

BYLAWS OF THE ELDER LAW SECTION STATE BAR OF NEVADA

Section 1 IDENTIFICATION

1.1 NAME: This Section shall be known as the “Elder Law Section, State Bar of Nevada,” and hereinafter shall be designated simply as “the Section.”

1.2 PURPOSE: The purpose of the Section is to:

a. enhance the role and skills of the lawyers engaged in the practice of elder law through study, collection, development, and dissemination of materials on subjects of interest to elder law practitioners;

b. assist in the formation, administration, and implementation of programs, forums, and other activities for the education of members of the State Bar of Nevada in matters pertaining to laws and regulations in those areas falling within the definition of elder law;

c. recognize and discuss means of improving the law and the practice of law in the field of elder law; and

d. act upon all matters germane to its purpose as so described or referred to by the Board of Governors.

Section 2 MEMBERSHIP

2.1 ENROLLMENT: Any member in good standing with the State Bar shall be enrolled as a member of the Section by the payment of annual Sections dues. Current, active law students may be admitted as non-voting members (“Student Members”) to the Elder Law Section, upon application to, and approval by, the Section’s Executive Board and payment of such dues as the Board of Governors shall set.

2.2 TERM: The term of membership in the Section shall be for a period of one (1) year, corresponding to the membership year established by payment of State Bar dues. Membership dues shall not be prorated for any portion of a year.

2.3 THE MEMBERSHIP: Members so enrolled and whose dues are paid pursuant to the provisions of this Section shall constitute the membership of the Section.

2.4 DUES: Dues for membership in the Section shall be in an amount set by the Section and approved by the Board of Governors, payable upon enrollment and thereafter annually in advance each year, at the beginning of the State Bar's fiscal year succeeding each enrollment. Fees shall be paid to the State Bar of Nevada, along with all other funds generated by this Section, and appropriately accounted for by the Accounting Department of the State Bar of Nevada in conjunction with the Treasurer of the Section and shall be used for the purposes of defraying costs and expenses of this Section or such other purposes as the Board of Governors may designate. The dues shall be as determined by the Board of Governors in consultation with the Executive Committee.

2.5 DELINQUENCY: Any member of the Section whose annual dues are more than two (2) months past due shall thereupon cease to be a member of this Section.

2.6 MEMBERSHIP: Members have the following rights:

- a. to attend meetings, including meetings of the Executive Committee.
- b. to vote, if eligible under Section 4.5.
- c. to hold office.
- d. to participate in all activities of the Section not prohibited or assigned in accordance with the Bylaws.

Section 3 **COMMITTEES**

The Executive Committee of this Section is authorized to establish, or to empower the Chairperson of the Section to establish such Committees as it may deem necessary and desirable to promote effectively the activities of the Section within the jurisdiction of the Section and with the approval of the Board of Governors. In establishing a new Committee, the Executive Committee shall state in writing the area of its proposed activities. No action of any Section Committee shall be effective until approved by the Executive Committee or by the Section.

Section 4
MEETINGS OF THE MEMBERSHIP

- 4.1 ANNUAL MEETING:** This Section shall hold a meeting at least annually at a place and time to be determined by the Executive Committee.
- 4.2 NOTICE:** Written notice of each meeting specifying the time and place shall be mailed, e-mailed, faxed, or delivered to each member thirty (30) days prior to meeting.
- 4.3 QUORUM:** The members of the Section present at any meeting shall constitute a quorum for the transaction of business.
- 4.4 CONTROLLING VOTE:** Action of the Section shall be by majority vote of the members present.
- 4.5 VOTING ELIGIBILITY:** Any member of the State Bar and Section whose good standing can be certified by official State Bar records for thirty (30) days prior to the time of voting and who is current with his or her membership dues shall be eligible to vote.
- 4.6 AGENDA:** Among the matters of business to be transacted at the annual meeting of the membership shall be the election of Officers and Executive Committee members. The agenda shall consist of other matters as decided by the Chairperson or Executive Committee.
- 4.7 ALTERNATE FORMS OF VOTING:** The Executive Committee may direct that a matter be submitted to the members of the Section for a vote by alternate means, including mail, facsimile or electronic (e-mail). In that event, binding action of the Section shall be by a majority of the votes received from members in accordance with rules fixed by the Executive Committee.

Section 5
OFFICERS

- 5.1 OFFICERS:** The Officers of the Section shall be the Chairperson, Vice Chairperson, Secretary, and Financial Officer/Treasurer.

5.2 CHAIRPERSON: The general membership shall elect the Chairperson by a majority vote at the annual meeting of the Section. The Chairperson shall:

- a. preside at all meetings of the Section and of the Executive Committee.
- b. plan and superintend the programs of the Section during that term, subject to the direction and approval of the Executive Committee.
- c. superintend the performance of all duties of the Section.
- d. keep the Executive Committee duly informed and carry out its decisions.
- e. perform such other duties and acts as are necessary and proper to the office or as may be designated by the Executive Committee.
- f. make an annual written report to the Board of Governors which shall be available at the annual meeting of the State Bar.

5.3 VICE-CHAIRPERSON: The Vice-Chairperson shall be elected in the same manner as the Chairperson and for the same term. The Vice-Chairperson shall aid the Chairperson in the performance of the responsibilities of office in the manner and to the extent the Chairperson may request, and shall perform such further duties and have such further powers as usually pertain to this office, or as may be designated by the Chairperson or the Executive Committee. In case of death, resignation, or disability of the Chairperson, the Vice-Chairperson shall perform the duties of the Chairperson for the remainder of Chairperson's term or disability, as the case may be. In the event the Chairperson is temporarily unavailable, the Vice-Chairperson shall assume and perform the duties of the Chairperson.

5.4 SECRETARY: The Secretary shall be elected in the same manner as the Chairperson and for the same term. The Secretary shall consult and assist all the Officers of the Section; be the liaison between the Section and the State Bar staff regarding the retention and maintenance of books, papers, documents, and other property; keep a true record of the proceedings of all meetings of the Section and of the Executive Committee; and attend generally to the business of the Section as directed by the Chairperson. The Secretary shall maintain the official copies of the Bylaws, Minutes, Membership Rolls, List of Executive Committee Members, and Officers of the Executive Committee.

5.5 FINANCIAL OFFICER/TREASURER: The Financial Officer shall be elected in the same manner as the Chairperson and for the same term. The Financial Officer shall monitor all accounts, reports, and other documents prepared as to Section funds, revenues, and expenditures, and seek to make certain that all such accounts, reports, and other documents are at all times accurate and correct; report on the Section's present and projected financial condition at each meeting of the Section Executive Committee; advise the Officers and Executive Committee as to the financial impact of any proposed action by the Officers, Executive Committee, or Section which, in the judgment of the Financial Officer, would have a significant impact on the financial condition of the Section; at least once a year, prepare and submit a projected budget to the Executive Committee for approval or modification at such time as may be expressly fixed by the Executive Committee, which shall be done in a sufficient time to submit the same to the membership and the State Bar Board of Governors for approval. The Section budget shall be effective only upon approval by the Board of Governors, a copy of which, once approved, shall be maintained by the Financial Officer. The Financial Officer shall also submit a copy of the Section budget to the Section membership at the annual meeting, report on the Section's financial affairs and financial condition; prepare such other recommendations and special reports on financial affairs of the Section as may be requested by the Chairperson of the Section.

5.6 TERM: All Officers shall serve a one (1) year term on election by secret ballot from among the membership of the Executive Committee at the annual meeting. Officers may be re-elected to the same office more than once but may not serve more than eight (8) consecutive years on the Executive Committee.

Section 6 **THE EXECUTIVE COMMITTEE**

6.1 POWERS: The Executive Committee shall be vested with the powers and duties necessary for the administration of the affairs of the Section. The policy of the Executive Committee shall be consistent with the policies set by the Board of Governors. It shall especially authorize all Committees which entail the payment of money, and shall authorize the expenditure of all monies appropriated by the State Bar for the use or benefit of the Section. It shall not, however, authorize commitments which entail the payment of more money during any fiscal year than the amount appropriated to the Section for the fiscal year. The Executive Committee shall elect the Officers from among its members.

6.2 **COMPOSITION:** The Executive Committee shall be composed of:

a. a non-voting member appointed by the Board of Governors as an “ex officio member,” who shall serve for such term as designated by the Board of Governors. The most recent past Chairperson shall serve in this position unless there is good cause to depart from the same.

b. ten (10) voting Executive Committee members (including the members elected as Officers), each of whom shall serve two-year terms, with the Executive Committee members being comprised of four (4) members from the North and six (6) members from the South. The terms of the Executive Committee members shall be staggered and the Chairperson shall only have a vote in the event of a tie situation.

c. if a Chairperson leaves that position by expiration of term of office (as opposed to death, disability, or resignation), the retiring Chairperson shall become a voting ex officio member of the Executive Committee for a period of one (1) year, even if that person’s term of office on the Executive Committee has otherwise expired.

6.3 **CONTROLLING VOTE:** Action of the Executive Committee shall be by majority vote of those members present. A quorum consisting of a majority of the Executive Committee members shall be required to conduct its business.

6.4 **MEETINGS:** The Executive Committee shall hold at least four (4) regular meetings each year to dispatch any necessary business, with those meetings being held quarterly in January, at the annual meeting as provided for in Section 4.1, April, June, and September, or as close to those times as practicable. The Chairperson may, and upon request of three (3) members of the Executive Committee shall, call special meetings of the Executive Committee between annual meetings.

6.5 **POLL OF EXECUTIVE COMMITTEE:** In urgent matters requiring immediate attention, the Chairperson may, and upon request of three (3) members of the Executive Committee shall, submit in writing to each of the members of the Executive Committee a proposition upon which the Executive Committee may be authorized to act, and the members of the Executive Committee may vote upon the proposition either by written ballot, by telephone or electronic (e-mail) vote, confirmed in writing which may be accomplished by electronic means, to the Secretary, who shall record the proposition and votes in the matter.

6.6 EXECUTIVE COMMITTEE AUTHORITY: Between meetings of the Section, the Executive Committee shall have full power to do and perform all acts and functions which the Section itself might perform. Any such action taken by the Executive Committee shall be reported to the Section at its next meeting.

6.7 NO COMPENSATION: No salary or compensation for services shall be paid to or by any Officer, member of the Executive Committee, or member of any Committee, except as may be specifically authorized by the Board of Governors.

6.8 TERM: Members of the Executive Committee shall serve from their election at the annual meeting for two (2) years. They may serve four (4) consecutive terms. In no case may a member of the Executive Committee serve more than eight (8) consecutive years. The time served in filling a vacancy for part of a term shall not be included in computing the eight-year limit, nor shall the eight-year limit preclude a member of the Executive Committee who serves as Chairperson-elect during his or her eighth year from thereafter serving as Chairperson.

Section 7

SUCCESSION OF OFFICERS AND VACANCIES

7.1 OFFICERS AND EXECUTIVE COMMITTEE: Between annual meetings of the Section, the Executive Committee may fill vacancies in its own membership, or in the offices of Vice-Chairperson, Secretary, or Financial Officer. Members of the Executive Committee and Officers so elected shall serve until the next annual meeting of the Section at which time the membership of the Section shall elect Officers or Executive Committee members to fill any unexpired terms existing at the time. The Board of Governors shall by appointment fill any vacancy of its ex officio member. Officers and Executive Committee members may succeed themselves.

7.2 ABSENTEEISM: If any Officer or member of the Executive Committee shall fail to attend two consecutive meetings of the Executive Committee, his or her office shall be automatically vacated, unless excused upon good cause accepted by members of the Executive Committee.

7.3 RESIGNATION: Any Officer may resign by giving written notice to the Executive Committee.

7.4 REMOVAL: Upon written notice, the General Membership may remove a member of the Executive Committee by a majority vote.

Section 8
LEGISLATION

8.1 GUIDELINES: Bar legislative or policy activities must be germane to the State Bar of Nevada's mission and 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 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 Elder Law 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 Elder Law 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 Elder Law Section, which is the governing body of that Section. No approval or disapproval of the general membership of this Section has been obtained. These positions are being presented only on behalf of the Executive Committee of the Elder Law 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 Executive Committee of the Elder Law Section, which takes this position, is a voluntary Section of [NUMBER OF SECTION MEMBERS] members composed of lawyers practicing in a specified area of law.

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.

Section 9
CONTINUING LEGAL EDUCATION PROJECTS

All educational projects of the Section for which CLE credits will be sought must be submitted to the Continuing Legal Education Committee for approval. The Continuing Legal Education Committee will administer and coordinate all such projects with the Section. Net profits or losses of such projects will be divided in a manner considered appropriate by the Continuing Legal Education Committee.

Section 10
AMENDMENT TO BYLAWS

These Bylaws may be amended at any annual meeting of the Section by a majority vote of the members of the Section present and voting, providing such proposed amendment shall first have been approved by a majority of the Executive Committee. They shall become effective upon approval by the Board of Governors, and may be amended or repealed at any time by the Board of Governors on its own motion.