

KENTUCKY BAR ASSOCIATION
SMALL FIRM PRACTICE AND MANAGEMENT SECTION

BY-LAWS

Section 1. Name and Purpose.

A. The name of this organization shall be the Small Firm Practice and Management Section of the Kentucky Bar Association (the "Section").

B. The purpose of the Section shall be to provide a forum for the exchange of ideas among solo and small firm practitioners in Kentucky; to inform the members of the Section about current relevant issues concerning solo and small firm practice and management; and to aid solo and small firm practitioners in the execution of their practice and office management.

Section 2. Membership.

A. Membership shall be open to all members of the KBA.

B. A membership fee shall be assessed annually to those members of the KBA who wish to be members of the Section. This fee shall be fixed by a majority of the membership of the Section in attendance at the annual meeting of the Section. Dues shall be payable to the Treasurer of the KBA.

C. Notice to members of the Section shall be deemed valid when sent to members at their postal or email address as such addresses appear on the records of the Section.

Section 3. Officers.

A. The officers of the Section shall be the Chairman, the Chairman-Elect and the Vice-Chairman. All officers must be active dues-paying members of the KBA and the Section.

B. Duties of officers:

(1) Chairman. The Chairman shall preside at all meetings of the Section and of the Executive Committee and shall perform such other duties assigned to him by the membership or by the Executive Committee. In accordance with the provisions of Section 11(f) of the KBA Bylaws, he shall prepare a report of the activities

for the past year for presentation at the annual meeting of the Section.

(2) Chairman-Elect. The Chairman-Elect shall serve as administrative assistant to the Chairman and shall perform the duties assigned to him by the membership, the Executive Committee or the Chairman. In accordance with the provisions of Section 11(g) of the KBA Bylaws, he shall prepare a forecast report of proposed activities, expenditures and meetings of the Section for the ensuing fiscal year.

(3) Vice-Chairman. In accordance with the provisions of Section 11(c) of the KBA Bylaws, the Section shall have a Vice-Chairman (hereinafter Secretary) who shall serve as Secretary of the Section and shall issue notice of all meetings of the Section and the Executive Committee and shall keep a record of the proceedings.

C. The Executive Committee shall be composed of the Chairman, Chairman-Elect, Secretary, and two non-officer members of the Section appointed by the Chairman and Secretary, respectively. The Executive Committee shall be responsible for liaison with all other sections and committees of the KBA.

The Executive Committee, by three-fifths (3/5) vote, may exercise the power of the Section during any period the Section membership is not meeting.

D. The officers shall serve for a term of two years beginning with the adjournment of the annual meeting of the membership at which they are elected and ending with the adjournment of the annual meeting of the membership or thereafter until their successors shall have been duly elected and qualified. The member of the Section elected Chairman-Elect at an annual meeting of the membership, shall, upon expiration of this term as Chairman-Elect, succeed to the office of Chairman for a term of two years, beginning with the adjournment of the annual meeting of the membership of which he assumes the office and ending with the adjournment of the meeting of the membership thereafter, until his successor has assumed office.

Vacancies in any office of the Section may be filled by a majority of members present at a special meeting of the Section called for that purpose with notice to the membership.

E. The initial officers shall be elected at the organizational meeting of the Section and shall, upon concurrence of the membership at the first annual meeting, serve until the second annual meeting after their election. The initial non-officer Executive Committee members shall serve until the second annual meeting after their election.

Section 4. Meetings.

A. An annual meeting of the Section shall be held as a part of the KBA's Annual Convention.

A second and general meeting of the Section membership shall be held at least once per year.

B. Special meetings of the Section may be called by the Chairman, by majority of the Executive Committee, or by the Secretary upon written request of not less than 25 members of the Section. Notice of the time and place of the special meetings shall be given to Members at least 10 days in advance, either by first class mail or email.

C. At all meetings, the members of the Section present (but not less than three) shall constitute a quorum for the purpose of transacting business in the annual and special meetings of the Section and annual and special meetings of the membership. The latest edition of Roberts' Rules of Order shall govern the proceedings.

D. The Executive Committee shall meet not less than three times each year. The meetings of the Executive Committee shall be called by the Chairman or upon written request of not less than 3 members of the Executive Committee. Notice of the time and place of the meetings of the Executive Committee shall be given to Members at least 10 days in advance, either by first class mail or email stating the nature of the business to be discussed.

E. Attendance at any meeting other than the annual meeting as part of the KBA's Annual Convention may be via teleconference or other viable electronic means.

Section 5. Committees.

The Chairman, with the concurrence of a majority of the Executive Committee present, may designate committees composed of members of the Section when needed, define their duties and appoint the committee chairman.

Section 6. Amendments.

These by-laws may be amended at any meeting of the Section membership by a 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 hearing in the Kentucky Bench and Bar or sent to all Members of the Section with notice of the meeting at least 20 days in advance, either by first class mail or email

Section 7. Reimbursements.

Each officer and Executive Committee member shall receive reimbursement for out-of-pocket expenses to attend the annual and Executive Committee meetings only as follows:

1. Travel – shall be at the current rate used by the KBA, not to exceed the cost of air travel, if available, at tourist rate between the residence of the delegate or officer and the place of the meeting;
2. Lodging – shall be paid at the actual expense and shall be calculated on a single occupancy rated basis.

Adopted 11-15-06



SECRETARY