

ARTICLE I ESTABLISHMENT

NAME

Section 1. The name of this organization is the National Conference of State Legislatures ("NCSL").

OFFICES

Section 2. NCSL may establish offices in locations as determined by the Executive Committee.

MISSION

Section 3. NCSL will strive to:

- a) Advance the effectiveness, independence, and integrity of legislatures in the states, territories, and commonwealths of the United States.
- b) Foster interstate cooperation and to facilitate information exchange among state legislatures.
- c) Represent the states and their legislatures in the American federal system of government consistent with support of state sovereignty and state flexibility and protection from unfunded federal mandates and unwarranted federal preemption.
- d) Improve the operations and management of state legislatures; to improve the effectiveness of legislative leaders, legislators and legislative staff; and to encourage the practice of high standards of conduct by legislative leaders, legislators and legislative staff.
- e) Foster bipartisanship and promote cooperation within and between state legislatures in the United States and legislatures in other countries.

MEMBERSHIP

Section 4. NCSL membership consists of the legislatures of the states, the District of Columbia, and the territories and commonwealths of the United States. Participation of legislators and legislative staff within each of the membership jurisdictions are predicated upon satisfaction of membership requirements.

GOVERNANCE

Section 5. The Executive Committee serves as the NCSL governing body, as provided in Article II.

AFFILIATION WITH OTHER ENTITIES

Section 6. NCSL may affiliate with public, private or other entities to advance its mission, with special emphasis on entities that represent local and state government. NCSL may also affiliate with state or provincial legislatures of other countries. The Executive Committee will establish guidelines for and approve affiliations.

ARTICLE II

EXECUTIVE COMMITTEE

PURPOSE

Section 1. As the governing body of NCSL, the Executive Committee will supervise, control and direct the affairs of NCSL; implement the mission and policies of NCSL; and supervise NCSL finances. The Executive Committee may adopt rules and regulations for the conduct of its business and may delegate aspects of its authority and responsibility to the officers, Chief Executive Officer, and NCSL divisions, sections, and committees.

OFFICERS

Section 2. The officers of the NCSL consist of the President, President-Elect, Vice President, President Emeritus, Staff Chair, Staff Vice Chair, and the Immediate Past Staff Chair.

- a) The President serves as chair of the Executive Committee and as a member, *ex officio*, with the right to vote, on all committees and subcommittees of the Executive Committee except the Nominating Committee. The President, with the approval or authorization of the Executive Committee, appoints the legislative officers and members of all appropriate committees and subcommittees of the Executive Committee. The President presides at all meetings of the Executive Committee. The President performs such other duties as are incidental to the office of President or as may be prescribed by the Executive Committee.
- b) The President-Elect performs the duties of the President in the event of the President's absence or inability to serve. Other duties may be delegated to the President-Elect by the Executive Committee or the President.
- c) The Vice President performs the duties of the President-Elect in the event of the absence or inability of the President-Elect to serve. Other duties may be delegated to the Vice President by the Executive Committee or the President.
- d) The President Emeritus serves as the President of the Foundation for State Legislatures and shall perform other duties as assigned by the Executive Committee and the President.
- e) The Staff Chair serves as the staff chair of the Executive Committee and perform such other duties delegated by the Executive Committee or the President. The Staff Chair, with the approval or authorization of the Executive Committee, appoints the legislative staff officers and members of all appropriate committees and subcommittees of the Executive Committee.
- f) The Staff Vice Chair serves as Vice Chair of the Executive Committee and performs the duties of the Staff Chair in the event of the staff officer's absence or inability to serve and perform such other duties as may be delegated to the Staff Vice Chair by the Staff Chair or the Executive Committee.
- g) The Immediate Past Staff Chair serves as the Secretary-Treasurer of the Foundation for State Legislatures and shall perform other duties as assigned by the Executive Committee and the Staff Chair.

COMPOSITION

Section 3. The Executive Committee is comprised of 63 members as follows:

- a) Forty-one legislators.
- b) Twenty-one legislative staff members.
- c) One nonvoting ex officio legislator member representing international affiliates.

LEGISLATIVE MEMBERS

Section 4. The 41 legislators include:

- The President.
- The President Emeritus.
- The President-Elect.
- The Vice President.
- Twenty-seven at-large members.
- One ex officio member representing the state hosting the annual meeting at the time of that member's election.
- Two ex officio members representing the states hosting the next two annual meetings.
- The Co-Chairs of the NCSL Standing Committees, who serve ex officio, appointed by the President and President-Elect.
- Five ex officio members representing the Council of State Governments (CSG), including the Chair of the CSG and one member or alternate member elected from each of the four regional conferences of the CSG, as provided herein, provided to the best of our ability that the regional conference members and alternates shall be elected from states not having at-large legislator representation on the Executive Committee.

LEGISLATIVE STAFF MEMBERS

Section 5. The 21 legislative staff members include:

- a) The Staff Chair.
- b) The Staff Vice Chair.
- c) The Immediate Past Staff Chair.
- d) Sixteen at-large members.
- e) The Staff Co-Chairs of the NCSL Standing Committees, who serve ex officio.

EX OFFICIO MEMBERS

Section 6. Ex officio members are voting members of the Executive Committee, unless otherwise provided herein.

EQUAL REPRESENTATION

Section 7. each member jurisdiction will have the opportunity to be represented on the Executive Committee at least once every five years.

LEGISLATOR NOMINATING COMMITTEE

Section 8. The President shall appoint a Legislator Nominating Committee consisting of ten members at least sixty days prior to the Annual Meeting. The Nominating Committee shall consist of an equal number of members from the two major political parties. It shall include at least one member from each of the two major political parties from each region and no more than four members from the same region. The President shall select members with the advice and consent of the legislator members of the Executive Committee. The President shall appoint the chair of the Legislator Nominating Committee, who shall be a legislative leader.

The Legislator Nominating Committee shall present to the Annual Meeting a slate of candidates for the offices of President-Elect and Vice President. The President succeeds automatically from the office of President-Elect; the President Emeritus succeeds automatically from the office of President. No officer who has served one full term shall be eligible for reelection to the same office until at least one intervening term has elapsed. The President-Elect and Vice President shall be legislative leaders from a member jurisdiction at the time of their election. The offices of President, President-Elect, and Vice President shall alternate between the two major political parties. For the office of Vice President and President-Elect, the Legislator Nominating Committee may submit more than one name.

The Legislator Nominating Committee shall present at the Business Meeting a slate of candidates for the at-large positions, the member representing international affiliates and the annual meeting host state positions on the Executive Committee. In nominating members for the Executive Committee, the Legislator Nominating Committee shall, insofar as possible, consider geographic balance. No less than ten of the at-large members of the Executive Committee shall be legislative leaders at the time of their election. No more than two legislator members other than ex officio members shall come from the same member jurisdiction.

Voting on the reports of the Legislator Nominating Committee shall be by member jurisdiction, and each member jurisdiction in good standing shall be entitled to cast one vote regardless of the number of delegates present from that jurisdiction. A majority of the member jurisdictions who respond to the most recent quorum call shall be required to adopt the reports of the nominating committees at the Business Meeting. If no nominee receives a majority of the member jurisdictions who respond to the most recent quorum call on the first ballot, there shall be a runoff ballot among the two nominees receiving the highest vote. The nominee who receives a majority of votes on the runoff ballot shall be elected.

Additional nominations may be made from the floor of the Business Meeting for the offices of Vice President and President-Elect. Such candidates shall be qualified as provided herein.

LEGISLATIVE STAFF NOMINATING COMMITTEE

Section 9. The Staff Chair, with the advice and consent of the Executive Committee legislative staff members, shall select a Legislative Staff Nominating Committee consisting of seven legislative staff at least 60 days prior to the Annual Meeting. The Staff Chair shall appoint the chair of the Legislative Staff Nominating Committee.

The Legislative Staff Nominating Committee shall present at the Business Meeting a slate of candidates for the Executive Committee and the office of Staff Vice Chair. The Staff Chair succeeds automatically

from the office of Staff Vice Chair. The Immediate Past Staff Chair succeeds automatically from the office of Staff Chair. All nominees of the Legislative Staff Nominating Committee shall be full-time professional legislative staff from member jurisdictions. In nominating legislative staff for the Executive Committee, the Legislative Staff Nominating Committee shall, insofar as possible, consider geographic balance. No more than one legislative staff member shall come from the same member jurisdiction, except that member jurisdictions represented by an officer or ex officio member may have two members.

The voting procedures are as provided herein.

TERMS

Section 10. The term of office for the officers and members of the Executive Committee begins at the close of the Business meeting and ends at the conclusion of the subsequent Business Meeting.

Members of the Executive Committee may serve for no more than three consecutive terms. The limitation is tolled for individuals who serve as officers and ex officio members.

LEGISLATOR VACANCIES

Section 11. Legislator vacancies will be filled as follows:

- a) President Emeritus. A vacancy in the office of President Emeritus shall be filled by the executive committee.
- b) President. After notice and opportunity to apply is provided, a vacancy in the office of the President shall be filled by the Executive Committee. The replacement shall be a current or former Executive Committee member, chair of an NCSL task force, or chair of an NCSL standing committee, provided that the replacement is of the same political party as the person vacating the office.
- c) President-Elect. After notice and opportunity to apply is provided, a vacancy in the office of the President-Elect shall be filled by the Executive Committee. Within 120 days of the vacancy, the Vacancy Nominating Committee shall submit to the Executive Committee a nominee, who is of the same political party as the person vacating the office, to fill the vacancy. The Executive Committee will act upon the nomination at its next regularly scheduled meeting.
- d) Vice President. After notice and opportunity to apply is provided, a vacancy in the office of the Vice President shall be filled by the Executive Committee. Within 120 days of the vacancy, the Vacancy Nominating Committee shall submit to the Executive Committee a nominee, who is of the same political party as the person vacating the office, fill the vacancy. The Executive Committee will act upon the nomination at its next regularly scheduled meeting.
- e) Executive Committee Members. A vacancy in the non-officer membership of the Executive Committee shall be filled by the President. Within 60 days of the vacancy, the President shall submit to the Executive Committee a nominee to fill the vacancy. The Executive Committee will act upon the nomination at its next regularly scheduled meeting.

LEGISLATIVE STAFF VACANCIES

Section 12. Legislative Staff vacancies will be filled as follows:

- a) Staff Chair. The Staff Vice Chair shall succeed to the office of Staff Chair.

- b) Other Vacancies. Other vacancies will be filled pursuant to the Legislative Staff Coordinating Committee Bylaws.

VACANCY NOMINATING COMMITTEE

Section 13. In the event of a vacancy, the President shall appoint a Vacancy Nominating Committee comprised of six members, to include the chair, who shall be a legislative leader. The committee shall consist of an equal number of members from each of the two major political parties and be geographically diverse.

QUORUM AND VOTING

Section 14. A majority of the Executive Committee membership shall comprise a quorum. Unless specified otherwise, a simple majority of the members present, and voting is required for passage. Each member shall be entitled to vote on any matter coming before the Executive Committee.

Where the legislator members of the Executive Committee vote upon a policy directive or resolution, a majority of the legislative members of the Executive Committee membership is required to establish a quorum and three-fourths of the legislative members present is required to adopt the directive or resolution.

MEETINGS

Section 15. The Executive Committee shall meet at least three times each year at a time and place designated by the Executive Committee, of which no more than one shall be held during the Annual Meeting.

Absence from two Executive Committee meetings within a year without cause shall be grounds for removal.

All meetings of the Executive Committee shall be open to the public.

PRIORITIES AND ISSUES

Section 16. At the start of the biennium, the Executive Committee shall receive a report for consideration of the state federal priorities and major state issues from the standing committees and task forces of the Executive Committee. These state federal priorities and major state issues shall serve to guide the NCSL's representation before the federal government, in standing committees and meeting programming and grant funded research.

COMMITTEES AND SUBCOMMITTEES

Section 17. There shall be a Budget, Finance and Rules Committee, and such other committees and subcommittees as the Executive Committee may authorize. Membership on committees and subcommittees shall be divided between legislator and staff members in accord with voting eligibility on the Executive Committee, unless otherwise provided by the Executive Committee. The Legislator and Staff Chairs and members of these committees and subcommittees shall be appointed by the President and Staff Chair, respectively, with the approval of the Executive Committee.

ARTICLE IV

FINANCE

Section 1. The Executive Committee shall determine the funding of the NCSL, which shall include but not be limited to membership dues. Population of each jurisdiction shall be a factor in the determination of the amount of dues.

RULES

Section 2. The Budget, Finance and Rules Committee shall present to the Executive Committee a set of Financial Rules, which, when adopted, shall govern the fiscal affairs of the NCSL without re-adoption except that they may be amended from time to time. These Financial Rules shall establish the fiscal year, set forth the extent of surety bonding required, provide for the annual audit, specify the way grants in aid are to be solicited and handled, and such other items of fiscal management as are deemed necessary.

BUDGET

Section 3. The Budget, Finance and Rules Committee shall make budget recommendations to the Executive Committee. The Executive Committee shall submit a proposed budget for the coming fiscal year for consideration and adoption at the Business Meeting. The Executive Committee may approve transfers of funds within the budget adopted or amend the budget during the course of the fiscal year by a two-thirds vote of the entire Executive Committee.

AUDIT

Section 4. The accounts of the NCSL shall be audited annually by a certified public accountant retained by the President with the approval of the Executive Committee. Such audit shall be reported to the Executive Committee and at the Business Meeting.

ARTICLE V

MEETINGS

ANNUAL MEETING

Section 1. The NCSL shall meet annually at such time and place as may be determined by the Executive Committee.

BUSINESS MEETING

Section 2. A Business Meeting shall be held at the Annual Meeting. The matters to be presented and voted upon at the Business Meeting include, but are not limited to, the proposed budget, the annual audit, reports of the legislator and legislative staff nominating committees, and policy directives and resolutions presented by the standing committees.

Voting at the Business Meeting shall be by roll call by member jurisdiction. Each member jurisdiction in good standing shall be entitled to cast one vote regardless of the number of delegates present from that jurisdiction. A quorum for the transaction of business shall consist of representation from at least

twenty member jurisdictions. An affirmative vote of a simple majority of the jurisdictions responding to the most recent quorum is required for adoption of the nominating committee reports and the NCSL budget. On any vote that places the NCSL on record in a matter of public policy, an affirmative vote of three-fourths of the jurisdictions who respond to the most recent quorum call shall be required to adopt the motion. A state not present for the most recent quorum call can, before the start of the next roll call vote, request recognition from the presiding legislator Chair and be recorded as present for purposes of the quorum. New quorum calls shall be conducted at the request of five (5) member jurisdictions. The determination of the vote within each jurisdiction shall be by the members present from that jurisdiction. On any vote that places the NCSL on record in a matter of public policy, legislative staff shall not be entitled to vote.

SPECIAL MEETINGS

Section 3. Special meetings of the NCSL may be convened upon (a) a three-fifths vote of the members of the Executive Committee; or (b) a three-fifths vote of the member jurisdictions.

Special meetings of the Executive Committee may be convened upon (a) a three-fifths vote of the members of the Executive Committee; or (b) the request of a majority of the Executive Committee officers.

NOTICE AND PROCEDURE

Section 4. Notice of the Annual Meeting and Business Meeting shall be provided to members of the NCSL no later than thirty days prior to the meeting.

Notice of a special meeting of the NCSL shall be provided to members of the NCSL as soon as practicable and shall include the purpose of the meeting.

Notice of a special meeting of the Executive Committee shall be provided to members of the Committee as soon as practicable and shall include the purpose of the meeting.

REMOTE MEETINGS

Section 5. Meetings may be held via video, audio, telephone, and other appropriate electronic means.

PROXY VOTING

Section 6. Proxy voting shall not be permitted during any meeting.

RULES OF PROCEDURE

Section 7. Rules governing the conduct of meetings shall be recommended by the Executive Committee and adopted at the Business Meeting, provided that Mason's Manual of Legislative Procedure shall govern the proceedings in all cases not covered by these Bylaws or the NCSL Rules of Procedure.

ARTICLE V

EMERGENCIES

DECLARATION OF EMERGENCY

Section 1. If the NCSL is not convened at the Annual Meeting, the Executive Committee, by a majority vote, may declare the existence of an emergency for the purpose of delegating to the Executive

Committee in whole or in part, or the officers, such matters that are ordinarily determined at the Business Meeting. . The declaration shall state the circumstances that constitute an emergency, the reasons that the emergency make it impracticable for the NCSL to act in the normal course, and the matters to be delegated. Members of the NCSL shall receive notice of such declaration as soon as practicable.

POLICY DIRECTIVES AND RESOLUTIONS

Section 2. Notwithstanding any provisions to the contrary, the Executive Committee may consider and adopt policy directives and resolutions when it would be impracticable to consider them under normal processes, policy directives and resolutions having the same force and effect as policy directives and resolutions adopted at the Business Meeting may be established by either of the following means: (1) three-fourths of the legislator members, present and voting, of the Executive Committee in meeting assembled; or (2) the unanimous agreement by conference call of the President, the President-Elect, the Vice President, the President Emeritus, the Legislator Co-Chairs or a legislator Vice Chair of the NCSL Standing Committees, and the Legislator Co-Chairs or a legislator Vice Chair of the appropriate standing committee. Proposed policy directives and resolutions must be provided to the Chief Executive Officer by 4 p.m. of the day before the Executive Committee meeting.

ARTICLE VI

CHIEF EXECUTIVE OFFICER

The Executive Committee shall appoint a Chief Executive Officer and determine the terms and conditions of employment.

The Chief Executive Officer shall be the chief administrator of the NCSL, responsible for all management functions under the direction of the officers and Executive Committee. The Chief Executive Officer shall manage and direct all activities of the NCSL as prescribed by the Executive Committee and shall be responsible to the Committee.

The Chief Executive Officer shall employ members of the staff necessary to carry on the work of the NCSL, shall fix their compensation within the approved budget, subject to the direction and approval of the officers and Executive Committee, supervise them in the conduct of their duties, and terminate them as necessary.

ARTICLE VII

NO POLITICAL ACTIVITY

The NCSL shall not, at any time, directly or indirectly participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VIII**DISSOLUTION**

Upon dissolution of the NCSL for any reason, such funds remaining after the satisfaction of all obligations shall be returned to the member jurisdictions in the proportion to which they were received during the prior fiscal year.

ARTICLE IX**DEFINITIONS**

For the purposes of these Bylaws and other instruments of the NCSL, certain terms shall be defined as follows:

- a) "Legislative leaders" are those legislators who are elected by the body in which they serve or by its respective political caucuses to be presiding officer, majority or minority leaders, other officers elected by the body as a whole, and any other legislator so designated by the presiding officer of either chamber.
- b) "Two major political parties" refers to the two political parties with the most elected legislators in member jurisdictions.
- c) "Member jurisdiction" refers to the respective legislature of a state, the District of Columbia and the territories and commonwealths of the United States.
- d) "Regions" refers to states and territories grouped together as prescribed by the bylaws of the Council of State Governments for the purpose of defining its regional legislative conferences.

ARTICLE X**AMENDMENTS**

The NCSL at any meeting may amend these Bylaws by a three-fifths majority vote of the member jurisdictions who respond to the most recent quorum call. A state not present for the most recent quorum call can, before the start of the next roll call vote, request recognition from the presiding legislator Chair and be recorded for purposes of the quorum. New quorum calls shall be conducted at the request of five (5) member jurisdictions. A notice of such amendments shall be filed with the Chief Executive Officer at least 30 days prior to the meeting. Upon receipt of a copy of the proposed amendments, the Chief Executive Officer shall forward copies thereof to the presiding officers of each house of every member legislature and to the members of the NCSL Executive Committee.

ARTICLE XI**EFFECTIVE DATE**

These Bylaws shall take effect on January 1, 1975, provided that they are adopted by the governing bodies of the National Legislative Conference, National Conference of State Legislative Leaders, and the National Society of State Legislators.

Adopted at the Annual Meeting in October, 1975 and amended at the Annual Meeting in July 1976; August 1977; July 1979; July 1988; August 1989; Orlando, Florida, August 15, 1991; New Orleans, Louisiana, July 25, 1994; Milwaukee, Wisconsin, July 17, 1995; St. Louis, Missouri, 1996; Philadelphia, Pennsylvania, 1997; Denver, Colorado, July 26, 2002; Salt Lake City, Utah, July 23, 2004; Nashville, Tennessee, August 17, 2006; Louisville, Kentucky, July 28, 2010; San Antonio, Texas, August 11, 2011; Chicago, Illinois, August 9, 2012; Atlanta, Georgia, August 15, 2013; Minneapolis, Minnesota, August 22, 2014; Los Angeles, California, August 1, 2018; Nashville, Tennessee, August 8, 2019; Tampa, Florida November 5, 2021; Denver, Colorado, August 3, 2022.