

FOURTH AMENDED AND RESTATED BYLAWS

OF THE GAMING LAW SECTION STATE BAR OF NEVADA

Section 1 NAME

This organization shall be known as the “Gaming Law Section of the State Bar of Nevada”

Section 2 PURPOSES AND DUTIES

2.1 Statement of Purposes. The purposes of the Gaming Law Section shall be (a) to enhance the role and skills of lawyers engaged in the practice of gaming law through study, collection, development and dissemination of material on subjects of interest to the gaming practitioner; (b) to assist, when called upon by the Board of Governors of the State Bar of Nevada (“the Board of Governors”), in the formulation, administration and implementation of programs forums, and other activities for the education of members of the State Bar of Nevada in matters pertaining to gaming laws and regulation; (c) to act upon all matters germane to its purposes as so described or referred to it by the Board of Governors.

2.2 Coordination. The Gaming Law Section may work in concert with, among others, the UNLV William S. Boyd School of Law (“UNLV Law School”), International Association of Gaming Advisors (IAGA), International Masters of Gaming Law (IMGL) and the Gaming Law Committee of the Section of Business Law of the American Bar Association or similar organizations to achieve mutual goals.

Section 3 MEMBERSHIP

3.1 Enrollment. Any member in good standing with the State Bar of Nevada, upon payment of such annual dues as is set by the Board of Governors, shall be enrolled a member.

3.2 Law Student Membership. Current, active law students at the UNLV Law School may be admitted as non-voting members (“Student Members”) to the Gaming Law Section, upon application to the Executive Committee and payment of such annual dues that the Executive Committee recommends and the Board of Governors shall set.

3.3 Term. The term of membership in the Gaming Law Section shall be for a period of one (1) calendar year commencing on January 1st. Upon request and upon

payment of prescribed fees, if any, for such yearly period, a member of the State Bar of Nevada or Judge of a court of record shall be enrolled as a member of the Gaming Law Section. Such fees shall be prescribed by the Board of Governors and shall be paid into the treasury of the State Bar of Nevada, along with all other funds generated by the Gaming Law Section to be used for the purposes of defraying costs and expenses of the Gaming Law Section.

3.4 Delinquency. Any member of the Gaming Law Section whose annual dues are more than six (6) months past due shall cease to be a member.

3.5 Membership Rights. Members shall have the following rights to: (i) attend meetings; (ii) vote (except for Student Members), upon payment of applicable annual dues; (iii) be considered for nomination to the Executive Committee (except for Student Members); and (iv) participate in all Gaming Law Section activities and events.

Section 4 EXECUTIVE COMMITTEE

4.1 Duties. The Executive Committee shall govern the Gaming Law Section. The Executive Committee shall assist the Board of Governors in matters pertaining to the Gaming Law Section and all other matters referred to the Executive Committee by the Board of Governors. The Executive Committee shall supervise and direct the affairs and policies of the Gaming Law Section, subject to and in accordance with these Bylaws, policies of the Board of Governors, and the Rules and Regulations of the State Bar of Nevada.

4.2 Members. The Executive Committee shall consist of up to twelve (12) members appointed by the Board of Governors. The Board of Governors may in its discretion appoint to the Executive Committee persons nominated by the Gaming Law Section. Nominations for such appointments may be made by the Executive Committee acting as a nominating committee or by a petition signed by at least ten (10) members of the Gaming Law Section. Petitions for such nominations shall be submitted to the Executive Committee on or before June 1 of each year and the Executive Committee shall transmit such nominations together with those nominations recommended by the nomination committee to the Board of Governors on or before July 1 of each year. Each member of the Executive Committee shall take an oath of office and shall receive no compensation for services.

4.3 Term of Office. The members of the Executive Committee shall be appointed each year for terms of three (3) years each, except that in 2000 the Board of Governors shall appoint four (4) members to serve for three (3) years, four (4) members to serve for two (2) years, and two (2) members to serve for one (1) year. If in 2014 the Board of Governors appoints two additional members such that the Executive Committee's membership increases to twelve (12), these two new members shall serve initial terms of two years each expiring in 2016 and, thereafter, be reappointed or their

successors appointed to three-year terms. Any vacancy in membership occurring prior to the normal; expiration of the term shall be filled by the Board of Governors for the unexpired term.

The term of office of each member of the Executive Committee shall commence on the day the nomination is approved by the Board of Governors and shall continue until the Board approves a successor. All committee members shall serve the foregoing fixed terms unless sooner removed at the pleasure of the Board of Governors.

4.4 Meetings and Notice. Meetings of the Executive Committee may be called by the Chairperson or by a majority of the members of the Executive Committee. Written notice of such meeting shall be mailed to members of the Executive Committee.

4.5 Quorum. If the Executive Committee is comprised of 10-11 members, at least five (5) members of the Executive Committee present at any meeting shall constitute a quorum for the transaction of any business. If the Executive Committee is comprised of 12 members, at least six (6) members of the Executive Committee present at any meeting shall constitute a quorum for the transaction of business.

4.6 Voting. All business of the Executive Committee shall be conducted by a majority vote of the quorum.

4.7 Officers. The Board of Governors shall appoint the initial Chairperson and Vice-Chairperson. Thereafter, within a period of ninety (90) days proceeding the next Annual Meeting of the State Bar of Nevada, the Executive Committee shall elect a Chairperson and Vice-Chairperson from among the committee members who shall at the time of assuming such office have served at least one (1) year as a member of the committee.

Unless their election is vetoed by the Board of Governors not later than the end of the Annual meeting of the State Bar of Nevada, the newly elected Chairperson and Vice-Chairperson shall assume the duties of their of their respective offices on the last day of the Annual Meeting of the State Bar of Nevada following their election, and shall continue in office until their successors are elected and assume office. In the event of a vacancy among the officers, the Executive Committee may elect a successor to fill the unexpired term.

The Chairperson shall preside over all meetings of the Gaming Law Section and the Executive Committee and shall administer the affairs of the Gaming Law Section and Executive Committee subject to and in accordance with the Rules and Regulations of the State Bar of Nevada, the policies of the Board of Governors, and these Bylaws.

The Vice-Chairperson shall perform all the duties of the Chairperson during the latter's absence or inability to act, and when so acting shall have all the powers of the Chairperson and be subject to all the restrictions upon the Chairperson.

Section 5 COMMITTEES

5.1 Standing Committees. The Executive Committee shall have the power to create standing committees from time to time. These standing committees may include, but are not limited to, gaming publications and legal education. Each standing committee shall serve at the pleasure of the Executive Committee.

5.2 Officers. Each standing committee shall have a Chairperson and Vice-Chairperson, and such other officers, as may be required who shall be selected by, and serve at the pleasure of, the Executive Committee. Such officers shall have such powers and duties as the Executive Committee may from time to time determine.

5.3 Ad Hoc Committees. The Executive Committee shall have the power to appoint such ad hoc committees as are necessary for the purpose of furthering the objectives of the Section.

5.4 Members of the Committees. The Executive Committee shall elect the members of the standing and ad hoc committees from the members of the Gaming Law Section.

Section 6 SECTION MEETING

6.1 Meetings and Notices. The Gaming Law Section may hold meetings as may be called by the Executive Committee upon notice given to the members of the Gaming Law Section at least seven (7) days prior to the meeting, including a meeting at the time and place of the Annual Meeting of the State Bar of Nevada. Notice of meetings shall be given by mail, email or such other electronic format.

6.2 Quorum. The members of the Gaming Law Section present at any meeting shall constitute a quorum for the transaction of business.

6.3 Voting. All business conducted at a meeting of the Gaming Law Section shall be done by a majority vote of the quorum.

6.4 Rules of Order. All meetings of the Section shall be conducted in accordance with "Robert's Rules of Order, Revised."

Section 7 LEGISLATION AND PUBLIC POLICY

7.1 Guidelines. All Gaming Law Section 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.

7.2 Legislative Process. Due to the nature of the legislative process, the Board of Governors retains the right to sponsor or take positions on appropriate legislation. In so doing, the Board of Governors 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.

7.3 Gaming Law Section Sponsored Legislation. If the Gaming Law Section desires to sponsor legislation or take a position on any rule or public policy issue, it 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 of Governors. The Gaming Law Section 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 Executive Committee, except as follows:

- (a) Adoption of Legislative Position. If the Board of Governors approves of the legislative position taken by the Gaming Law Section, the Gaming Law 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 Gaming Law Section, the Gaming Law Section shall not take a position on such matter.

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

These positions are being presented only on behalf of the Executive Committee of the Gaming 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 Gaming Law Section, which takes this position, is a voluntary section of members composed of lawyers.

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 Gaming Law Section has approved the Gaming Law Section's position, paragraph 2 of the disclaimer may be omitted.

Section 8 ACTION OF THE STATE BAR OF NEVADA

No action of the Gaming Law Section shall be represented or construed as the action of the State Bar of Nevada until the same has been approved by the Board of Governors.

Section 9 AMICUS CURIAE BRIEFS

If the Gaming Law Section wishes to enter an amicus curiae appearance, approval must be obtained from the Board of Governors. The request must be in writing and must include a synopsis of the question involved, the posture of the case, the position to be taken in the amicus appearance, and the anticipated cost of appearing amicus curiae, including lawyer fees, if any. The question involved must directly or substantially affect the admission to the practice of law, discipline of members of the bench or bar, the method of selecting members of the judiciary, or other questions of substantial interest to the State Bar of Nevada or the Gaming Law Section. If the Board of Governors approves the filing of an amicus curiae brief appearance by a committee, the Gaming Law Section will pay any costs for the appearance.

Section 10 CONTINUING LEGAL EDUCATION PROJECTS

All educational projects of the Gaming Law 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 Gaming Law Section. After payment of expenses and the State Bar of Nevada's applicable administrative fees, the net profits from such events shall go to the Gaming Law Section.

Section 11

AMENDMENTS TO BYLAWS

The Executive Committee may amend these Bylaws or by the vote of one-half of the Gaming Law Section membership at a meeting duly called for the purpose of considering such amendment provided, however, that no amendment shall take effect until approved by the Board of Governors.

Section 12 MISCELLANEOUS

12.1 Action of the State Bar of Nevada. No action of the Gaming Law Section shall be represented or construed as the action of the State Bar of Nevada until the Board of Governors has approved the same.

12.2 Financial Obligations. Subject to the approval of the Board of Governors, the Executive Committee is authorized to approve the payment of all financial obligations of the Executive Committee or the Gaming Law Section.

12.3 Compensation of Expenses. No salary or other compensation shall be paid to any member of the Gaming Law Section for performance of services to the Gaming Law Section. However, the members may be reimbursed for such reasonable and necessary telephone expenses, reproduction expenses, travel costs and other similar out-of-pocket expenses which are incurred as a result of the performance of such services and as are specifically authorized by the Chairperson of the Gaming Law Section or the Executive Committee. The Executive Director of the State Bar of Nevada or other designated representative of the Board of Governors shall countersign all expenditures of the Committee. All excess funds of this Section shall be paid into the treasury of the State Bar of Nevada.

Section 13 ANNUAL REPORT

The Chairperson shall make an annual written report to the Board of Governors that shall be available at the Annual Meeting of the State Bar of Nevada.

Section 14 ANNUAL BUDGET

The Chairperson shall prepare and submit to the Board of Governors on or before January 1st a budget for the Gaming Law Section for the ensuing calendar year.

CERTIFICATION

The undersigned, duly appointed Chairperson of the Gaming Law Section, does hereby certify that the members of the Executive Committee of the Gaming Law Section adopted the foregoing Bylaws, as amended, on the 26 day of May 2023.

Jeffrey R. Rodefer
Chairman

APPROVED

The Board of Governors of the State Bar of Nevada unanimously approved the foregoing Bylaws at its regularly scheduled meeting on the _____ day of _____ 2023.