

BY-LAWS
BANKRUPTCY AND REORGANIZATION LAW SECTION
KENTUCKY BAR ASSOCIATION

ARTICLE I.

Section 1. Name. The organization shall be known as the Bankruptcy and Reorganization Law Section, (the section, of the Kentucky Bar Association (the Association)).

Section 2. Purpose. The purpose of this section shall be given as follows:

- A. To promote the exchange of ideas within the Association on matters of interest to Bankruptcy and Reorganization counsel representing debtors, creditors, trustees, and committees.
- B. To provide through Association-sponsored programs information relevant to Bankruptcy and Reorganization practice.
- C. To assist Bankruptcy and Reorganization counsel in discharging their professional responsibilities to their clients; and
- D. To enhance the image of the professional capability of Bankruptcy and Reorganization counsel.

ARTICLE II

MEMBERSHIP AND VOTING

Section 1. Membership. Membership in the Section is open to all members of the Association. A membership fee shall be assessed annually to those members of the Association who wish to be members of the Section. This

fee shall be established by the Executive Committee subject to the approval by a majority vote of the Section members present and voting at the Annual Meeting. Dues shall be due and payable with the Association dues.

Section 2. Voting. Only dues paying members of the Section shall be qualified electors and eligible to vote and hold office in the Section. Unless otherwise provided in these Articles, any and all official action taken by the Section at the Annual Meeting shall be by a majority vote of those members and voting.

ARTICLE III.

OFFICERS AND COMMITTEES

Section 1. Officers.

A. The officers of this Section shall be the Chair, Chair-Elect, Vice-Chair. They shall be elected at the Annual Meeting of the Association and shall qualify by acceptance. These officers shall constitute the Executive Committee of the Section.

B. The office of Chair shall be occupied in alternating annual terms by practitioners from the Western District of Kentucky and the Eastern District of Kentucky, with the first chair being elected from the Western District.

C. Unless otherwise provided herein, an officer shall serve for a term of one (1) year or until the next Annual Meeting. Except as provided herein, in the event an officer is unable or unwilling to serve, the Chair shall appoint,

subject to approval of the Executive Committee, an officer to serve until election at the next annual Meeting.

ARTICLE IV.

DUTIES OF THE OFFICERS

Section 1. Chair. The Chair of the Section shall serve as the chief executive officer of the Section and preside at all meetings of the Section and of the executive Committee. The Chair shall present at each Annual meeting of the Association a report of the Section for the prior year and shall oversee the program of the Section.

Section 2. Chair-Elect. The Chair-Elect shall serve as assistant to the Chair and shall perform the duties assigned to him/her by the Chair. The Chair Elect shall endeavor to become thoroughly familiar with the duties of the Chair, programs and the activities of the Section. The Chair-Elect shall perform the duties of the Chair during the absence or disability of the Chair. Upon expiration of his/her term as Chair-Elect, the Chair-Elect shall succeed to the office of Chair for a term of one year, beginning with the adjournment of the annual meeting of membership with he/she assumes the office and ending with the adjournment of the meeting of membership thereafter.

Section 3. Vice-Chair. The Vice-Chair shall serve as assistance to the Chair and Chair-Elect and shall perform the duties assigned to him/her by the Chair. The Vice-Chair shall become thoroughly familiar with the duties of the Chair, and with the programs and activities of the Section. The Vice-Chair shall perform the duties of the Chair during the absence or disability of the Chair and the Chair-Elect. Upon expiration of his/her term as Vice-Chair, the Vice-Chair shall succeed to the office of Chair-Elect for the term of one (1) year, beginning

with the adjournment of the annual meeting of membership of which he/she assumes the office and ending with the adjournment of the meeting of membership thereafter.

ARTICLE V.

ELECTIONS

Section 1. Annual Meeting Nominations. Except as specifically provided otherwise, the officers of the Section shall be elected at the Annual Meeting by a majority vote of those present and voting. Nominations shall be received from the floor. Elections may be by secret ballot.

Section 2. Voting. Only those paying dues at the time of casting their ballot or having proof of payment shall vote.

Section 3. Initial Officers. The initial officers shall be elected at the first annual meeting following organization of the Section and shall serve until the next Annual Meeting. The initial standing committee chairpersons, selected by the Chair, shall serve until the next Annual Meeting.

ARTICLE VI.

MEETINGS

Section 1. Annual Meeting. An Annual Meeting of the Section shall be held as a part of the Association's Annual Convention.

Section 2. Special Meeting. Special Meetings of the Section may be called by the Chair; or by a majority of the Executive Committee upon written request of not less than ten percent of active members of the Section. The time and place of the special meetings shall be announced at least ten (10) days in advance by notice to the membership via first class mail.

Section 3. Quorum. Twenty percent of the members of the Section present shall constitute a quorum for the purpose of transacting business at all Section meetings.

Section 4. Executive Committee Meetings. The Executive Committee shall meet from time to time as the business of the section may require. Meetings may be held by telephone conference. The meetings of the Executive Committee shall be called by the Chair or upon written request of not less than three (3) voting members of the Executive Committee. A quorum for meetings of the Executive Committee shall be three (3) voting members. The time and place of the meetings of the Executive Committee shall be announced at least ten (10) days in advance by notice via first class mail to Executive Committee members stating the nature of the business to be discussed. Provided, however, that ten (10) days notice shall not be required if all Executive Committee members voting shall execute a waiver of notice of said meeting and attach said waiver to the minutes of that meeting.

A summary of the Executive Committee actions shall be mailed to Section membership as soon as practicable.

ARTICLE VII.

AMENDMENTS

These by-laws may be amended at any Annual Meeting of the Section membership by two-thirds (2/3) vote of the members of the Section in attendance and voting, provided that notice of the substance of the proposed amendments shall either have been published with notice of the meeting in the Kentucky

Bench and Bar or sent to all members of the Section with notice of the meeting via first class mail at least ten (10) days prior to the hearing.

Adopted _____, 1989.

Attest:

Secretary

Chairman

Amended June 9, 2022.