

**BYLAWS
OF THE
NEVADA YOUTH LEGISLATURE FOUNDATION**

**ARTICLE I
NAME AND OFFICES**

1.1 The name of the Foundation is the Nevada Youth Legislature Foundation (the “Foundation”).

1.2 The principal offices of the Foundation shall be located in the Legislative Building, 401 S. Carson St., Carson City, Nevada 89701, or in such other location as the Board may authorize.

**ARTICLE II
PURPOSE**

2.1 The Foundation is a corporation for public benefit organized under Nevada law to operate for educational and charitable purposes and may solicit and accept gifts, grants and donations from any source for those purposes.

2.2 The primary organizational goal of the Foundation is to provide educational programs and opportunities including, without limitation, overseeing and supporting the activities of the Nevada Youth Legislature.

**ARTICLE III
MEMBERSHIP**

3.1 The Foundation shall have no members.

**ARTICLE IV
BOARD OF DIRECTORS**

4.1 Subject to the limitations of the Articles of Incorporation, these Bylaws and any applicable provision of Nevada law, the activities and affairs of the Foundation shall be managed and all corporate powers shall be exercised by or under the direction of the Board of Directors (the “Board”).

4.2 The composition and membership of the Board shall be as provided by NRS 219A.300.

4.3 Any vacancy on the Board shall be filled by the Legislative Commission as provided by NRS 219A.300.

4.4 The powers of the Board, as provided by NRS 219A.300, include:
(a) Administering the provisions of chapter 219A of NRS;

- (b) Providing the Nevada Youth Legislature such administrative, financial and other support and guidance as the Board may determine to be necessary or appropriate;
- (c) Employing such persons as the Board determines necessary to provide administrative support for the Nevada Youth Legislature or paying the costs incurred by one or more volunteers to provide any required administrative support;
- (d) Overseeing the activities of the Nevada Youth Legislature;
- (e) Soliciting and accepting gifts, grants and donations from any source to provide educational programs and opportunities for the support of the Nevada Youth Legislature in carrying out the provisions of chapter 219A of NRS; and
- (f) Performing such other functions in whatever manner the Board determines will best serve the interests of this State and the Nevada Youth Legislature.

4.5 A majority of the current number of Directors shall constitute a quorum for the transaction of business.

ARTICLE V

OFFICERS

5.1 The Officers of the Foundation shall be a Chair, a Vice Chair, a Secretary, a Treasurer and such other Officers as the Board may from time to time appoint.

5.2 As provided by NRS 219A.300, the term of office of the Chair and Vice Chair is 1 year. The term of office of the Secretary, Treasurer and any other Officer appointed by the Board shall be 1 year unless otherwise provided by the Board.

5.3 A vacancy in any office shall be filled by the Board at its next meeting.

5.4 The Chair shall be the chief executive officer of the Foundation and shall, subject to the supervision of the Board, exercise supervision, direction and control of the affairs of the Foundation. The Chair shall preside at all meetings of the Board and shall have such other duties as the Board may provide.

5.5 In the absence of the Chair, the Vice Chair shall perform the duties of the Chair. The Vice Chair shall have such other duties as the Board may provide.

5.6 The Secretary shall be responsible for approving the minutes of all meetings of the Board and any other records of the Board. The Secretary shall have such other duties as the Board may provide.

5.7 The Treasurer shall be responsible for accounting for and depositing all money of the Foundation as required by law. The Treasurer shall have such other duties as the Board may provide.

5.8 To assist the Board in its administration of the Nevada Youth Legislature program, the Chair may, on behalf of the Board, request the Director of the Legislative

Counsel Bureau to designate a member of the staff of the Bureau as Program Coordinator to assist the Board in its administration of the program.

ARTICLE VI **COMMITTEES**

6.1 The Chair may from time to time create such committees as he or she determines to be appropriate.

6.2 Unless the membership of a committee is provided for by the Board, the Chair shall appoint its members and name a person to serve as the committee chair.

ARTICLE VII **MEETINGS**

7.1 Regular meetings of the Board shall be scheduled by the Board at its discretion. The Board shall hold at least one regular meeting annually. Notice of regular meetings of the Board shall be given to the Directors at least 10 days before the meeting.

7.2 Special meetings of the Board may be called by the Chair or by a majority of the Board. Notice of special meetings of the Board shall be given to the Directors at least 4 days before the meeting.

7.3 Notice of a regular or special meeting of the Board shall include a proposed agenda including any business intended to be considered at the meeting.

7.4 Any Director may waive the notice requirement for himself or herself for any meeting of the Board. Such a waiver shall be made in writing and entered in the minutes for the meeting to which it applies.

ARTICLE VIII **AMENDMENT**

8.1 The Board may alter, amend, repeal or replace these Bylaws by a vote of a majority of the Board.

8.2 Any portion of these Bylaws that references the laws of this State or which would conflict with the laws of this State is deemed to be amended to comply with the laws of this State as of the effective date of any change in any such law without the necessity of a vote of the Board.