

***PARALEGAL DIVISION***  
*of the State Bar of Nevada*

**B Y L A W S**

**PARALEGAL DIVISION  
OF THE  
STATE BAR OF NEVADA**

**October 16, 2014**

**600 E. Charleston Boulevard  
Las Vegas, Nevada 89104**

PARALEGAL DIVISION  
BYLAWS

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PARALEGAL DIVISION  
of the  
STATE BAR OF NEVADA

BYLAWS

Adopted November 11, 1994

(As Amended Through October 2014)

**ARTICLE I**

**NAME, PURPOSE AND DEFINITION**

Section 1. Name.

The name of this organization shall be "Paralegal Division of the State Bar of Nevada."

Section 2. Purpose.

The purpose of the Division shall be to enhance paralegals' participation in the administration of justice, professional responsibility and public service in cooperation with the State Bar of Nevada.

Section 3. Definition of a Paralegal.

A paralegal (also known as a legal assistant) is a person, qualified through education, training or work experience, who is employed or retained by a lawyer, law office, governmental agency, or other entity in a capacity or function which involves the performance, under the ultimate direction and supervision of an attorney, of specifically delegated substantive legal work, which work, for the most part, requires a sufficient knowledge of legal concepts that, absent such an assistant, the attorney would perform the task. (Adopted November 11, 1994)

**ARTICLE II**

**MEMBERSHIP**

Section 1. Classification of Members.

There shall be one classification of members in the Paralegal Division, and that shall be active members. Any person employed in the State of Nevada, not admitted to the practice of law in Nevada, who has, through education, training, or experience, demonstrated knowledge of the legal system, legal principles and procedures, and who has satisfied at least one of the criteria for membership established by the Board of Directors of the Paralegal Division and set forth in the

Standing Rules of the Division, is eligible to become a member of the Division.

Section 2. Dues.

Any person eligible under Article II, Section 1, and who pays the membership fee, as determined by the Board of Directors of the Paralegal Division and approved by the Board of Governors of the State Bar of Nevada, shall be a member of the Division for the fiscal year in which the fee is paid. This membership shall expire upon the last day of the fiscal year.

Section 3. Code of Ethics.

All members of the Division shall be governed by the Code of Ethics and Professional Responsibility, hereinafter referred to as the "Code," adopted by the membership and as amended from time to time. Amendments of the Code may be effectuated by seventy-five percent (75%) of the members present and voting at any meeting of the membership provided written notice of the proposed amendment is contained in the notice of the meeting.

Section 4. Disciplinary Actions.

A member may be reprimanded or have his membership suspended or revoked for a finding of willful misrepresentation upon the application for membership or for violation of the Division's Code. The disciplinary procedures and right of appeal herein shall be set out in the Standing Rules.

Section 5. Division Logo, Name Usage<sup>3</sup>

No member may use the Division Logo or designate oneself as a member of the Division in any advertisement to the general public. A violation of this provision is grounds for immediate revocation of membership in this Division. Division members in good standing may identify themselves as members in their professional resumes for the purpose of solicitation of employment under the supervision of a licensed attorney. Nothing in this section prohibits a member from stating her/his Division membership in law lists, law directories, public speaking announcements, publication of legal information or articles in law publications, or other materials intended primarily for use of the legal profession of such information as has traditionally been included in these publications.

### **ARTICLE III**

#### **BOARD OF DIRECTORS**

Section 1. Composition.

a. Directors.

The governing body of this Division shall consist of a Board of Directors, hereinafter referred to as the "Board," composed of elected representatives from each District of this Division, such persons hereinafter referred to as the "Directors."

b. District Representation.

Each District shall be represented by at least one Director. If, on January 31 of any year, the membership in a District exceeds an increment (the number of which is set forth in the Standing Rules) of members represented by an existing Directorship, as certified by the custodian of the membership records, the Board shall establish an additional Directorship for such District at the Board's next regular meeting, according to the procedures set forth in the Standing Rules. Directorships in Districts having more than one Director shall be designated by numbered places.

c. Officers.

A Chair, Chair Pro Tem, Secretary, Treasurer and Parliamentarian of the Board shall be chosen from the Board by the Board members present and voting at the Annual Board meeting. Candidates for offices may be self-declared, or nominated by Board members. The candidates receiving the most votes for the respective office shall be elected. Such officers shall take office immediately following the adjournment of the Annual Board Meeting and shall serve for a term of one full year, or until their successors are elected. Board officers shall be eligible to serve more than two consecutive terms in the same office. By a majority vote of the Board members present and voting, the Board may establish such other offices as the Board may deem necessary. Such offices shall be filled<sup>1</sup> from the members by appointment of the Chair, with the advice and consent of the Board.

d. Executive Committee.

The officers set forth in Division 1c above shall serve as the Executive Committee of the Board and shall perform such duties as the Board may from time to time authorize.

Section 2. Term of Office.

a. Each Director representing a District shall be a member in good standing elected to serve a two-year term, or until a successor is duly elected, except as provided in Article III, Section 10b.

b. Each Director elected shall take office immediately upon the adjournment of the Annual Meeting.

Section 3. Eligibility to Hold Office.

Each Director shall be a member and shall have his principal place of employment<sup>2</sup> within the District represented and his principal place of residence with a 50-mile radius of the District represented on the Board. If a Director ceases to be a member or moves his principal place of employment out of the district or moves his principal place of residence outside the 50-mile radius<sup>2</sup> of the District represented, the Chair shall immediately declare a vacancy.

Section 4. Election of Directors from Districts.

The Directors from Districts shall be elected as follows:

a. Vote.

Directors shall be elected by receiving the greatest number of votes cast for the Directorship by the members having their principal places of employment and their principal places of residence within a 50-mile radius of that District and voting in the election. Each member having his principal place of employment and his principal place of residence within a 50-mile radius of the District shall have one (1) vote for each open Directorship (for example, where two (2) Directorships are being filled in one election, each member from that District shall have two (2) votes).

b. Nominating Petitions.

No member's name shall be printed on the official ballot as a candidate for Director unless a nominating petition in writing requesting such action, signed by at least five percent (5%) of the members in such District, is filed with the chair of the Elections Subcommittee in a candidate's District. Each petition must be received by the Elections Subcommittee Chair no later than February 28 preceding the election. All nominations for a candidate are contingent upon the payment of dues by the nominated candidate.<sup>1</sup>

c. Printed Ballots.

On or before November 1 (unless that day is a Sunday or legal holiday, in which event on the next following working day)<sup>1</sup> of each year, the Elections Subcommittee in each District in which an election is to be held shall cause to be printed a ballot for its District as set out in the Standing Rules.

d. Distributing Ballots.

On or before November <sup>1</sup> 1 (unless that day is a Sunday or legal holiday, in which event on the next following working day) of each year, the Chairs of the Elections Subcommittees shall cause to be mailed to each member in any District in which a Director is to be elected during that year, at his mailing address on file with the Division, a ballot as described in the Standing Rules.

e. Vote Tallies.

The Chair of the Elections and Nominations Committee shall keep the received ballot unopened in a safe container under private lock. The Chair of the Elections and Nominations Committee, in the presence of any such candidates and representative who may appear, with such assistants as may be required and designated, shall count and tally all votes cast. The final count shall be announced no later than the 5th day following the deadline for voting (or the next succeeding working day of the 5th day is a Sunday or a legal holiday). The person receiving the greatest number of the votes cast for a particular office of Director, shall be declared Director-Elect for that office and shall serve in such office for the succeeding term.

Section 5. Districts.

The Districts of the Division shall be comprised of the following counties:

District 1: Clark, Lincoln, Nye, Esmeralda, Mineral

District 2: Lyon, Storey, Douglas, Carson City, Washoe, Churchill, Pershing, Humboldt, Lander, Eureka, Elko, White Pine

Section 6. Elections.

Except as provided in Article III, Section 10b, Directors representing odd-numbered Districts (or if there is more than one director from any District, all Directors therefrom holding odd-numbered places) shall be elected during odd-numbered years. The same procedure shall be followed for even-numbered Districts and Places in even-numbered years.

Section 7. Duties of Directors.

The duties of the Directors, except as herein otherwise stated, shall be such as usually devolve upon such positions, and may be regulated and prescribed by either the Chair or the Board, and shall include the following:

a. By a majority vote of the Board members present and voting, the Board shall from time to time establish, adopt and amend Standing Rules, when such are deemed necessary to carry out these Bylaws and to serve the purpose of this Division. The Standing Rules, as adopted, shall be placed in the official records of the Division, along with the current Bylaws. Copies of the Bylaws and Standing Rules shall be distributed to each director.

b. The Chair shall preside over all Board meetings, shall be the chief executive officer, and shall be the Division liaison to the Board of Governors of the State Bar of Nevada.

c. The Chair Pro Tem shall serve upon the absence or removal of the Chair. The Chair



Pro Tem shall also prepare, with the Chair, the annual report and budget for submission to the Board of Governors of the State Bar of Nevada.

d. The Treasurer shall serve as Chair of the Budget and Finance Committee.

e. The Secretary shall record the minutes of the Board meetings and, upon, review and approval of the Chair, shall promptly distribute such minutes to the Directors. The Secretary shall also keep the permanent files of the Division.

f. The Parliamentarian shall advise the Chair and the Directors, when called upon, regarding conduct of the Division business.

g. It is the duty of a Director to supply leadership to the Division; to represent his District at all Board meetings; to attend all Board meetings and the Annual Meeting; to be a representative of the Division within his District; to advise the Board of local needs and programs being conducted within his District; to carry out assigned committee responsibilities, and to promote Division programs within his District; to report the actions of each Board meeting to members of his District; to be available at all times to further the objectives and meet the responsibilities of the Division; and to perform such duties as the Chair or Board may from time to time direct.

Section 8. Ex officio Members.

The immediate past Chair of the Division shall serve as non-voting Executive Advisor to the Board and to the Executive Committee. The designee of the Board of Governors of the State Bar of Nevada shall serve as a non-voting ex officio member of the Board and shall be the liaison between the Board of Governors and this Division.

Section 9. Board Meetings.

a. Regular Meetings.

A regular open meeting of the duly elected Board of Directors shall be held immediately prior to and at the same locale as the Division's Annual Meeting. In addition, the Board shall meet at least two more times<sup>1</sup> per year at open meetings. The dates of the meetings

shall be announced by the Chair and communicated to the Board within a reasonable time prior to such meetings.

b. Annual Meeting.

The annual meeting of the newly elected Board of Directors shall be held immediately after and at the same locale as the Division's Annual Meeting.

c. Special Meetings.

The Chair may, in his discretion, call a special meeting of the Board at any time, and such meeting shall be called upon the written request of one-third of the Board. However,<sup>1</sup> if and when any such meeting is called for any purpose, the Chair shall notify each Director of the time, place and purpose of such meeting, within a reasonable time prior to such meeting. At any special meeting of the Board, new matters may be added to the agenda only upon an approval of two-thirds vote of the Board members present and voting.

d. Quorum.

Fifty percent (50%) of the Board shall constitute a quorum for the transaction of any business, except as otherwise provided in these Bylaws or applicable Nevada Revised Statutes. A majority vote of those Directors present and voting during a regular or special meeting shall be required to approve items of business brought before the board.

e. Vote by Mail or Telephone.

The Chair, on its own volition, or upon request of one-third of the Board, will conduct a vote either by mail or by telephone under the procedures set out in the Standing Rules.

f. Open Meetings.

All meetings of the Board shall be open to members of the Division and to visitors (except at those times<sup>1</sup> when executive sessions may be held for matters of a confidential nature) provided that only the elected Board members shall be entitled to vote.

g. Parliamentary Procedure.

Except as provided in these Bylaws, all meetings will be conducted in accordance with the most recent edition of ROBERT'S RULES OF ORDER.

Section 10. Board Vacancies.

a. When a vacancy in the office of Chair occurs, the Chair Pro Tem shall act as Chair until such time as the Board shall elect a successor to serve the unexpired term of such Chair. The Director receiving the greatest number of votes than any other Director shall be elected the successor. Vacancies occurring in any other Board office shall be filled by a person appointed by the Chair with the approval of a majority vote of the Board.

b. When a Director's office becomes vacant, the membership of the District so affected shall be promptly notified of same. Absent a Director-Elect who shall immediately fill such office, the Board shall appoint a replacement from among the membership of the Division in the District

wherein the vacancy occurred, who shall serve the remainder of the term of office in which the vacancy occurred. The proposed member receiving the greatest number of Board votes than any other proposed member, shall become the replacement Director.

## **ARTICLE IV**

### **REMOVAL OF DIRECTORS**

#### Section 1. Removal for Good Cause.

##### a. Generally.

The Board shall have the power to remove Directors, including any Board officer, for good cause. The procedures for such removal shall be those set out in the most recent edition of ROBERT'S RULES OF ORDER, except as otherwise provided for herein or in the Standing Rules.

##### b. Two-Thirds Requirement.

At least a two-thirds vote of the Board shall be required in order to remove a Director, except as provided in Article IV, Section 2 herein.

#### Section 2. Attendance Requirements.

Any Director, including any Board officer, shall be removed for failure to attend two duly noticed Board meetings without good cause during his term. Such Director shall be given notice in writing to appear at the next duly noticed Board meeting to show cause why he should not be removed from the Board. If at the meeting following the second absence, a majority of the Board members present and voting finds that good cause for such two absences has not been shown, the office of the non-attending Director shall become automatically vacant.

## **ARTICLE V**

### **COMMITTEES**

#### Section 1. Standing Committees.

a. The Standing Committees of this Division shall include the following: Annual Meeting, Budget and Finance, Bylaws and Rules, Elections and Nominations, Membership and Public Service, and Professional Ethics and Development. All Committees shall submit written

reports to the Board at each regular meeting of the Board. The functions and responsibilities of each Committee shall be set forth in the Standing Rules.

b. The Chair shall appoint the Committee members from among the members of the Division to serve at the discretion of the Chair. The Chair shall be a non-voting ex-officio member of all Committees, unless otherwise determined by a two-thirds vote of the Board of members present and voting at a Board meeting.

c. Two-thirds of Committee members shall constitute a quorum for transaction of business at Committee meetings.

Section 2. Special Committees.

Special Committees may be established from time to time as may be deemed necessary by the Chair or by a vote of two-thirds of the Board members present and voting at a Board meeting.

## **ARTICLE VI**

### **ANNUAL MEETING**

Section 1. Date, Place and Notice.

The Division shall<sup>1</sup> meet annually at the time and in the county chosen by a majority of Board members present and voting at the regular meeting at which such vote is presented. Announcement of the Annual Meeting shall be made to the membership at least 60 days in advance.

Section 2. Quorum.

Those members in attendance shall constitute a quorum for transacting business at the annual meeting.

Section 3. Procedure.

All procedures at any meeting of the Division shall be governed and guided by the most recent edition of ROBERT'S RULES OF ORDER.

Section 4. Parliamentarian.

The Division's Parliamentarian shall assist the Chair at all annual meetings of the membership of the Division.

## **ARTICLE VII**

### **AMENDMENTS**

**Section 1. Authority to Initiate Amendments.**

Any proposed amendment to these Bylaws may be initiated by one or a combination of the following:

a. A minimum of twenty-five (25) members of the Division, comprised of members from all districts of the Division, by written petition in conformance with the provisions governing such petition, as set out in the Standing Rules; or

b. The Bylaws and Rules<sup>1</sup> Committee under procedures set out in the Standing Rules; or

c. The Board of Directors.

**Section 2. Voting.**

Voting on any amendment to these Bylaws shall be by ballots mailed to the members of the Division. A two-thirds affirmative vote of the returned ballots provided for such purpose shall be required to amend these Bylaws.

**Section 3. Notice.**

In the manner directed by the Board, the Bylaws and Rules Committee shall give to the membership notice of all proposed amendments to these Bylaws adopted by the Board. A copy of the Notice shall be provided by the Bylaws and Rules Committee to the Elections Committee Chair on or before October 1 of each year.

**Section 4. Date Effective.**

Any amendment to these Bylaws shall become effective immediately following an official Canvass by the Bylaws and Rules Committee who shall report to the Board at the first Board meeting following the voting and upon approval by the Board of Governors of the State Bar of Nevada.

## **ARTICLE VIII**

Unless the context otherwise clearly indicates, words used in the singular include the

plural, the plural includes the singular, and the masculine gender includes the feminine.

<sup>1</sup>Amended June 25, 1997

<sup>2</sup>Amended March 26, 1999

<sup>3</sup>Amended January, 2000