

BYLAWS OF THE YOUNG LAWYERS SECTION OF THE STATE BAR OF NEVADA

SECTION 1

IDENTIFICATION

1.1 NAME: This Section shall be known as the Young Lawyers Section (the “YLS” or “Section”) of the State Bar of Nevada (“State Bar”).

1.2 PURPOSE: The Purpose of this YLS shall be to farther the objectives of the State Bar, to stimulate the interest of the young lawyers in the activities of the State Bar, to assist the State Bar in the identification of projects and to itself conduct programs of interest and value to young lawyers and those recently admitted to practice, and to participate, upon the granting of the petition of affiliation, in the activities of the Young Lawyers Division of the American Bar Association as a recognized affiliated young lawyer organization.

SECTION 2

MEMBERSHIP

2.1 ENROLLMENT: Any members in good standing with the State Bar who are either (a) thirty-seven (37) years of age or under or (b) have been admitted to the State Bar for less than ten (10) years are eligible to become members of the YLS by the payment of annual dues.

Current, active law students may be admitted as non-voting Members (“Student Members”) to the YLS upon application to, and approval by, the YLS’s Executive Board and payment of such dues as the Board of Governors shall set.

2.2. TERM: The term of membership in the YLS shall be for a period of one (1) year, corresponding to the membership year established by payment of State Bar dues.

2.3 DUES: Membership dues shall be twenty-five dollars (\$25) annually. Attorneys who have been practicing for less than one (1) year need not pay the annual fee for the balance of the year in which they are admitted.

Dues for membership in the YLS shall be in an amount set by the YLS 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 financial year succeeding each enrollment. Such fees shall be prescribed by the Board of Governors and shall be paid into the treasury of the State Bar along with all other funds generated by YLS, to be used for the purposes of defraying costs and expenses of the YLS or such other purposes as the Board of Governors may designate.

2.4 DELINQUENCY: Any member of the YLS whose annual dues are more than six (6) months past due shall thereupon cease to be a member of the YLS.

2.5 MEMBERSHIP: Members have the following rights:

- To attend meetings, including meetings of the Executive Council; and
- To vote; upon payment of the appropriate dues, to hold office; and
- To participate in all activities of the YLS not prohibited or assigned in accordance with the Bylaws.

SECTION 3

COMMITTEES

The Executive Council 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 effectively promote 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 Council shall state in writing the area of its proposed activities. No action of any Section committee shall be effective until approved by the Executive Council or by the Section.

SECTION 4

MEETINGS

4.1 ANNUAL MEETINGS: The Executive Council of the YLS shall hold no less than three (3) meetings per year, and such meetings may be held virtually.

4.2 QUORUM: A simple majority of the Executive Council shall constitute a quorum. Any ex officio representative of the Board of Governors shall not count toward a quorum and shall not be permitted to vote.

A majority vote of the Executive Council is necessary for any items involving the use of the Young Lawyer Section Budget and for submission of nomination of Executive Council members for approval by the Board of Governors. All other matters may be voted on as a Controlling Vote as outlined below.

4.3 CONTROLLING VOTE: Action of the Section shall be by majority vote of the members present.

4.4 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 shall be eligible to vote.

4.5 AGENDA: Among the matters of business to be transacted at the annual meeting of the membership shall be the election of Officers and Executive Council members. The agenda shall consist of other matters as decided by the Chairperson or Executive Council.

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4.6 ALTERNATE FORMS OF VOTING: The Executive Council may direct that a matter be submitted to the members of the Section for a vote by alternate means, including mail or 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 Council.

SECTION 5

EXECUTIVE COUNCIL

OFFICERS

5.1. OFFICERS: The YLS shall be governed by the Executive Council. The Executive Council shall include the officers of the YLS: a Chairperson, a Vice Chairperson, Secretary, and Treasurer (“Officers”). The Executive Council may also include as additional members ex officio representative(s) of the Board of Governors.

5.2. SELECTION OF OFFICERS AND EXECUTIVE COUNCIL: The Officers and other members of the Executive Council, which shall consist of anywhere from three (3) to nine (9) members plus the ex officio representatives of the Board of Governors, and shall be appointed by a majority vote of the Board of Governors of the State Bar. Where possible, the Board of Governors of the State Bar will attempt to secure geographic diversification of the membership of the Executive Council. Such nomination and appointment shall occur annually at the first Board of Governors meeting after the new officers of the State Bar have taken office. The Board of Governors may in its discretion appoint to the Executive Council and any officers nominated by the Young Lawyers Section. Nominations for council members may be made by the Executive Council acting as a nominating committee or by a petition signed by at least five (5) members of the YLS. Petitions for such nominations shall be submitted to the Executive Council at or before the Annual Meeting of the State Bar and the Executive Council shall transmit such nominations together with those nominations recommended by the nominating committee to the Board of Governors on or before July 1 of each year. The Executive Council shall recommend Young Lawyers Section officers to the Board of Governors from among those individuals recommended for appointment to the Executive Council.

5.3. CHAIRPERSON: The Chairperson shall:

- Preside at all meetings of the YLS and of the Executive Council;
- Plan and superintend the programs of the YLS during that term, subject to the direction and approval of the Executive Council;
- Superintend the performance of all duties of the Section;
- Keep the Executive Council duly informed and carry out its decisions;
- Perform such other duties and acts as are necessary and proper to the office or as may be designated by the Executive Council; and
- Make an annual written report to the Board of Governors that shall be available at the annual conference of the State Bar.

5.4 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 Council. 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.

5.5 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 Council; 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 Council Members and its Officers. Records shall be retained for no longer than five (5) years. The Secretary has discretion to determine if any records should be kept longer than five (5) years.

5.6 TREASURER: The Treasurer shall be elected in the same manner as the Chairperson and for the same term. The Treasurer 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 Council; advise the Officers and Executive Council as to the financial impact of any proposed action by the Officers, Executive Council, or Section which, in the judgment of the Treasurer, 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 Council for approval or modification at such time as may be expressly fixed by the Executive Council, which shall be done in a sufficient time to submit 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 Treasurer. The Treasurer shall also submit a copy of the Section budget to the Section membership, at the annual meeting; a report on the Section's financial affairs and financial condition; and prepare such other recommendations and special reports on financial affairs of the Section as may be requested by the Chairperson of the Section.

5.7 COUNCIL MEMBERS. Any additional Executive Council at large members, or the ex officio Board of Governor representative of the Executive Council shall perform such duties as may be assigned to them by the officers of the YLS and shall assist in the development and implementation of programs of the YLS.

5.8 TERM: All officers shall serve a ONE (1) year term on election by secret ballot from among the membership of the Executive Council at the annual meeting. Officers may be re-elected to the same office more than once.

5.9 REMOVAL FROM OFFICE. An Executive Council member *may* be removed from office by the Executive Council in the event that an Executive Council member fails to

attend, without the approval of the Chairperson or the Chairperson's designee, any three regularly scheduled meetings of the Executive Council during the member's term, or in the event that the Executive Council determines that such member has failed to adequately fulfill, without proper cause, the duties and responsibilities as Executive Council member. The determination of whether to remove in a particular case shall be made by the Executive Council in its discretion

by a two-thirds (2/3) vote of the Executive Council, and the decision of the Executive Council shall be subject to the approval of the Board of Governors.

SECTION 6

POWERS OF THE EXECUTIVE COUNCIL

6.1 POWERS: The Executive Council shall be vested with the powers and duties necessary for the administration of the affairs of the Section. The policy of the Executive Council 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 Council shall elect the Officers from among its members.

6.2 POLL OF EXECUTIVE COUNCIL: In urgent matters requiring immediate attention, the Chairperson may, and upon request of at least two (2) members of the Executive Council, submit in writing to each of the members of the Executive Council a proposition upon which the Executive Council may be authorized to act, and the members of the Executive Council may vote upon the proposition either by written ballot, by telephone, or by 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.

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

6.4 COMPENSATION OF EXPENSES: No salary or other compensation shall be paid to any member of the Section for performance of services to the YLS. However, the members may be reimbursed for such reasonable and necessary telephone, production, 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 Section or the Executive Council.

SECTION 7

SUCCESSION OF OFFICERS AND VACANCIES

7.1 OFFICERS AND EXECUTIVE COUNCIL: Between annual meetings of the YLS, the Executive Council may fill vacancies in its own membership, or in the offices of Vice

Chairperson, Secretary, or Treasurer. Members of the Executive Council and Officers so elected shall serve until the next annual meeting of the YLS, at which time the membership of the YLS shall elect Officer and/or Executive Council members to fill any unexpired terms existing at the time. The Board of Governor shall approve all appointments.

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

7.3 RESIGNATION: Any officer may resign by giving written notice to the Executive Council.

SECTION 8

LEGISLATION AND PUBLIC POLICY

8.1 GUIDELINES: All State Bar of Nevada practice-area section legislative or policy activities must be *germane* to the State Bar of Nevada's mission and reasonably related to issues affecting young lawyers in Nevada.

8.2 LEGISLATIVE PROCESS: Because of 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 will make a reasonable effort to do the following: encourage as wide a participation of the membership as possible in positions on legislative duties; inform members, especially sections and committees, of the Bars' 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 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 Council 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.

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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 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:

These positions are being presented only on behalf of the Executive Committee of the Young Lawyers 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 Young Lawyers Section, which takes this position, is a voluntary section of Young Lawyers Section 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 YLS has approved the YLS's position, paragraph 2 of the disclaimer may be omitted.

SECTION 9

CONTINUING LEGAL EDUCATION PROJECTS

All educational projects of the Section for which Continuing Legal Education (CLE) credits will be sought must be submitted to the Continuing Legal Education Department of the State Bar for approval. The Continuing Legal Education Department will administer and coordinate all such projects with the Section. Net profits or losses of such projects will be divided in a manner consistent with Board-approved policies.

SECTION 10

ACTION OF THE STATE BAR OF NEVADA

No action of the 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 of the State Bar of Nevada.

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SECTION 11

AMICUS CURIAE BRIEFS

If the YLS is willing 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 or Section. If the Board of Governors approves the filing of an amicus curiae brief appearance by a committee, the Section will pay any costs for the appearance.

SECTION 12

AMENDMENT TO BYLAWS

These Bylaws may be amended at any 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 Council. They shall become effective upon approval by the Board of Governors and may be amended or rescinded at any time by the Board of Governors on its own motion.