

SECTION 1
NAME, PURPOSE, AND POWERS

1.01.**NAME.** This Section shall be known as the Section of Estate and Trust Law.

1.02.**PURPOSES.** The purposes of this Section are:

- A. To bring together for furtherance of their mutual interest members of the Maryland State Bar Association interested in the areas of estate and trust law.
- B. To promote the continuing legal education of the bar in the area of estate and trust law.
- C. To sponsor publications for the benefit of the bar and public.
- D. To work on a cooperative basis to improve the law, and generally to promote the interests and welfare of the public and members of the bar in the areas of estate and trust law.

1.03.**Powers.** Subject to the provisions of the constitution and the by-laws of the Maryland State Bar Association, the Section shall have all powers necessary and advisable to carry out the purposes mentioned above, or necessary and advisable with respect to the internal operation of this Section itself.

SECTION 2
SECTION MEETINGS

2.01.**ANNUAL MEETINGS.** The annual meeting of this Section shall be held in one or more sessions at or about the time, and in the same place as, the membership meeting of the Maryland State Bar Association. The program and order of business for annual meetings shall be arranged by the Council.

2.02.**SPECIAL MEETINGS.** Special meetings of this Section may be called by the chairman upon approval of the Council, at such time and place as the Council determines, upon not less than 20 days' written notice to the members.

2.03.**VOTING.** The members of this Section present at any duly called meeting constitute a quorum for the transaction of business. All actions of the Section shall be by a majority vote of the members present. Proxy voting is not permitted.

SECTION 3
***THE COUNCIL, OFFICERS,
AND THEIR FUNCTIONS***

3.01.**MEMBERSHIP OF THE COUNCIL.** There shall be a Council, consisting of the officers and fifteen (15) other members of the Section, at least one of whom is also a member of the Young Lawyers Section, and all past chairs of the Section (unless they have resigned). The officers of the Section and of the Council are the then serving chair, the chair-elect, and the secretary. The election of Council members and officers shall be as hereinafter provided.

The chair of the Council may invite other members of the Section to attend specific Council meetings from time to time. The three (3) immediate past chairs of the Section shall be voting members of the Council. All other past chairs of the Section, and members of the Section who are not members of the Council attending Council meetings by invitation, have no vote in Council proceedings.

If any elected member of the Council shall fail to attend three (3) successive regular meetings of the Council without having been excused by the Chair or by a vote of the Council, the seat of that Council member thereafter shall be deemed vacated automatically, and the vacancy shall be filled as provided below.

The seat of an elected member of the Council also may be declared vacant by the affirmative vote of at least three-quarters of the entire Council upon the following conditions:

- *A majority of the Chair, the Chair-Elect and the Secretary has determined that the member in question has engaged in any action tending to injure the good name of the Council, disturb its well-being, or hamper it in its work;
- *The member in question is given written notice that the Chair will move to vacate such members' seat and of the meeting at which said vote shall take place at least thirty (30) days prior to the date of such meeting; and
- *The member in question shall have been given adequate opportunity to present, in writing or in person, such defense as he/she deems appropriate before a meeting of the Council at which all members have the opportunity to be present.

Any vacancy occurring under this paragraph shall be filled as provided below.

3.02.POWERS OF THE COUNCIL. The Council has general supervision and control of the affairs of his Section, subject to the provisions of the constitution and by-laws of this Section. Between meetings of the Section, the Council has full authority to act for the Section in any way in which the Section itself would be authorized to act. All such action taken by the Council shall be reported to the members of the Section at the next annual meeting of the Section. The Council may from time to time delegate powers to the chairman, or other officer, or member, or to any committee which it has created.

All action of the Council shall be by a majority of the voting members of the entire Council. Proxy voting of Council members is not permitted.

3.03.DUTIES OF THE CHAIRMAN. The Chairman is responsible for and shall direct all activities of the Section and shall perform all duties assigned to him from time to time by the Council.

The Chairman shall see that appropriate work is assigned to members of the Council, and shall be responsible to see that the work so assigned is completed in an acceptable and orderly fashion.

3.04.DUTIES OF THE CHAIRMAN-ELECT. The chairman-elect shall assist the chairman in the performance of his responsibilities to the extent assigned by the chairman. He shall perform

such other duties as usually pertain to his office or as may be assigned him by the chairman of the Council. He shall perform the duties of the chairman during any disability of the chairman. The chairman-elect shall become chairman of the Section upon the adjournment of the annual meeting succeeding the annual meeting at which he is elected chairman-elect; he is thereafter ineligible for the office of chairman. If for any reason the office of chairman becomes vacant, the chairman-elect shall automatically become chairman of the Section for the previous chairman's unexpired term, but such service does not prevent him from taking office for his regular term.

3.05.DUTIES OF THE SECRETARY. The Secretary shall keep a true record of the proceedings of all meetings of the Council and of the Section. He shall perform such other duties as may be assigned him by the Chairman or the Council, and in cooperation with the chairman, shall draft an appropriate report for publication in the reports of the Maryland State Bar Association.

3.06.DUTIES OF THE COUNCIL MEMBERS. The members of the Council shall perform all duties assigned to them by the chairman or by the Council. With the approval of the chairman, a member on behalf of the Council may appoint such persons or committees to assist him in completing the assignments given to him as he may from time to time consider appropriate.

3.07.MEETINGS. Unless determined otherwise by the Chair, each meeting of the Council shall be deemed to be held in executive session, and the members shall maintain the confidentiality of the discussions held therein, except as the same are reported in published minutes approved by the Council.

SECTION 4 ***NOMINATION, TERMS AND ELECTION OF OFFICERS*** ***AND MEMBERS OF THE COUNCIL***

4.01.NOMINATIONS; TERMS. Between the mid-winter meeting of the Maryland State Bar Association and May 1, the chairman, with the approval of the Council, shall appoint a nominating committee, to consist of from three (3) to seven (7) persons. The members of the nominating committee shall be persons who are familiar with the affairs of the Section, and with the capability and availability of possible nominees; they shall be selected from varying geographic localities to the extent feasible.

The nominating committee shall receive and consider suggestions for nomination of qualified persons to serve as officers and members of the Council. Subject to Section 3.04 with respect to the Chair, the nominating committee shall nominate each year a sufficient number of persons to fill the positions of the officers and members of the Council whose terms will expire upon the next annual meeting of the Section and to fill any other vacancies in unexpired terms that occur concurrent with the next annual meeting of the Section. Not later than thirty (30) days before the annual meeting of the Section, the nominating committee shall report in writing to the members of the Section its nominations for the officers and members of the Council.

Unless elected to fill an unexpired term, each officer shall hold office for a one (1) year term. Each officer's term shall begin upon the adjournment of the annual meeting at which the officer

is elected or commences to serve and shall end upon the adjournment of the next succeeding annual meeting of the Section or when the officer's successor has been elected and qualified.

Unless elected to fill an unexpired term, each Council member shall hold office for a two (2) year term. The terms of the Council members shall be staggered so that one-half (1/2) of the Council members shall hold a two (2) term ending in an odd numbered year and one-half (1/2) of the Council members shall hold a two (2) year term ending in an even numbered year. The terms of the Council members shall begin upon the adjournment of the annual meeting at which the Council member is elected and shall end upon the adjournment of the next succeeding annual meeting of the Section coterminous with the Council member's respective term or when the Council member's successor has been elected and qualified.

Any person elected to fill an unexpired term shall serve for the unexpired portion of the term or until a successor has been elected and qualified. Other than the Chair and the Chair-Elect, any officer or Council member may be re-elected to additional terms.

The nominating committee shall designate the term, or unexpired portion of a term, that each person has been nominated to serve.

Other annual nominations for officers and members of the Council may be made by written nominations signed by not less than fifteen (15) members of the Section that shall be submitted to the secretary not later than ten (10) days before the start of the annual meeting.

4.02.ELECTIONS. Election of officers and other Council members shall take place at the annual meeting of the Section.

4.03.VACANCIES. Except as otherwise provided in these by-laws, if a vacancy occurs in the membership of the Council between annual meetings, the Council may fill that vacancy, and the person so selected shall serve for the unexpired portion of the term of the position to which the person shall have been elected or until a successor has been elected and qualified.

SECTION 5

MISCELLANEOUS PROVISIONS

5.01.DUES. With the approval of the board of governors of the Maryland State Bar Association, the Council may establish dues for membership in this Section. The collection, deposit, and expenditure of Section dues, and the termination of Section membership for non-payment of dues, shall be in accordance with policies and procedures established by the board of governors.

5.02.COMPENSATION. No salary or compensation may be paid to any member of his Section for services rendered to the Council or to the Section. This Section does not preclude reimbursement of reasonable expenses incurred by members on behalf of the Section.

5.03.FISCAL YEAR. The fiscal year of the Section shall be the same as that of the Maryland State Bar Association.

SECTION 6
AMENDMENTS AND EFFECTIVE
DATE OF BY-LAWS

6.01.**AMENDMENTS.** These by-laws may be amended at any meeting of the Council, by a three-quarters vote of the entire Council, or at any annual meeting of the Section, by a majority of the members of the Section present and voting.

6.02.**EFFECTIVE DATE.** These amended by-laws are effective as of July 16, 2014, having been approved by a $\frac{3}{4}$ vote of the entire Council.