

A resolution to limit the purview of the Executive Director and clarify the definition of officer

31 October 2024

WHEREAS, the term “Director” is now ambiguous in whether it refers to a member of the Board of Directors or a department head and should be changed; and

WHEREAS, the Executive Director’s purview should be limited to all aspects of the Organization that are not assigned to a different officer or committee; and

WHEREAS, committee members should not be considered officers of the Organization; now, therefore, be it

RESOLVED that Section 4.01 of the Bylaws of Southern Nevada Anthropomorphic Events is hereby amended to read as follows:

Section 4.01 — Composition

1. In accordance with [NRS 82.211](#), there shall be four senior officers who shall report directly to the Board, including a Chair of the Board of Directors, a Secretary, and a Treasurer. The Board of Directors shall also, from amongst its own members, appoint an Executive Director, who shall be the fourth senior officer.
 - a. ~~Junior officers shall report to a senior officer or an officer who reports to a senior officer. The junior officers of the Organization shall consist of the Deputy Treasurer, the Chairs and Vice Chairs of each division, and the Department Heads.~~ **Committee Chairs shall also be considered officers of the Organization but not senior officers.**
2. Officers may be compensated by the Board of Directors.

3. ~~Directors~~ Board Members may serve as officers but may not be compensated.
4. Officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Organization.
5. For the purposes of these bylaws, ~~Directors~~ Board Members are not considered officers.
6. Officers may appoint staff members to assist in their duties with the authorization of the Board ~~and~~ or these Bylaws.

AND BE IT FURTHER *RESOLVED* that Section 10.04 of the Bylaws of Southern Nevada Anthropomorphic Events is hereby amended to read as follows:

Section 10.04 — The Executive Director

1. The ~~Con-Chair~~ Executive Director shall be the Chief Executive Officer and President of the Organization. The Executive Director shall:
 - a. Ensure the execution of all motions and resolutions made by the Board of Directors.
 - b. Act as or hire the registered agent for the Organization pursuant to [NRS 82.193](#).
 - c. Act as the Responsible Party of the Organization in matters concerning the Internal Revenue Service.
 - d. Act as a liaison and primary contact between the Organization and any external entities, including the State of Nevada.
 - e. Make a report to the Board of Directors about the state of the Organization.
 - f. Perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Organization.
2. The Executive Director shall also be in charge of all aspects of the Organization that are not assigned to another officer or committee chair.
 - a. The Executive Director shall not have the ability to override any decision made by another officer or committee chair.

AND BE IT FURTHER *RESOLVED* that Section 10.06 of the Bylaws of Southern Nevada Anthropomorphic Events is hereby deleted in its entirety.

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