

**PROBATE AND TRUST LAW SECTION
OF THE PHILADELPHIA BAR ASSOCIATION**

BYLAWS

ARTICLE I
Purposes

The purposes of this Section are: to assist members of the Philadelphia Bar Association in the practice of law, especially in the fields of probate, trusts and personal planning by providing professional education and materials on both substantive and procedural aspects of the law; to inform the public with respect to matters affecting these fields; to study and suggest improvements in these fields; and to cooperate with judicial, legislative and administrative bodies to those ends. All undertakings of the Section shall be in conformity with the Charter and Bylaws of the Philadelphia Bar Association.

ARTICLE II
Membership

Any member in good standing of the Philadelphia Bar Association, upon request and upon payment of Section dues for the current year, shall be enrolled as a member of this Section. Thereafter such dues shall be paid each year in such manner as the Executive Committee may prescribe consistent with procedures established by the Bar Association itself.

ARTICLE III
Officers

Section 1. The Officers of the Section shall be a Chair, a Chair-Elect, a Vice Chair and a Secretary.

Section 2. Each officer of the Section shall hold office from the first day of January following the annual meeting of the Section at which such officer is elected to the close of the calendar year, and until a successor shall have been elected and qualified. A Vice Chair or Secretary elected in the course of such a term to fill a vacancy shall serve until the close of the calendar year of such election.

Section 3. The Vice Chair and the Secretary shall be elected in accordance with Article VI. On the first day of January following the annual meeting of the Section, the Chair-Elect whose term of office expires at that time shall automatically succeed to the office of Chair, and the Vice Chair whose term of office expires at that time shall automatically succeed to the office of Chair-Elect.

Section 4. Subject to the direction and control of the Chancellor and the Board of Governors, the functions, duties and authority of the officers shall be as follows:

- (a) The Chair shall preside at all meetings of the Section and of the Executive Committee; shall appoint the chairs and members of all Committees of the Section who are to hold office during the Chair's term; shall organize and oversee the activities of the Section during such term, subject to any advice, direction approval of the Executive Committee; shall keep the Executive Committee duly informed and carry out its decisions;

may present at each annual meeting of the Philadelphia Bar Association a report of the work of the Section for the year just ending; and shall perform such further duties and have such further powers as usually pertain to the office or as may be designated by the Executive Committee or the Chancellor.

(b) The Chair-Elect shall aid the Chair in the performance of the responsibilities of the office in such manner and to such extent as the Chair may request; and shall perform such further duties and have such further powers as usually pertain to the office or as may be designated by the Executive Committee or the Chair. In the absence of the Chair, the Chair-Elect shall act in place of the Chair. In the case of the death, resignation or disability of the Chair, the Chair-Elect shall succeed to the office of Chair for the remainder of the Chair's term and shall also thereafter serve as Chair for the regular term provided by Article III, Section 2. The Chair-Elect shall also serve as treasurer for the Section.

(c) The Vice Chair shall aid the Chair in the performance of the responsibilities of the office in such manner and to such extent as the Chair may request; and shall perform such further duties and have such further powers as usually pertain to the office of Vice Chair or as may be designated by the Executive Committee or the Chair. In the absence of both the Chair and Chair-Elect, the Vice Chair shall act in their places. In case of the death, resignation or disability of the Chair-Elect, the Vice Chair shall succeed to the office of Chair-Elect for the remainder of the Chair-Elect's term, and shall also thereafter serve as Chair-Elect for the regular term provided by Article III, Section 2.

(d) The Secretary shall consult with and assist all the officers of the Section as to the work of the Section generally in such manner and to such extent as they may request. The Secretary shall be the custodian of all books and records of the Section, but not of money. The Secretary shall keep minutes of all meetings of the Section and of the Executive Committee, and shall perform such further duties and have such further powers as may be designated by the Executive Committee or the Chair. The Secretary may be elected to successive terms not exceeding three (3) one-year terms.

ARTICLE IV Executive Committee

Section 1. There shall be an Executive Committee of up to twenty-five (25) voting members of the Section which shall consist of (a) the officers of the Section, (b) the three immediate past Chairs of the Section, such past Chairs to serve for three (3) years, (c) a designee of the Young Lawyer's Section to serve for a one-year term, (d) the Register of Wills of Philadelphia County or the Register's designee to serve for a one-year term.

~~(e) a designee of the Corporate Fiduciaries Association to serve for a one-year term,~~ (ef) twelve (12) members to be elected as provided in Article VI and (fg) three (3) members appointed by the Chancellor, one to be appointed each year by the current Chancellor for a three (3) year term.

The Chancellor, the Chancellor-Elect and the Vice Chancellor shall be Honorary Members of the Executive Committee. As such they shall be given notice of and shall have the right to attend any and all meetings of the Executive Committee and to participate in any discussion, but shall have no vote.

Section 2. Each member of the Executive Committee shall hold office for a term from the first day of January following the annual meeting at which such member is elected or appointed to the close of the calendar year in which such member's term expires and until a successor is elected or appointed and qualifies. Vacancies during a term of any of the twelve (12) elected members shall be filled, for the balance of such terms, by election at the next annual meeting of the Section as provided in Article VI.

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Section 3. Except for persons appointed under subsections (c) ~~and~~, (d) ~~and (e)~~ of Article IV, Section 1, no person shall be eligible for election or appointment to the Executive Committee if such person is then a member thereof and has been so continuously for three (3) years or more, but this provision shall not bar such member's election as an officer or service as a member of the Executive Committee at a later time, nor shall it bar the ex officio service of retiring Chairs.

Section 4. The Executive Committee shall adopt such rules as it deems appropriate with respect to attendance at meetings of the Executive Committee.

Section 5. The Executive Committee shall speak and act on behalf of, and shall have general supervision and control of, the affairs of the Section in accordance with the provisions of the Charter and Bylaws of the Philadelphia Bar Association and the Bylaws of this Section; shall determine the amount of dues, subject to approval by the Board of Governors; shall authorize the expenditure of all moneys of the Section or appropriated for its use, but shall not authorize commitments or contracts involving the payment of money during any fiscal year in an amount exceeding the moneys of the Section or appropriated for its use; and shall create and discharge standing and special committees from time to time.

Section 6. The Executive Committee shall meet at least eight (8) times during the year, however, the Chair, at his or her discretion, or any five (5) members of the Committee, may call a special session at any time and place, on not less than three (3) days' notice, via electronic notification or US mail, to all persons entitled to notice; except that, in the case of an emergency, the Chair may call such a meeting on 24 hours' notice via electronic notification or US mail to all persons entitled to notice.

ARTICLE V Meetings of the Section

Section 1. The Annual Meeting of the Section shall be held during the month of November or December at a time and place in the City of Philadelphia to be designated by the Executive Committee. Notice via electronic notification or US mail of at least fifteen (15) days shall be given to the membership of the time and place of the annual meeting.

Section 2. Special meetings of the Section may be called by the Chair upon approval of the Executive Committee, at such time and place as the Executive Committee may determine and with such program and order of business as may be arranged by the Chair, subject to the advice, direction and approval of the Executive Committee. Notice shall be given as provided in Article V, Section 1.

Section 3. A quorum shall be defined as the presence, either in-person or via teleconference or video conference, of nine (9) voting members.

Section 4. All action of the Section shall be by a majority vote of the members present at a meeting, at which a quorum is present, held in accordance with Article V, Section 1 or Section 2. No vote by proxy shall be allowed.

ARTICLE VI

Elections

Section 1. At least sixty (60) days before the annual meeting of the Section, the Chair shall appoint a Nominating Committee of five (5) members of the Section. The Nominating Committee shall nominate members of the Section for the offices of:

A. Vice Chair;

B. Secretary; and;

C. Four (4) elected members of the Executive Committee to serve for a three (3) year term, together with such further nominations as may be necessary to fill vacancies then existing or to occur at the end of the current calendar year.

These nominations shall be submitted to the Section by written notice via electronic notification or US mail of not less than thirty (30) days before the annual meeting of the Section.

Section 2. Any member may make further nominations by written notice to the Chair not less than twenty (20) days before the annual meeting of the Section, provided that such nominations shall have not less than five (5) seconders. If there are no other nominees, other than those submitted by the Nominating Committee, the Chair shall direct the Secretary to cast a unanimous ballot for said nominees. If, however, additional nominations are made, then the election shall be decided by written ballot. Ballots, with nominations listed in alphabetical order, shall be provided to all Section members. These ballots shall be cast, in person, at the Annual Meeting of the Section.

ARTICLE VII Miscellaneous

Section 1. The Fiscal Year of the Section shall be the same as that of the Philadelphia Bar Association.

Section 2. All bills, incurred by this Section, before being forwarded to the Treasurer of the Philadelphia Bar Association for payment, shall be approved by the Chair and the Treasurer.

Section 3. No salary or compensation shall be paid by the Section to any officer of the Section, member of the Executive Committee or member of any other Committee for service to the Section in any capacity.

Section 4. No action by this Section shall become an action of the Philadelphia Bar Association until it is approved by the Board of Governors or the Chancellor in accordance with the Bar Association Charter and Bylaws, nor shall the Section, its officers or members purport to speak on behalf of the Bar Association without such prior approval.

ARTICLE VIII Amendments

These Bylaws may be amended at any annual or special meeting of the Section, consistently with the Charter and Bylaws of the Philadelphia Bar Association, by a majority vote of the members of the Section

present and voting, provided that such proposed amendment shall first have been reviewed by the Executive Committee, and its views presented with the proposed amendment. A proposed amendment may be initiated by the Executive Committee itself, or by any member of the Section; and in the latter event, the member shall present the proposed amendment to the Executive Committee which shall review it and present it to the Section as provided above. No amendment shall become effective until approved by the Board of Governors of the Philadelphia Bar Association.

Adopted 11/25/75

| Amended 12/03/93, 12/02/2015, [12/ /2017](#)