor to the State Bar only after full disclosure to, and advance approval by, the Board, and pursuant to any related procedures adopted by the Board.
 - (g) Not persuade or attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with the State Bar to terminate, curtail or not enter into its relationship to or with the State Bar, or to in any way reduce the monetary or other benefits to the State Bar of such relationship.
 - (h) Disclose, in writing, if the Board member is related to another Board member or any staff member by blood, marriage or domestic partnership.
 - (i) Disclose, in writing, if the Board member is involved in any business or other professional relationship with any staff member.
 - (j) Not represent anyone with adverse action to any administrative interests of the State Bar.
- 1.2 This policy shall apply not only to all members of the Board of Governors, but also shall apply to all members of State Bar committees, task forces, and others in the State Bar governance

structure, as well as to all State Bar employees. All references herein to the Board of Governors shall be construed also to refer to these additional individuals.

- 1.3 The Executive Committee of the Board of Governors shall operate as a compliance committee to insure the proper application and implementation of this policy.

Policy 2. ABA House of Delegates

- 2.1 *Selection.* Nominations for the House of Delegates of the American Bar Association (ABA) must be in writing. The applicants must file a volunteer application with the Executive Director. Election of an ABA delegate must be conducted by vote of the Board of Governors. The ABA delegates will be elected from the state at large and the term of office is two years. ABA delegates must be in-state active members of the bar. The Board must fill a vacancy in the office of ABA delegate due to a delegate's resignation, death or any other reason in the same manner as provided for Board members.
- 2.2 *Voting.* Each delegate to the ABA House of Delegates, as a condition of election, must vote substantially consistent with any position or direction of the Board of Governors.
- 2.3 *Expenses.* The State Bar of Nevada will reimburse State Bar delegates to the ABA House of Delegates their individual expenses in attending the ABA annual and mid-year meetings. Expenses subject to reimbursement under this section do not include those reimbursed by the ABA to individual delegates and are limited to an amount established by the Board of Governors.

Policy 3. Media Relations

The Bar will be responsive to the needs of the media and will identify persons to speak for the Bar. All statements made to the media, whether oral or by news release, must be informational in nature and must avoid statements of personal opinion or positions not considered or adopted by the Board. The President is the official chief spokesperson for the Bar. The President may also designate a spokesperson for the State Bar. If public appearances or statements by the chairperson or other officer or member of any bar committee are deemed necessary, prior authority must be obtained from the President.

Policy 4. Communications

- 4.1 *General Policy.* Communications of the Bar and its constituent groups and entities, including printed material and electronic communications, should be germane to the law, lawyers, the practice of law, the courts and the judicial system, legal education and the Bar in its role as a

mandatory membership organization. Communications, other than permitted advertisements, should advance public understanding of the law, legal ethics, and the professionalism and collegiality of the bench and bar.

- 4.2 *Editorial Policy.* The Board of Governors may approve editorial standards for Bar communications submitted by the *Nevada Lawyer* Editorial Board or the Publications Committee and material permitted by the Bar to be included in its communications concerning such matters as advertising, political communication, profanity and obscenity, letters to the editor, use of artwork, photographs and illustrations, story placement, headlines and scheduling, advertising content, rates, and similar topics.
- 4.3 *Campaign Advertisements.* Judicial candidates and candidates for the Board of Governors may advertise at standard charges in *Nevada Lawyer*, but partisan political advertising is not allowed. Partisan political announcements or endorsements will not be accepted for publication as letters to the editor or feature articles.
- 4.4 *Membership Surveys and Questionnaires*
- (a) A survey to specific groups of the membership from Bar staff, sections or others must have the prior approval of the Executive Director.
 - (b) A section may survey its own membership without prior approval.
- 4.5 *Directed Communication with Constituency.* Board members may communicate directly with members of their constituencies. Communications may be disseminated in any media form. Mailing lists will be provided at no cost to the Board member for such communications.
- (a) Communications shall include the following statement at the beginning of the document “Message from Your Board of Governor. This message is sent to you as a personal opinion from your representative Board of Governor and may not represent the positions or views of the State Bar of Nevada Board of Governors.”
 - (b) Communication that express personal opinion must clearly state the collective decision of the Board of Governors, if there is one, in addition to the opinion. In this instance, the communication must include a disclaimer stating, “The content of this communication is the personal opinion of the author and not that of the Board of Governors.”
 - (c) Communications may not include decisions reached or opinions expressed during executive session.
 - (d) A copy of any communication sent to members by Board members will be kept by the Executive Director.

Policy 5. Sections

- 5.1 *Purpose.* Sections are an integral and important part of the Bar. Sections are intended to provide Bar members who share particular interests an opportunity to develop and improve skills and to provide a forum for communication and action in matters of common interest.
- 5.2 *Formation.* At least five active members may make written application to the Board of Governors to form a section. The application shall:
- (a) Identify at least 20 persons who are active members of the State Bar of Nevada and in good standing who are willing to join and become members of the proposed section.
 - (b) Designate with specificity the practice constituency area or field of law for which formation of the section is being proposed.
 - (c) State the immediate and long-range goals of the proposed section, including any goals for providing continuing legal education.
 - (d) Have attached a copy of the proposed bylaws for the governance of the section.
 - (e) Identify the persons who are proposed to serve as initial officers of the section.
- 5.3 *Bylaws.* Sections are governed by the Bylaws adopted by the Board. Sections may propose and the Board may approve, modified bylaws commensurate with the section's needs.
- 5.4 *Finances.* The Bar will assess and collect section dues at the same time that Bar membership dues are collected. The Board must approve the dues for each section. Each section should set dues at an appropriate level to pay for programs and activities. No section may maintain a separate bank account. Each section's receipts and expenditures are handled by the Bar and accounted for in the section's monthly financial statement provided by the Bar. Interest on section accounts accrues to the Bar's General Fund and is used to offset the administration for the sections. Section programs that utilize additional staff time for programs or services (i.e. CLE or administration) shall be charged an additional fee as set forth by the Board.
- 5.5 *Donations.* Sections may make donations to charitable causes only with the prior approval of the Executive Director. The Executive Director will allow such donations if the prospective donor shows that the donation of section funds to the charitable entity is related to the purposes for which the section exists as set forth in the section's bylaws.
- 5.6 *Administrative Services.* Special services of the Bar, such as publications or product development, may be made available at cost to sections upon the section's notification to the Bar.
- 5.7 *Continuing Legal Education Activities.* The Bar is the informational clearinghouse for the CLE activities of each section. Each section should advise the Bar's CLE Department of any proposed CLE activities at the earliest possible date and in accordance with timelines established by the CLE Committee.

- 5.8 *CLE Event Co-sponsorship with Bar.* If a section decides to seek co-sponsorship for a CLE event, it is encouraged to first contact the Bar's CLE Department. If the CLE Department is unavailable to co-sponsor the seminar event, the section then may seek co-sponsorship with other organizations. The CLE Committee, with approval of the Board of Governors, will establish policies for Bar co-sponsorship of section CLE events. These policies will address issues such as event revenues and expenses, topics, speakers, dates, and locations.

Policy 6: Committees

- 6.1 *Standing and Special Committees.* Standing or special committees of the Bar or members of those committees may be appointed or discharged by the President or the Board.
- 6.2 *Committee Responsibilities.* Committees are established so that members can study issues within each committee's charge and make recommendations to the Board. This charge outlines the committee's ongoing general activities and specific issues to be considered for the year. Committees may also recommend issues to the Board to be included in the charge at any time.
- 6.3 *Membership.* All members of standing committees must be active or inactive members of the bar. The Board shall appoint or reappoint members to a committee. The Board will solicit member preference for serving on committees throughout the year. The Board appoints members to fill vacancies that occur throughout the year. These vacancies occur because members resign or are unable to participate fully in the committee. Nominations for committee appointments must be submitted using the committee volunteer form. The Board will appoint the chair and vice-chair of the committee after consulting with the committee. Term limits vary by committee.

Policy 7. Financial Matters

- 7.1 *General Policy.* All funds paid to the Bar will be received by the Executive Director acting for and on behalf of the Bar in a checking account or accounts with a commercial bank or financial institution. The Executive Director will make all disbursements from such accounts. The Board's Budget Committee and the Investment Committee will adopt policies governing the investment, reinvestment, sale, conversion or other disposition of funds of the Bar, subject to the approval of the Board.
- 7.2 *Audits.* The books of account of the Bar must be audited at least annually, unless otherwise directed by the Board.

7.3 *Borrowing*

- (a) The President and the Executive Director, acting for and on behalf of the Bar, are authorized and empowered:
- (1) To borrow from any bank, or other lending agency, on the terms agreed on between the officer and the lender and approved by the Board, a sum deemed prudent and necessary to effectuate the mission of the Bar.
 - (2) To execute and deliver to any lender or other depository, the promissory note or notes or renewals thereof of the Bar at rates of interest and on terms as may be agreed on.
 - (3) To mortgage, pledge or encumber and deliver to the lender, as security for the payment of loans, any savings of the Bar, regardless of form, on deposit with the lender.
 - (4) To execute and deliver to any lender any financing statements, security agreements or other instruments in writing, of any kind or nature, that may be necessary to complete a financial transaction.
 - (5) To draw on or endorse to any lender the savings on deposit or to dispose of the proceeds there from as may be deemed advisable.
 - (6) To perform other acts and to execute and deliver to any lender other documents as may be deemed reasonable, necessary or proper.
- (b) The President and the Executive Director, acting for and on behalf of the Bar, are also authorized and empowered to execute and deliver documents to any lender to memorialize or otherwise complete any borrowing or other financial transaction that has been previously authorized by the Board of Governors.

7.4 *Check Signatures.* Cash disbursements of \$4,000 or more require two signatures. The Executive Director and officers are authorized signatories on State Bar accounts.

7.5 *Contractual Contracts.* The Executive Director is authorized to execute contracts on behalf of the State Bar consistent with the approved budget for obligations less than \$10,000.00. Contracts obligating the State Bar to amounts greater than \$10,000.00 or in excess of one year will require the approval of the Board of Governors.

7.6 *Annual Budget.* The Executive Director will develop a draft annual budget for review and approval by the Budget Committee. The Budget Committee will submit its recommendation for final approval to the Board.

7.7 *Approval by Board of Governors.* After the annual budget is adopted, the Board must approve any substantive programmatic changes not anticipated or included in the budget.

7.8 *Operating Account.* The Operating Account will maintain cash sufficient to assure fulfillment of obligations to the membership. The account will be used to sustain an acceptable level of

operation and continue service to the membership if the standard level of operations is interrupted by unforeseen events. It is also used to offset the effects of an operational reversal until expenditures can be adjusted and to fund specific future capital enhancements and improvements in the operation of the Bar.

- 7.9 *Designated Funds.* Separate funds will be established and maintained as Board-authorized designated funds, defined as follows:
- (a) *Operating Designated Fund.* Established and maintained within the annual budget to assure continued operation of the Bar in the event of a non-dues revenue reversal or a catastrophic event. Operating reserves are set at 10% of annual operating expenses.
 - (b) *Building Capital Maintenance Fund.* Established as a set-aside fund to fund capital improvements to the State Bar of Nevada's Las Vegas and Reno properties.
 - (c) *License Fee Designated Fund.* This fund is set at \$2 million and is specifically designated to be used to delay a license fee increase if the State Bar's cash flow becomes negative.
 - (d) *Program Development Designated Fund.* This fund provides grants to programs developed and managed by organizations other than the State Bar. The program must be managed by the entity seeking the financial support.
 - (e) *Administrative Designated Fund.* The monies in this designated fund are not assigned for any purpose or program and may be used at the discretion of the Board of Governors for administrative or State Bar program purposes. When there is a positive cash flow, year-end funds will be added to this designated fund. Alternatively, negative cash flows at end of the year will be offset from this designated fund. This fund will continue to be accumulated according to the bar's a positive cash flow.
- 7.10 *Investment Policy.* This statement of the investment policy has been adopted by the Board of Governors of the State Bar of Nevada to provide guidelines for the investment of funds held by the organization.

This policy is set forth for purposes of managing investment risk and to optimize investment returns and maintenance of liquidity. The investment policy shall be managed within the parameters outlined by Supreme Court Rule 84(11). This Policy and any amendments to it must be authorized by action of the Board of Governors.

- (a) *Investment Committee.* The Investment Committee is involved in the management of State Bar of Nevada investment funds. Members of the Investment Committee include two members of the Board of Governors appointed by the President of the State Bar, the Chair of the Budget and Finance Committee as a liaison, and one at-large committee member.
- (b) *Reviews.* On a semiannual basis, or as deemed necessary, the Investment Committee will review the mix of investments for surplus funds to ensure the funds are managed in a fiscally sound manner and to achieve the highest return on investments within the

parameters set forth by the Board of Governors. The Investment Committee shall report to the Board of Governors quarterly.

- (c) *In-house Management/Investment Manager.* The Board of Governors, through the Investment Committee, may direct State Bar staff to invest funds according to the investment plan set forth by the State Bar Investment Policy. Alternatively, the Investment Committee may, with approval by the Board of Governors, contract with an investment manager for professional investment services. The selection of the investment manager shall be the subject of a request for proposal procedure every three years. The investment manager will monitor the various investment alternatives and select securities which best meet the state bar's overall, long-term goals.

- (d) *Investment Criteria.* Investment funds may be placed in:
 - (1) Commercial banking or savings accounts
 - (2) Certificates of deposit
 - (3) Bonds and debentures of the United States, the maturity dates of which shall not extend more than 10 years from the date of purchase
 - (4) Bills and Notes of the United States Treasury, the maturity date of which is not more than 10 years from date of purchase
 - (5) Obligations of the United States Postal Service or the Federal National Mortgage Association, the maturity date of which is not more than 10 years from the date of purchase; and/or
 - (6) Bonds of federal agencies, where underwritten by or payment is guaranteed by the United States.

7.11 *Investment Management.* The Executive Director is authorized and directed to deposit, sell, convert or withdraw cash on deposit in excess of that required for current operations and to invest those funds in accordance with the reserve and investment policy using expert advice and assistance as he or she may require. The Investment Committee will review the investment portfolio at least annually, using expert advice and assistance as it may require.

7.12 *Expense Reimbursements.* Bar employees and members of the Board of Governors or any other special task force or committees named by the Board of Governors will be reimbursed for their expenses in accordance with this policy when acting in their official capacities. Expenses of spouses or guests will not be reimbursed except as specifically approved by the Board of Governors. The Bar must receive requests for expense reimbursement no later than 45 days after the expense has been incurred. Supporting documentation in the form of original receipts or copies of original receipts must be submitted with all requests for reimbursement of expenses while acting on official Bar business.

7.13 *Eligible Expenses.* Eligible reimbursable expenses while on official business include the following:

- (a) *Out-of-State Travel.* Out-of-state travel for Board members will be reimbursed for those persons and meetings set forth in the bar's annual budget or as otherwise approved by the Board of Governors. Employees must obtain prior approval of the Executive Director before traveling out-of-state.
- (b) *Board of Governors Travel.* Board members will be reimbursed for expenses incurred for attendance at Board meetings, including the Board meeting held during the annual meeting as set forth in the Bar's annual budget.
- (c) *Transportation.* Use of a personal automobile is reimbursed at the allowable IRS rate. Airfare is reimbursed at the actual cost of coach fare. Actual cost of taxi, bus or other public transportation is reimbursable. Actual cost of car rental at economy car rate when other transportation is not readily available is also reimbursable.
- (d) *Lodging.* Actual cost for a moderately priced, double-occupancy room, except when the location of the meeting or conference requires other arrangements.
- (e) *Meals.* Reimbursement for meals will be made at actual cost of the meal if it meets the standard of reasonableness. Meals purchased for members of the bar or other persons in the course of official bar business will be reimbursed at actual cost and an explanation provided it meets the standard of reasonableness. Official dinners, meetings or banquets of the bar which eligible persons are expected to attend will be paid for by the Bar and, if not, will be eligible for reimbursement.
- (f) *Miscellaneous Costs.* Telephone, postage, office expense, registration fees and other legitimate business expenses will be reimbursed at actual cost with an explanation of the business purpose of the expense.

Policy 8. Legislation and Public Policy

- 8.1 *Guidelines.* Bar legislative or policy activities must be reasonably related to any of the following subjects: Regulating and disciplining lawyers; improving the functioning of the courts including issues of judicial independence, fairness, efficacy and efficiency; making legal services available to society; the education, ethics, competence, integrity and regulation of the legal profession; issues involving the structure and organization of federal, state and local courts in or affecting Nevada; issues involving the rules of practice, procedure and evidence in federal, state or local courts in or affecting Nevada; or issues involving the duties and functions of judges and lawyers in federal, state and local courts in or affecting Nevada.

8.2 *Legislative Process.* Because of the nature of the legislative process, the Board retains the right to sponsor or take positions on appropriate legislation. In so doing, the Board will make a reasonable effort to do the following:

Encourage as wide a participation of the membership as possible in formulating positions on legislative issues; inform members, especially sections and committees, of the Bar's legislative positions; respect divergent opinions of subgroups within the legal profession; provide assistance to bar sections and committees; and avoid committing Bar funds to issues that are divisive or result in creating factions within the profession.

8.3 *Committees and Sections* Any committee or section wishing to sponsor legislation or take a position on any rule or public policy issue will inform the Board of Governors of the exact nature of the legislation proposed. A copy of the bill, proposed rule or policy will be presented for consideration and approval of the Board. A committee or section of the Bar may not represent to the Nevada State Legislature or any individual, committee or agency thereof, a position or proposal or any bill or act, as the position of that committee or section of the Bar without the majority approval of the members of that committee or, in the case of a section, the section's executive committee and the prior approval of the Board, except as follows:

(a) *Adoption of Legislative Position.* If the Board of Governors approves of the legislative position taken by the section, the section may take the legislative position and may assert that the legislative position is endorsed by the State Bar generally or the Board of Governors.

If, on the other hand, the Board of Governors disapproves of the legislative position taken by the section, the section shall not take a position on such matter.

If the Board of Governors does not expressly disapprove of the section's position, or fails to take any action on the section's legislative position, the section may, as a section, seek to influence the legislation if and only to the extent that all such efforts and activities of the section to influence the legislation are funded entirely from the voluntary dues of its section members, and not through any funds obtained from the State Bar of Nevada through its imposition of mandatory dues. Under such circumstances, the legislative action taken by the section shall be clearly identified as the legislative position of the section and not that of the State Bar or the Board of Governors. A legislative position statement of a section to a legislative body must, as a preamble, contain the following disclaimer in capital letters and underlined:

This position is being presented only on behalf of the (____) Section of the State Bar of Nevada. This position should not be construed as representing the position of the Board of Governors or the general membership of the State Bar. The (___) Section, which takes this

position, is a voluntary section of () members composed of lawyers practicing in a specified area of law.

This position is taken as a result of a vote of () to () of the executive committee of the () Section, which is the governing body of that section. No approval or disapproval of the general membership of this section has been obtained.

This disclaimer shall be filed before the presentation of testimony with the clerk of the committee or subcommittee before which testimony is to be presented. Additionally, the disclaimer must be read at the beginning of any oral testimony before a committee or subcommittee.

If the general membership of the section has approved the section's position, paragraph 2 of the disclaimer may be omitted.

- (b) *Amicus Curiae Briefs.* A section that wishes to enter an *amicus curiae* appearance before any court must obtain prior approval from the Board. The Board and/or the Executive Committee may authorize *amicus* briefs only when such briefs involve questions relating to the regulation of the profession, improving the administration of justice, or improving the quality of legal services. The subject matter must relate to the mission/practice focus of the section.

Section requests to file an amicus brief. When a section seeks to file an *amicus* brief it must state whether it is filing upon its own volition or by invitation from the court. The section must obtain prior approval from the Board and/or the Executive Committee. The request must be in writing and include a synopsis of the question involved and the posture of the case. The section may present conflicting points of view in the *amicus* brief. The request must include a statement noting when the section authorized the brief according to the section's bylaws and a list of all individuals participating in writing the brief. The section may be required to obtain an extension of time from the court to obtain required approvals.

Approvals of an amicus brief. The section must provide the completed brief (or near final draft) for review and approval by the Board and/or Executive Committee. In its introduction, the *amicus* brief must clearly state that the section is speaking on its own behalf and not on behalf of the State Bar.

The Board will ask for a report that includes:

- Due dates of the brief
- An overview of the issue
- The posture the section is taking
- Identifying the Nevada specific issues the section is addressing

- Specifying the overarching public issues the amicus brief addresses
- List of section members working on the brief
- Assurances that there is not one person pushing a matter or no hidden agendas or conflicts
- A list of other legal organizations writing a brief on the same matter
- Approval of the section’s executive committee
- Anticipated budget impact

The Board will want to ensure that:

- A record exists of the specifics and why the Board approved the brief (or not)
- The section/Board is not advocating for a particular party
- The brief addresses Nevada specific issues
- The brief is a collaborative effort by the section (not just one person)
- The section/Board’s position does not violate restrictions imposed by Keller v. State Bar of California, 496 U.S. 1 (1990).

Policy 9. Objections to Use of Bar Dues

- 9.1 *Objections to Use of Bar Dues.* A member of the bar who objects to the use of any portion of the member’s bar dues for activities he or she believes promotes or opposes political or ideological causes may request the Board to review the member’s concerns to determine if the Board agrees with the member’s objections. Member objections must be in writing and filed with the Executive Director. The Board will review each written objection received by the Executive Director at its next scheduled Board meeting following receipt of the objection. The Board will respond through the Executive Director in writing to each objection. The Board’s response will include an explanation of the Board’s reasoning in agreeing or disagreeing with each objection.
- 9.2 *Refund.* If the Board agrees with the member’s objection, it will immediately refund the portion of the member’s dues that are attributable to the activity, with interest paid on that sum of money from the date that the member’s fees were received to the date of the Bar’s refund. The statutory rate of interest will be used. If the Board disagrees with the member’s objection, it will immediately offer the member the opportunity to submit the matter to binding arbitration between the Bar and the objecting member.

Policy 10. Continuing Legal Education

- 10.1 *Self-Supporting Philosophy.* The entire CLE function will be operated out of the Bar’s general fund but must be generally self-supporting or as nearly so as possible, with seminar registration fees fixed accordingly. However, because some seminars and publications cannot break even individually, prices for other seminars and publications may be fixed to provide a generally self-

supporting CLE function. Except as otherwise provided herein, participating members of the bar will not receive compensation for their CLE-related services, beyond a modest memento or other recognition and payment of expenses within Board guidelines.

- 10.2 *Reduced and Complimentary Registrations.* Complimentary admission to CLE seminars is available to lawyer CLE Committee members. Complimentary admission does not include the cost of lunch or other fee-based activities held in conjunction with a CLE seminar.
- 10.3 *Expenses of Speakers and Planners.* CLE seminar speakers and planners will be admitted free to the seminar and receive seminar materials without charge. CLE seminar speakers and planners are eligible for reimbursement for necessary travel expenses subject to the Bar's travel reimbursement policies.

Policy 11. Member Services

- 11.1 *Administrative Services.* Administrative services, such as mailing lists and labels, will be provided to member and nonmember groups at the cost of providing the service or product following guidelines set forth by the Board. Priority is given to official Bar business.
- 11.2 *Member Benefits.* Providers of Bar-sponsored member benefits may use the Bar's logo in their advertising and promotional material with the prior approval of the Executive Director. They may also indicate approval or endorsement by the Board in such material if the Board has approved or endorsed the program. Inactive membership status does not affect the eligibility of a member for Bar-sponsored programs.
- 11.3 *Military Dues.* An active or inactive member of the State Bar who is activated from reserve duty status to full-time active duty in the Armed Forces of the United States for more than sixty (60) days in any calendar year, and who is deployed or stationed outside the United States shall be exempt from the payment of membership fees upon submitting to the Executive Director satisfactory proof that he or she is so activated, deployed, or stationed. All requests for exemption must be postmarked or delivered to the State Bar's Las Vegas office on or before March 1 of the year for which the exemption is requested. Eligible members must apply every year they wish to claim an exemption. Each exemption applies for only the calendar year in which it is granted, and exemptions may be granted for a maximum total of five (5) years for any member.
- 11.4 *Calculation of fees for CLE, Discipline and/or Administratively Suspended Members*
Suspended members seeking reinstatement shall pay annual fees equivalent to the Inactive member renewal fee. Effective January 1, 2020, annual fees for suspended members will accrue based on the Inactive member license renewal rate, regardless of the initial suspension date. At

no time shall the fee be less than the equivalent of an Inactive member for any calendar year while suspended. This fee is in addition to any costs or penalties assessed by the Supreme Court Rules pertaining to the suspension, including but not limited to, Supreme Court Rules 79, 93, 120, 212, 217, and Rules of Professional Conduct 6.1. Annual license renewal fees will not accrue for time suspended prior to January 1, 2020.

Fees for the calendar year suspended and calendar year reinstated shall be based upon the member's status at the time of their suspension.

If a member requests to reinstate to a different status than they were at the time of suspension, appropriate adjustments for the reinstatement year will be made as follows. The examples below are for license fees only. Separate penalties may apply based on Supreme Court Rules pertaining to the suspension.

Attorney A – Active at the time of suspension

05/01/2019 CLE suspended

04/20/2022 Reinstates as an Active member

Fees due

2019: Active license renewal fee, if not paid prior to suspension

2020 & 2021: Fees equivalent to the Inactive license renewal fee for each year

2022: Active license renewal fee

Attorney B – Active at the time of suspension

10/15/2015 Discipline suspended

02/09/2020 Reinstates as an Active member

Fees due

2015: Active license renewal fee, if not paid prior to suspension

2016 – 2019: no fees due

2020: Active license renewal fee

Attorney C – Inactive at the time of suspension

07/15/2019 Administrative and CLE suspended

06/01/2021 Reinstates as an Inactive member

Fees due

2019: Inactive license renewal fee, if not paid prior to suspension

2020: Fee equivalent to the Inactive license renewal fee

2021: Inactive license renewal fee

11.5 *Calculation of Delinquent Fees and Penalties for Fee Suspended Licensees Seeking Reinstatement; SCR 93(12)*

SCR 93(12) allows the Board of Governors to impose penalties for reinstatement not to exceed double the amount of accrued fees.

Licensees requesting to reinstate their license from Fee Suspended status may be reinstated upon payment of all accrued fees and penalties. Such penalties shall be double the amount of delinquent fees owed at the time of reinstatement. This policy does not exclude other Supreme Court Rules relevant to license reinstatement.

Policy 12. Nevada Lawyer Assistance Program and Lawyers Concerned for Lawyers

- 12.1 *Lawyers Well-Being Programs.* The Lawyers Concerned for Lawyers (LCL) and Nevada Lawyers Assistance (NLAP) programs are voluntary programs created by the Board of Governors to assist lawyers who are experiencing a psychological disorder or impairment, a drug, alcohol, gambling, or other addictive compulsive disorder, or issues related to mental health.
- 12.2 *Good Faith Reporting.* Individuals, who make a good faith report to LCL or NLAP, and the coordinator, agents or employees of the programs, shall be absolutely immune from civil liability. No action may be predicated upon the filing of a good faith report with LCL or NLAP or any action taken in connection with such a filing by the coordinator, agents, or employees of LCL or NLAP.
- 12.3 *Confidentiality.* All information obtained by LCL or NLAP, including the initial report and any subsequent information provided to the program thereafter, shall be confidential and shall not be admissible in any State Bar disciplinary, admission, administrative, or other State Bar proceeding.

Policy 13. Complaints Against the State Bar; Officers; Board of Governors

The State Bar often receives complaints against the State Bar. The policy noted below involves complaints leveled at the Officers, Board of Governors, or executive staff. It does not cover complaints against bar counsel as a result of a discipline activity; the processes for such complaints are directed by SCR 104.3.

Claims and complaints against the State Bar are often times unsubstantiated or frivolous, although all are taken seriously and researched by the State Bar General Counsel. Claims and complaints against the State Bar, officers, Board of Governors, or staff are handled as follows.

Upon receipt of a complaint the General Counsel immediately informs the Executive Director, President and Board of Governors. This notification includes:

- Nature of complaint
- Names and parties involved.
- Opinion whether the complaint is frivolous.
- Whether state bar insurance carrier is to be notified.
- Steps taken to respond to complainant.

General Counsel will also provide information regarding the response the Officers, Board of Governors and staff should make regarding such complaints. As a general rule of thumb, all inquiries on the matter should be directed to the State Bar's General Counsel.

State Bar Officers and Board of Governors will be kept apprised of the status of the matter at the regular Board meetings by the General Counsel or when the situation warrants an update.

Policy 14. Procedure for Investigation When a Complaint Concerning the Office of Bar Counsel is Received

SCR 104(3) states:

A grievance against bar counsel or bar counsel's staff shall be investigated at the direction of the president of the state bar and heard by the board of governors. A decision of the board of governors against bar counsel may be appealed to the supreme court under the Nevada Rules of Appellate Procedure.

This procedure covers complaints against Bar Counsel or the staff of the Office of Bar Counsel (OBC). Often a complaint is filed against the OBC if the grievant disagrees with the assessment of the OBC in not opening a discipline file or with the outcome of a discipline matter. In these cases, the OBC has a review/appeal procedure that is handled by the OBC.

The State Bar President investigates complaints against Bar Counsel or the OBC staff regarding misconduct or unprofessional or unethical actions. Often a grievance against Bar Counsel or OBC staff is received by the OBC, Board members or Officers. Any grievance against Bar Counsel or the OBC Bar staff shall be submitted directly to the Executive Director and to the President.

Procedure:

1. Once it is determined that the grievance is a complaint against Bar Counsel or an OBC staff member and not a request to review a discipline decision, Bar Counsel is notified in writing that a grievance has been filed. Upon notice that there is a grievance against Bar Counsel or a member of the OBC, the OBC shall cease all communication with the grievant. At this point, communication with the grievant shall be solely through the State Bar President (or selected investigator) or Executive Director.

2. Bar Counsel shall deliver copies of the underlying grievance file to the President. The OBC shall fully cooperate with any investigation.
3. The President shall review the grievance and underlying grievance files. The President may appoint another State Bar Officer, member of the Board of Governors, or outside counsel to investigate.
4. Within 10 days of receiving the grievance, the President (or selected investigator) shall notify the grievant that a complaint has been received and an investigation is underway.
5. The State Bar President (or selected investigator) shall notify the respondent Bar Counsel or OBC staff member that a grievance was received. Unless additional time is allowed by the President, the respondent shall provide a written response to the complaint within 20 days of the President's request.
6. The President (or selected investigator) will provide the grievant with a copy of the respondent's response and provide the grievant with an opportunity to reply within 20 days of the notice. It is not mandatory for the grievant to reply.
7. Once the matter is investigated, it will be presented to the Board of Governors in executive session for disposition. The Board may conduct a hearing at its own discretion. Any action taken by the Board does not prevent the application of the Nevada Rules of Professional Conduct.
8. Upon decision of the Board of Governors, the President will communicate with the grievant regarding the disposition of the matter.

Policy 15. State Bar of Nevada Logo

The State Bar of Nevada logo (below) is the organizational logo for the sole purpose and use by the State Bar of Nevada. Members of the State Bar of Nevada are not permitted to use the logo for any purpose.



Policy 16. CLE and Publications Policies for Sections

- 16.1 *CLE Partnership with Sections.* The State Bar supports sections that produce CLE programs by providing operational resources necessary for quality programming and marketing initiatives that promote attendance. The purpose of this policy is to encourage State Bar sections to put on continuing legal education (CLE) programs, to identify the CLE Department's role in partnering with sections for the purpose of CLE and to recognize and account for the Bar's commitment of resources to CLE programming. This policy does not apply to section CLE presentations made in conjunction with the State Bar of Nevada Annual Meeting.
- 16.2 *CLE Administrative Fees.* This policy identifies the parameters between sections and the Bar that must be present for CLE programming, while realizing expended resources.
- (a) *Single Day Events.* The State Bar will charge an administrative fee for a CLE event occurring within one (1) day in which the content is organized by a State Bar section based on the chart below. The administrative fee is the responsibility of the section and may be paid using proceeds from the CLE event or from the section's existing budget. The administrative fee will be waived for sections with fewer than 50 members.

# CLE Hours	Administrative Fee
1-5 hrs	\$500
5.5-7.5 hrs	\$1,000

Under this policy, the section will be responsible for expenses such as: room rental, food & beverage, speaker travel, speaker fees, audio visual and parking. The State Bar CLE Department will provide support for the program in the following ways:

- a. Marketing
- b. Registration management (*online and otherwise*)
- c. Registration fees
- d. Payment banking fees
- e. CLE application
- f. Coordinating speaker a/v and written material
- g. Securing the venue
- h. Coordinating food and beverage
- i. Proctoring and onsite support
- j. Providing the recorded program for registrants unable to attend (*if applicable*)
- k. Budget management
- l. Event reconciliation
- m. Post-event attendee evaluation
- n. Use of the State Bar's Reno office for Reno seminars (*if available*)
- o. Use of classroom facilities in the State Bar's Las Vegas office (*if available*)

- (b) *Multi-day CLE events.* A partnering agreement will be established on a case-by-case basis using standard calculations.

16.3 *Profit-sharing incentive publications program.* Incentives are provided for State Bar sections to assist in the proposal, creation, development and marketing of state bar book publications.

- (a) *Qualification Guidelines:* In order to qualify for publishing incentives, the following standards must be met:
 1. The proposed publication must be targeted primarily toward members of a specific State Bar section, with a topic and focus related to that section's purpose and areas of interest.
 2. The majority of book contributions must come from members of the section. Section members contribute 75% or more of the publication's content.
 3. Section leadership provides an active role in identifying and recommending contributors for the publication in question, as well as provides a liaison to the Publications Committee to assist in the coordination of the product's development.
 4. The section must submit a proposed date for all section-submitted content to be delivered to the Publications Department. This deadline must be approved by the Publications Committee, and will be used by staff for the development of a complete publishing schedule.
 5. The section must agree to pay an administrative fee of \$4.20 per printed interior page, including front matter, table of contents, chapters, indexes, etc. Text pages are estimated at 350 words per page. The administrative fee includes proofreading, production, project administration, marketing, inventory management and sales fulfillment. The administrative fee will be treated as a direct expense of book production.

- (b) *Incentives:* Once a section has met the qualification guidelines, the section is entitled to the following incentives:
 1. All section members will receive a 15% discount from the publication's full cover price when purchasing the publication from the State Bar.
 2. Once the direct production costs, including contractor's fees, indexing and printing costs, for the book have been recouped by the State Bar, the section shall receive a percentage of the net revenue as a funds transfer to the section's budget using one of the formulas below:
 - a. **On Time** - All materials delivered to State Bar not later than the approved deadline: 50% (section)/50% (general bar) for the life of the publication.
 - b. **Past Deadline** - All materials delivered to State Bar more than 90 days past deadline: 30% (section)/70% (general bar) for the first 12 months after

launch; thereafter 50% (section)/50% (general bar) for the life of the publication.

- c. **Early Delivery Bonus** - All materials delivered to State Bar not later than 14 days prior to the approved deadline: 60% (section)/40% (general bar) for the first 12 months after launch; thereafter 50% (section)/50% (general bar) for the life of the publication.

3. Should the publication be updated or reprinted after the initial print run, the publishing costs for additional print runs must be recouped by the State Bar before incentive funds can be received by the section.

- (c) *Ownership of Publications.* All contributions provided by section members for use in Publications Committee projects shall be owned and the copyright(s) registered by the State Bar of Nevada in accordance with the State Bar Author Agreement. The Author Agreement(s) must be signed by all contributors prior to receipt of any incentive reward.

Agreement

The State Bar of Nevada (the “Publisher”) and the Author agree as follows:

1. Author hereby grants and assigns to Publisher all right, title and interest in and to the Work, including all worldwide perpetual copyright in and to all means of expression by any method now known or hereafter developed, including electronic format. If Publisher does not publish the Work within two (2) years of the Effective Date, copyright shall revert back to the Author.
2. Publisher shall have the right to edit the Work (and any revisions or supplements thereto) including without limitation for purposes of compliance with *The Bluebook: A Uniform System of Citation*. Publisher shall also credit the Author as the author of the Work provided that no failure to provide such credit will be deemed a breach of this Agreement. Publisher agrees to take reasonable steps to cure any such failure prospectively following notice thereof from the Author.
3. Publisher hereby grants Author a royalty-free, limited license for the following purpose, provided the Work is always identified as having first been published by Publisher:
 - (a) The right to make and distribute copies of all or part of the Work for use in teaching.
 - (b) The right to use all or part of the material contained in the Work in a book by the Author, or in a collection of the Author’s work.
 - (c) The right to use and distribute the Work internally at the Author’s place of employment, and for promotional and any other non-commercial purpose.
 - (d) The right to use figures and tables for the Work for any purpose.

- (e) The right to make oral presentations of material from the Work.
- (f) The right to use and distribute the Work on the Author's Web site.

Such license shall be effective thirty (30) days after the Work is first published in the above-referenced Journal.

- 4. Author represents and warrants that the Work: (a) is the Author's original work and that Author has full power to enter into this Agreement; (b) does not infringe the copyright or property right of another; (c) contains no material which is obscene, libelous, defamatory or violates another's civil right, right of privacy, or is otherwise unlawful; and (d) has not been previously published, in whole or in part, except as follows: _____. Author shall indemnify and hold Publisher harmless against loss or expenses arising from breach of any such warranty.

- (d) *Oversight and Management.* The Publications Committee of the State Bar of Nevada is responsible for oversight and management of all publication products and projects. As such, the Publications Committee shall be responsible for providing the Board of Governors with recommendations related to publication projects, including project approval, pricing, disputes, etc.