

PROBATE AND TRUST LAW SECTION

KENTUCKY BAR ASSOCIATION

BY-LAWS

ARTICLE I

NAME AND PURPOSE

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

Section 2. Purpose. The purpose of the Section shall be as follows:

A. To promote the exchange of ideas within the Association on matters of interest to lawyers whose practice involves estate planning and probate and trust law;

B. To provide through Association-sponsored programs information relevant to the practice of estate planning and probate and trust law;

C. To assist in the passing and promotion of appropriate legislation concerning estate planning and probate and trust law;

D. To educate the Association and the public about issues relating to estate planning and probate and trust law; and

E. To enhance the image of those whose practice includes estate planning and probate and trust law.

ARTICLE II

MEMBERSHIP AND VOTING

Section 1. Membership. Membership in the Section is open to all members of the Association. Membership dues shall be assessed annually to those members of the Association who wish to be members of the Section. These dues shall be established by the Executive Committee, and any increase shall be subject to approval by a majority vote of the Section members present and voting at an Annual Meeting. Dues shall be due and payable with the Association dues. Dues for new members of the Section may be paid at any time during the year. Only Association members whose Section dues are current shall be members of the Section.

Section 2. Voting. Only current dues paying members of the Section shall be qualified electors and eligible to vote and hold office in the Section. Actions taken at a meeting of the Section membership shall be by a majority vote of those members present and voting at such meeting.

ARTICLE III

OFFICERS, DIRECTORS AND COMMITTEES

Section 1. Officers.

A. The officers of this Section shall be the Chair, Chair-Elect, Vice-Chair and such other officers as are deemed appropriate by a majority vote of the Section members present and voting at the Annual Meeting at which such officers are to be elected.

B. Except as otherwise provided in these By-Laws, officers shall be elected at the Annual Meeting of the Section for a one year term and shall qualify by acceptance.

C. Except as otherwise provided in these By-Laws, an officer shall serve until the next Annual Meeting of the Section. Except as otherwise provided in these By-Laws, in the event an officer is unable or unwilling to serve, the Chair shall appoint, with the approval of the Executive Committee, an officer to serve until election at the next Annual Meeting.

Section 2. The Executive Committee.

A. The Executive Committee of the Section shall consist of the officers of the Section and the immediate past Chair of the Section.

B. The Executive Committee shall consult with and advise the Chair in the interval between Annual Meetings. Each member of the Executive Committee shall have one (1) vote on matters before the Executive Committee. Actions taken at a meeting of the Executive Committee shall be by majority vote of those members of the Executive Committee present and voting at such meeting.

C. Any matters not specifically reserved to the members of the Section in these By-Laws may be taken by the Executive Committee.

Section 3. The Legislative Committee. The Chair, with the approval of the Executive Committee, shall from time to time appoint Section members to serve on the Legislative Committee of the Section.

Section 4. Committees. The Chair, with the approval of the Executive Committee, may implement committees as he/she deems necessary and appoint Section members to serve on such committees.

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 Section 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, and the 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 the Section at which he/she assumes the office and ending with the adjournment of next following Annual Meeting of the Section.

ARTICLE IV

ELECTIONS

Section 1. Annual Meeting Nominations. Except as otherwise provided in these By-Laws, the officers of the Section shall be elected at the Annual Meeting of the Section by a majority vote of those Section members present and voting. Nominations shall be received from the Nominating Committee and from the floor. If requested by those present at the Annual Meeting, elections shall be by secret ballot.

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

ARTICLE V

MEETINGS

Section 1. Annual Meeting. An Annual Meeting of the Section shall be held either as part of the Association's Annual Meeting or in conjunction with a statewide gathering of a significant number of Section members, such as the

annual Midwest/Midsouth Estate Planning Institute organized by the University of Kentucky's College of Law Continuing Legal Education.

Section 2. Special Meetings. Special meetings of the Section may be called: a) by the Chair, b) by a majority of the Executive Committee, c) upon written request to the Chair of not less than twenty-five (25) members of the Section or d) upon approval of the Board of Governors. 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 or via email.

Section 3. Quorum. Five members of the Section present at an Annual Meeting or Special meeting of the Section membership shall constitute a quorum for the purposes of transacting business at such meeting.

Section 4. Executive Committee Meetings. The Executive Committee shall meet not less than once a year. The meetings of the Executive Committee shall be called by the Chair or upon written request to the Secretary of not less than three (3) members of the Executive Committee. A quorum for meetings of the Executive Committee shall be two (2) members of the Committee. Meetings of the Executive Committee may be conducted by telephone.

Section 4. Actions by Unanimous Written Consent. The Executive Committee may act by the unanimous written consent of all members of the Executive Committee. Such written consent may be given by mail, by fax and by email. Consents received via email do not require signature.

ARTICLE VII

AMENDMENTS

These By-Laws may be amended at any Annual Meeting or Special Meeting of the Section membership by two-thirds (2/3) vote of the members of the Section in attendance and voting at such meeting, provided that notice of the substance of the proposed amendments shall either have been published with notice of the meeting or sent via email to those members of the Section whose email address is on file with the Association.