

## **BYLAWS OF THE ELDER LAW SECTION OF THE WASHINGTON STATE BAR ASSOCIATION**

Note: This edition of the Bylaws of the Elder Law Section of the Washington State Bar Association includes the most recent amendments approved by the Board of Governors on July 13, 2012.

### **1.0 Establishment of Section**

The Elder Law Section of the Washington State Bar Association (hereinafter referred to as "Section") is hereby established pursuant to Article IX, Section 1 of the Bylaws of the Washington State Bar Association (hereinafter referred to as "Bar").

### **2.0 Jurisdiction**

The purpose and jurisdiction of the Section shall be to:

- 2.1 Improve understanding by members of the Bar of the legal needs that are faced by elderly citizens in the State of Washington, which are often different from and in addition to those faced by the population at large;
- 2.2 Provide a cooperative structure through which members of the Bar who are interested in Elder Law issues can work together to better understand the issues in the field and effective problem solving approaches;
- 2.3 Assist the elderly citizens of Washington State, and those who represent the elderly, to better understand how their legal needs can be met;
- 2.4 Strengthen the ability by members of the Bar to more effectively identify the legal needs of the elderly. Provide information to and facilitate coordination with those agencies of government that provide services to the elderly in the State of Washington;

- 2.5 Act as a liaison between the Bar, its Board of Governors, the American Bar Association's Commission on Legal Problems of the Elderly, Elder Law Sections and Committees of other State Bars and other organizations dedicated to serving the needs of the elderly;
- 2.6 Provide a cooperative structure through which research and publications in the field of Elder Law can serve the needs of all members of the Section and Bar.

### **3.0 General Considerations**

- 3.1 These bylaws are subject to the applicable Washington State statutes and the bylaws of the Bar.
- 3.2 The principal office of the Section shall be maintained in the offices of the Bar.
- 3.3 The fiscal year of the Section shall coincide with that of the Bar, October 1, through September 30.

### **4.0 Membership**

- 4.1 Any active member in good standing of the Bar in the State of Washington may be enrolled as a voting member of the Section upon request and payment of annual Section dues.
- 4.2 As authorized by the Executive Committee of this Section, other professionals and law students who have an interest in Elder Law may become non-voting members of the section and serve as non-voting members of Section committees.
- 4.3 Members enrolled as provided in Sections 4.1 and 4.2 shall constitute the membership of the Section.
- 4.4 Dues shall be paid annually in advance, in an amount to be established by the

Executive Committee. Any person who has failed to pay the annual dues shall cease to be a member of the Section. Changes in dues shall be effective for the fiscal year then immediately following such determination.

- 4.5 The annual Sections dues shall be applied to activities of the Section according to the Bylaws of the Section, as authorized by the Executive Committee.

## **5.0 Meetings of the Membership**

- 5.1 The annual meeting of the Section shall be held at a location determined by the Executive Committee. Special meetings may be held at the time and place as designated by the Chairperson or a majority of the Executive Committee. Notice of the annual meeting shall be mailed or emailed to all members of the Section at least thirty (30) days prior to the meeting.

- 5.2 Special meetings of the membership of the Section may be called, upon at least ten (10) days prior written or email notice to the members by the Chairperson or Chairperson-Elect, at such time and place as such person may determine. The notice shall state the business to be transacted at the special meeting.

- 5.3 A majority vote of the members present in person at any annual or special meeting of the Section shall be required to approve any business brought before such meeting.

## **6.0 The Executive Committee**

- 6.1 Powers and Duties: The Executive Committee shall be vested with the powers and duties necessary for the administration of the affairs of the Section including, without limitation, the power and duty to act on behalf of the Section in connection with the activities listed in the jurisdiction and purpose. The Executive Committee shall have the authority to approve the adoption of the budget, expenditures, and all communications from the Executive Committee, and shall perform duties

assigned to it by the board of Governors. The Executive Committee shall have the authority to establish and discontinue committees and subcommittees of the Section, and shall have the authority to amend these Bylaws, as provided within Articles 6.6 and 10 hereof.

- 6.2 Membership: The members of the Executive Committee and the length of their terms shall be:
- a. Chairperson (one year);
  - b. Chairperson – Elect (one year);
  - c. Immediate Past Chairperson (one year);
  - d. Secretary (one year);
  - e. Treasurer (one year);
  - f. Two Legislative Committee Co-Chairs (each serving two year staggered terms);
  - g. Communications Committee Chair (one year);
  - h. Two CLE Committee Co-Chair (each serving two year staggered terms).
  - i. One to Three At Large Trustees (one year).
  - j. Any other committee chairs appointed by the Executive Committee.

Any of the committee positions can be co-chaired. In the event there are co-chairs, each co-chair shall have a vote.

- 6.3 The Chairperson-Elect, Secretary, Treasurer, Legislative Committee Chair, Communications Committee Chair, CLE Committee Chair and 1-3 At Large Trustees shall be elected each year, utilizing the procedure set forth in Article 8.0 hereof. The term of all positions for the Executive Committee shall begin October 1 and shall continue to the succeeding October 1 or thereafter until the appointment of a duly elected successor.

- 6.4 A majority of the Executive Committee present in person, by telephone or by written proxy shall constitute a quorum. Action of the Executive Committee shall be determined by a quorum. Every action must be approved by at least three

members of the Executive Committee present in person, by telephone, or by written proxy. Notice of any meeting may be waived by 100% of those entitled to notice, by written or email waiver thereof.

- 6.5 At the request of any two members, action between meetings of the Executive Committee may be taken by a majority of all members of the Executive Committee by email, informal telephone or written poll.
- 6.6 Special meetings of the Executive Committee may be called to amend these Bylaws upon ten (10) days written or email notice of such meeting mailed or emailed to the members thereof, said notice to specify the purpose of such special meeting and the proposed amendment, as set forth in Article 10 hereof. Written notice of such meeting may be waived by 100% of those entitled to notice, by written or emailed waiver thereof. All other meetings shall be as set by the Chairperson of the Section.
- 6.7 Any officer, committee member, subcommittee member, or chairperson of any committee may be removed by a majority vote of all members of the Executive Committee whenever it is judged that the best interest of the Section would be served thereby.
- 6.8 At Large Trustee. An At Large Trustee shall serve in an advisory capacity to the Section and shall assist the Executive Committee as follows:
  - (a) To promote the practice of Elder Law and in supporting the efforts of Section members to achieve the highest standards of competence, professionalism and ethics in their practices; and
  - (b) To assist the efforts of the Executive Committee as it works with the Legislature to enact and improve laws affecting the practice of elder law and our unique

constituency and to assist the Judiciary in the just administration of those laws.

## **7.0 Officers**

- 7.1 The Officers of the Section shall be the Chairperson, Chairperson-Elect, Immediate Past Chairperson, Secretary and Treasurer.
- 7.3 The Chairperson shall be the principal executive officer of the Section and, subject to the Executive Committee's control, shall supervise the affairs of the Section. The Chairperson shall preside at all meetings of the Section and the Executive Committee.
- 7.4 On expiration of the Chairperson's term, the Chairperson-Elect shall automatically become the Chairperson. The Chairperson-Elect shall perform such duties as shall be assigned to him or her by the Chairperson or by the Executive Committee. The Chairperson-Elect shall perform all of the duties of the Chairperson in the absence or inability to act of the Chairperson.
- 7.5 The Immediate Past Chairperson shall act as the Chair of the Nominating Committee.
- 7.6 The Secretary shall maintain minutes and records of all meetings of the Section and perform other duties as assigned by the Chairperson or Executive Committee.
- 7.7 The treasurer shall maintain financial records of all income and expenditures for the Section and perform other duties as assigned by the Chairperson. Additionally, the treasurer shall have the authority to approve expenditures of the Section for Section business in an amount not exceeding \$350.00 per expenditure. Any expenditure of Section funds as authorized by the treasurer hereunder shall be immediately reported to the Chairperson and Chairperson-Elect.

## **8.0 Elections and Appointments**

- 8.1 Annual elections shall be for the Chairperson-Elect, Secretary, Treasurer, Legislative Committee Co-Chairs, CLE Committee Co-Chairs, Communication Chair, 1-3 At Large Trustees, and any other Committee Chairs established by the Executive Committee. The Immediate Past Chairperson shall appoint a nominating committee not later than July 1 for the purpose of nominating interested qualified persons for the positions of Chairperson-Elect, Secretary, Treasurer, Legislative Committee Co-Chairs, Communications Committee Chair, CLE Committee Co-Chairs, and any other Committee Chairs established by the Executive Committee. The Chairperson for the upcoming year shall nominate one to three At Large Trustees.

The nominating committee may nominate more than one candidate for each position. Notice containing the names of nominees selected by the nominating committee shall be mailed or emailed to members of the Section not later than August 1 of each year. The notice shall include names of persons nominated, the positions to which they have been nominated, and a statement that members of the Section may nominate persons to serve in any of these elected officer positions by written nomination to the Chairperson of the nominating committee received not later than August 15.

To be accepted, nominations from members must include the name of the person nominated, the position for which he or she is nominated, and shall contain the written endorsement (by signature or letter) of three members of the Section.

If the nominating committee has nominated only one candidate for a particular position, and if no additional nominations are received for that position by the Chairperson of the nominating committee as provided above in this Section 8.1, the person nominated by the nominating committee shall be deemed elected.

If more than one person is nominated for a particular position, then a written ballot listing all of the candidates for the position shall be prepared and mailed or emailed to all members by the Section not later than September 1. Ballots mailed to members as set forth herein shall include a place for members to vote their choice of candidate next to the name of each candidate. The ballot form shall state that, for their ballot to be effective, it must be postmarked not later than September

15th, and shall be provided with the return address for mailing of completed ballots within the ballot itself. The members shall then vote by marking the ballot adjacent to the desired candidate's name, and returning the marked ballot not later than September 15. Those persons receiving the most votes for their respective positions shall be elected as the officers for the next fiscal year, beginning October 1.

8.2 Vacancy of any position on the Executive Committee shall be filled by a majority vote of all members of the Executive Committee for the unexpired portion of the term.

8.3 The Executive Committee shall determine the number and type of Section Committees and sub committees and shall appoint Chairpersons for all committees and sub committees.

## **9.0 Communications**

9.1 There shall be published, emailed and/or otherwise furnished to members of the Section and to other persons or organizations as the Executive Committee may determine, communications at such intervals as the Executive Committee shall determine.

9.2 The Section may prepare written materials, electronic communications and documents subject to approval by the Bar and/or the Continuing Education Committee of the Bar to further the objectives of the Section.

## **10.0 Amendment**

10.1 These bylaws may be amended by the following means: (1) At any annual meeting of the Section by a majority vote of the members of the Section present; or (2) At any regular or special meeting of the Executive Committee of the Section called for the purpose of amending the bylaws upon at least ten (10) days written or email notice to the members thereof, by a majority vote of all members of the Executive

Committee. No amendment of these bylaws will be effective until approved by the Board of Governors of the Washington State Bar Association.