

A resolution to amend the Bylaws

Resolved, That the Bylaws of Southern Nevada Anthropomorphic Events is hereby amended to read as follows:

Article 1 — Name

The name of this corporation shall be Southern Nevada Anthropomorphic Events, hereinafter “the Organization”.

Article 2 — Object

Section 2.01 — Relevant Authorities

Southern Nevada Anthropomorphic Events is a non-profit corporation organized pursuant to Chapter 82 of the Nevada Revised Statutes and for purposes exclusively in accordance with Section 501(c)(3) of the Internal Revenue Code.

Section 2.02 — Mission Statement

Our mission is to support and promote the community of enthusiasts of art and other media, especially such art revolving around anthropomorphic animals, in Southern Nevada by organizing events where such enthusiasts can learn, create, interact, and showcase their work with others in this community, and to educate both members of the community and of the general public about this artform. We raise funds for both the organization and for local charities.

Article 3 — Members

Section 3.01 — Definitions

The term “member” on its own refers to any person who has been granted membership in the Organization pursuant to Section 3.03.

The term “General Membership” consists of all members of the Organization collectively.

The term “assembly” or “assembly of the Society” is a gathering of members in good standing of the Organization/Society at a properly called meeting.

Section 3.02 — Membership Eligibility and Admission Procedure

Any adult who has volunteered or staffed at least one of the Organization’s activities within the prior twelve months shall be eligible for membership, provided that such adult shall be proposed by one member of the Organization.

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A proposal for membership shall be sent to the Secretary, who shall report it, together with the name of the sponsor, to the Membership Committee. The Membership Committee shall verify the eligibility of the proposed member and report a list of eligible applicants at the next regular meeting. A two-thirds vote therein shall elect to membership. A person so elected shall be declared a member of the Society upon election.

All Officers are considered members for the duration of their term.

Section 3.03 — Initiation Fee and Dues, Other Requirements for Continued Membership

The initiation fee shall be zero dollars. The annual dues shall be zero dollars, payable in advance on or before the first of January of each year.

All members must annually give notice to the organization that they wish to maintain membership. On the first of January of each year, the Secretary shall send a reminder to all members requesting said notice. Those who fail to respond within three months shall be dropped from membership in the Organization.

Section 3.04 — Resignation from Membership.

Any member desiring to resign from the Society shall submit his resignation in writing to the Secretary, who shall present it to the Board of Directors for action.

Article 4 — Officers

Section 4.01 — Officers and Duties

The officers of the Organization shall be a President, a Vice President, a Secretary, a Treasurer, and twelve Directors. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Organization.

Section 4.02 — Eligibility, Nomination Procedure, Time of Elections

All candidates for Officers must be members or former Officers at the time of the election.

The twelve Directors shall be elected by the assembly. All other Officers shall be appointed by the Board of Directors..

At the Board meeting held in January, a Nominating Committee of five members shall be appointed by the Board. It shall be the duty of this committee to nominate candidates for the director positions to be filled at the annual meeting in July, if any. The members of the Nominating Committee may not choose these candidates from amongst themselves. The Nominating Committee shall report at the Board meeting in April.

Before the election at the annual meeting in July, additional nominations from the floor shall be permitted.

Section 4.03 — Ballot Election, Terms of Office

Appointed Officers shall serve indefinitely and until their successors are elected. Any dismissals only go into effect after the Board has decided on a replacement.

Director seats shall be divided into two equally sized classes, so that one-half shall be filled by election every two years. Directors shall serve four-year terms. Elections for Class 1 Directors shall take place every fourth year beginning in 2026. Elections for Class 2 Directors shall take place every fourth year beginning in 2028.

Section 4.04 — Removal from Office

Officers may be removed from office for cause by disciplinary proceedings as provided in the parliamentary authority.

A Director may lose their seat if they are found guilty of misconduct. An absolute supermajority of two-thirds vote by the Board of Directors, minus the accused, is required to remove a Director. The Board must call a special meeting with at least one week's notice notifying the accused, and informing them of the specific investigation so they may build a defense.

1. A Director may also be removed by a majority of the entire General Membership at a general meeting or by petition. Recall petitions must be submitted to the Secretary for verification.
2. Removal votes at regular Board meetings are expressly forbidden
3. Should a director miss two consecutive regular meetings, they shall receive a warning from the Secretary or another designated representative. If they miss a third consecutive meeting, their seat shall be declared automatically vacant and their removal from the Board of Directors.
4. Should a member receive a warning a second time within six months of the first, any absence within the next six months from the second warning shall result in their seat being declared automatically vacant and their removal from the Board of Directors.
5. The Board may by simple majority annul a removal required under this provision. Board members may voluntarily declare a leave of absence of up to 3 months where they are not expected to participate in any votes or meetings and which does not count towards their consecutive meetings missed. During this leave of absence, their seat is treated as vacant and quorum shall be adjusted. The

Board may at its discretion declare an involuntary leave of absence for a member of up to 6 months, by two-thirds vote.

Article 5 — Meetings

Section 5.01 — Regular Meetings

The regular meetings of the Organization shall be held on the second Saturday of July unless otherwise ordered by the Organization.

Section 5.02 — Annual Meetings

The regular meeting on the second Saturday in July shall be known as the annual meeting and it shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.

Section 5.03 — Special Meetings

Special meetings may be called by the President or by the Board of Directors and shall be called upon the written request of ten members of the Organization. The purpose of the meeting shall be stated in the call, which shall be sent to all members at least three days before the meeting.

Section 5.04 — Quorum

Twelve members of the Organization shall constitute a quorum.

Article 6 — The Board of Directors

Section 6.01 — Composition

The elected Directors of the Organization shall together constitute the Board of Directors (hereinafter “the Board”).

Section 6.02 — Board Duties and Powers

The Board of Directors shall have full power and authority over the affairs of the Society, acting in the assembly’s place between general meetings, and shall fix the hour and place of meetings, make recommendations to the membership, and perform such other duties as are specified in these bylaws. The Board may spend money, enter contracts, and fill Officer vacancies

Section 6.03 — Board Meetings

Unless otherwise ordered by the Board, regular meetings of the Board shall be held on the second Sunday of January, April, July, and October. Special meetings of the Board may be called by the President and shall be called upon the written request of three members of the Board. The notice for a special meeting of the Board must be distributed to all Officers twenty-four (24) hours before the meeting is to occur.

Section 6.04 — Board Meetings Held Electronically.

Except as otherwise provided in these bylaws, meetings of the Board shall be conducted through use of Internet meeting services designated by the President that supports voting and support visible displays identifying those participating, identifying those seeking recognition to speak, showing (or permitting the retrieval of) the text of pending motions, and showing the results of votes. These electronic meetings of the Board shall be subject to all rules adopted by the Board, or by the Organization, to govern them, which may include any reasonable limitations on, and requirements for, Board members' participation. Any such rules adopted by the Board shall supersede any conflicting rules in the parliamentary authority, but may not otherwise conflict with or alter any rule or decision of the Organization.

Section 6.05 — Board Meetings Held in Person.

Some particular meeting or meetings of the Board shall be held in person either (a) when the President or Vice President has obtained written consent for this from every Board member, or (b) when ordered by the Board, by a two-thirds vote with previous notice of a motion to do so having been given.

Section 6.06 — Board Consent to Action Taken Without a Meeting

Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if, before or after the action, a written consent thereto is signed by a majority of the Board of Directors or of such committee. If the vote of a different proportion of the Directors is required for an action, then the different proportion of written consents is required.

Any such action must be included in the minutes of the next regular meeting of the Board.

Article 7 — Committees

Section 7.01 — Las Vegas Fur Con Committee

A Las Vegas Fur Con Committee, also known as the LVFC Committee, Convention Committee, or "ConCom," composed of a chair, at least one vice or co-chair, and at least one other member, shall be appointed by the Board. It shall be the duty of this committee to organize, administer, and manage the annual "Las Vegas Fur Con" event (LVFC).

The LVFC Committee shall be granted with full power to act on behalf of the Organization in all cases concerning LVFC and shall be the final authority on all matters related to the same unless overruled by the Board of Directors or the assembly. The LVFC Committee may direct the Treasurer to disburse money as authorized in the annual budget.

The committee shall be authorized to create staff positions below those of its members, subject to any rules and instructions set forth by the Board or the assembly of the Society.

The committee shall also be authorized to create subcommittees with power to assist in the execution of its tasks, which may consist of both members and non-members of the committee.

Collectively, the LVFC Committee and its staff may be referred to as the LVFC Division.

Section 7.02 — Community Engagement Committee

The Community Engagement Committee shall be appointed by the Board. It shall be the duty of this committee to organize and administer any smaller events supported by fundraising or budget allocations.

The committee shall also be authorized to create subcommittees with power to assist in the execution of its tasks, which may consist of both members and non-members of the committee.

Section 7.03 — Membership Committee

A Membership Committee composed of five members shall be appointed by the Board promptly after each annual meeting. It shall be the duty of this committee to accept proposals for membership, report the list of eligible applicants at regular meetings, and periodically review the roster for accuracy. At the end of the year, it shall remove from the roster members who have not met the requirements for continued membership.

Section 7.04 — Finance Committee

A Finance Committee composed of the Treasurer and two other members shall be appointed by the Board promptly after each annual meeting. It shall be the duty of this committee to prepare a budget for the fiscal year beginning the first day of July, and to submit it to the Board at its regular meeting in April. The Finance Committee may from time to time submit amendments to the budget for the current fiscal year, which may be adopted by a majority vote.

The Finance Committee shall create a draft Form 990 at the close of the fiscal year and report it at the Board meeting in October. It shall file a final Form 990 with the IRS no later than October 31th.

Section 7.05 — Auditing Committee

An Auditing Committee of three members shall be appointed by the Board at the Board's April meeting, whose duty it shall be to audit the Treasurer's accounts at the close of the fiscal year and to report at the annual meeting.

Section 7.06 — Investment Committee

An Investment Committee of at least three members shall be appointed by the Board. It shall be the duty of the committee to oversee the purchase and sale of investments in the Organization's Endowment, defined as “the money set aside by the organization with the intent to not budget it for functions or hold in liquid and semi-liquid reserves, but to invest it to maximize growth and return.”

Section 7.07 — Other Committees

Such other committees, standing or special, may be established by the Society as it shall from time to time deem necessary to carry on its work. Their members shall be appointed by the Board unless this rule is suspended by a two-thirds vote before their appointment.

Article 8 — Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Organization may adopt.

Article 9 — Amendments to Bylaws

Section 9.01 — Amendment Process

These bylaws may be amended at any meeting of the Board of Directors by a two-thirds vote.

Proposed bylaw amendments must be submitted to the Secretary prior to the meeting and attached to the notice of the meeting it will be considered.

Amendments will be recorded in the minutes of the Board meeting they were approved.

Upon passage, the Secretary will update the version of the bylaws kept on the Organization website.

Article 10 — Duties of the Officers

Section 10.01 — The President

The President shall be the presiding officer for the Organization and the Board. The President shall:

1. Ensure the execution of all motions and resolutions made by the Organization.
2. Preside all over meetings or appoint someone who shall

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3. Perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Organization.

Section 10.02 — The Secretary

The Secretary shall be the primary record keeper of the Organization. The Secretary shall:

1. Write and keep the minutes of general and Board of Directors meetings.
2. Maintain and certify the membership ledger and a current copy of these bylaws in accordance with [NRS 82.181](#).
3. Maintain and certify all other records of the organization.
4. Act as or hire the registered agent for the Organization pursuant to [NRS 82.193](#).
5. Act as a liaison and primary contact between the Organization and the Secretary of State of Nevada.
6. Perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Organization.

Section 10.03 — The Treasurer

The Treasurer shall track and maintain the finances of the Organization. The Treasurer shall:

1. Execute any financial transactions made by the Organization.
2. Give a report of all financial activities made on behalf of the Organization at every Board meeting.
3. Act as the Responsible Party of the Organization in matters concerning the Internal Revenue Service.
4. File state and federal tax forms for the Organization in a timely manner.
5. Perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Organization.

Article 11 — Miscellaneous Provisions

Section 11.01 — Indemnification

The Organization shall indemnify all directors, officers, staff, and members against expenses pursuant to [NRS 82.541](#).

Section 11.02 — Public Records

The Organization shall make accessible to all members of the Organization:

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1. The notices and minutes of all meetings of the Board of Directors.
2. Records of all expenditures made by the Organization.

When publishing records, the Organization may redact names or substitute names with an alias known to all members of the Board of Directors, so long as said alias is consistent across meetings.

A request for an un-redacted version of a public document may be made to the officer responsible for the record in question, who shall decide whether the request is to the benefit of the Organization and issue an un-redacted version of the document. Said officer may also, however, reject any such request for any reason unless required by law.

Section 11.03 – System Management Protocol

No system – financial, informational, operational, etc. – of the organization or convention’s can be migrated within 60 days of a convention barring Board approval.

No system which affects convention operations may be migrated without consulting the convention Chair so it may be reviewed and delegated to the appropriate department(s) for coordination.

Article 12 — Dissolution

This organization may be dissolved by a two-thirds vote of the Board of Directors or by action taken by the state of Nevada. Upon dissolution of this organization, all assets shall be liquidated and dispersed to three different 501(c)(3) charities to be decided at the final meeting of the Board of Directors.