

# WASHINGTON STATE B A R A S S O C I A T I O N

## REAL PROPERTY, PROBATE AND TRUST SECTION

### Bylaws

As approved by the Washington State Bar Association Board of Governors on October 28, 2005 and as amended on July 22, 2011, July 23, 2016, and July 27, 2017.

#### ARTICLE I IDENTIFICATION

1.1. Name and Creation. The section shall be named the Real Property, Probate and Trust Section (hereinafter referred to as the "Section"). The Section was established pursuant to the Bylaws of the Washington State Bar Association (hereinafter referred to as the "Bar").

1.2 Purpose. The purpose of the Section is to:

a. assist our members in achieving the highest standards of competence, professionalism, and ethics in their practices,

b. assist the Legislature in the enactment and improvement of the laws affecting real property, probate, trusts, and estates and to assist the Judiciary in the just administration of those laws,

c. support the Bar with regard to those matters which concern the practice of law in the areas of real property, probate, trusts and estates, and

d. otherwise serve our members by helping them realize their professional goals.

1.3 Limitations. These bylaws are subject to Bar Bylaws and policies, applicable Washington State statutes, and to court rules that apply to the Bar.

1.4 Principal Office. The principal office of the Section shall be maintained in the offices of the Bar.

1.5 Fiscal Year. The fiscal year of the Section shall coincide with that of the Bar.

1.6 Annual Report. The Section shall submit an annual report to the Executive Director of the Bar and such other reports as requested by the Board of Governors of the Bar.

ARTICLE II  
MEMBERSHIP

2.1 The Membership. Any Active member of the Bar in good standing may be enrolled as a voting member of the Section upon request and payment of applicable annual Section dues. Such persons shall constitute the voting membership of the Section.

2.2 Subscribers. Any law student or other person may be enrolled as a non-voting member ("subscriber") upon request and payment of applicable annual Section dues. Subscribers shall be entitled to receive the Newsletter of the Section and shall have access to materials and pages designated as "Members Pages" on the Section's web site, but subscribers have no right to vote.

2.3 Dues. Dues shall be paid annually in advance. Any person who shall fail to pay the annual dues shall cease to be a member or subscriber of the Section, as applicable. Dues, which shall be determined by the executive committee of the Section, and approved by the Bar Board of Governors, may differ for voting members and subscribers. The dues for law students shall be set according to the annual standard established by the Board of Governors for law student section memberships.

ARTICLE III  
MEETINGS OF THE MEMBERSHIP

3.1 Annual Meeting. The annual meeting of the Section shall be held in conjunction with the midyear meeting of the Section. The midyear meeting shall be held on a date and at a time and place designated by the executive committee. Notice shall be provided: (a) to the members of the Section, by publishing notice in the Section newsletter or mailing or emailing notice; and (b) to the public, by posting notice on the Section's or the Bar's website.

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

3.3 Special Meetings. Special meetings of the membership of the Section may be called upon seven days' prior written notice to the members by the Chair or Secretary/Treasurer at such time and place as such person may determine. Notice shall state the business to be transacted at the special meeting and shall be provided: (a) to the members of the Section, by publishing notice in the Section newsletter or mailing or emailing notice; and (b) to the public, by posting notice on the Section's or the Bar's website.

ARTICLE IV  
THE EXECUTIVE COMMITTEE

4.1 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 sponsoring, supporting or opposing legislation, sponsoring and co-sponsoring continuing legal education, approving the content of and publishing the Section newsletter, approving the content and maintenance the Section Web Site, and the development of proposed budgets and approval of expenditures consistent with the approved budget, 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 *ad hoc* committees of the Section.

4.2 Composition. The members of the executive committee and the length of their terms shall be:

- a. The Chair (one year);
- b. The Secretary/Treasurer, who shall also be the Chair-elect for purposes of succession (one year);
- c. At-Large members as follows:
  - 1. The Director and members of the Real Property Council (two years);
  - 2. The Director and members of the Probate and Trust Council (two years);
- d. The Immediate Past Chair (one year);
- e. The Newsletter Editor (non-voting *ex-officio*) (one year);
- f. The Assistant Newsletter Editor (non-voting *ex-officio*), who shall take minutes of all executive committee meetings and shall assist the Secretary/Treasurer to fulfill the administrative duties of the executive committee Secretary (one year);
- h. The Web Site Editor (non-voting *ex-officio*) (one year);
- h. The Assistant Web Site Editor (non-voting *ex-officio*) (one year);
- i. Emeritus member (non-voting *ex-officio*) (one year);
- k. Two Fellows for each of the councils (non-voting *ex officio*) (two years); and
- l. Young Lawyer Liaison (non-voting *ex-officio*) (two years)

Should the executive committee determine to abandon the Fellow program or in the event the program ends for any other reason, the position of fellow on the executive committee as set forth in

Section 4.2.k may not be filled in the future and the composition of the executive committee would be as set forth in this Section 4.2, with the exception of the Fellows as set forth in Section 4.2.k.

4.3 Election. Nominations and elections of the at-large members of the executive committee will be conducted electronically by the Bar, between March and May each year as set forth in Section 7.4.

4.4 Term. The term of each position on the executive committee shall begin on October 1.

4.5 Quorum; Controlling Vote. A majority of the voting members of the executive committee shall constitute a quorum. Once a quorum is established, action of the executive committee shall be based on a majority vote.

4.6 Meetings. The annual meeting of the executive committee shall be held in conjunction with the annual meeting of the Section. Special meetings may be held at the time and place designated by the Chair or a majority of the voting members of the executive committee.

## ARTICLE V COUNCILS

5.1 Real Property Council. There shall be a real property council comprised of a Director and four members. Additionally, *ex officio* members whose main area of practice relates to real property shall serve on the real property council.

5.2 Probate and Trust Council. There shall be a probate and trust council comprised of a Director and four members. Additionally, *ex officio* members whose main area of practice relates to probate and trust shall serve on the probate and trust council.

5.3 Purpose. The purpose of the councils shall be to further the interests of the Section within their particular areas of expertise, in coordination with the Chair and subject to control of the executive committee.

5.4 Staggered Terms; Terms of Fellows. The Directors of the councils shall serve two-year staggered terms, so that the first year of the real property council director's term is the second year of the probate and trust council director's term. On expiration of his or her term, a Director shall automatically become the Secretary/Treasurer. The members of each council shall serve two-year staggered terms so that two members of each council are elected each year. Similarly, the *ex officio* council members shall serve alternating terms so that, for instance, the editor of the newsletter serves on one council and the assistant editor serves on the other council. The fellows shall serve two-year terms, which shall not be staggered. Instead, two incoming fellows (one real property and one probate and trust) will be appointed by the Chair, with the advice and consent of the executive committee, each year so that in any given year there are always two real property fellows (one in Year 1 of his or her two-year term and one in Year 2 of his or her two-year term) and two probate and trust fellows (one in Year 1 of his or her two-year term and one in Year 2 of his or her two-year term).

ARTICLE VI  
OFFICERS

6.1 Officers. The officers of the Section shall be the Chair, Secretary/Treasurer, and the Directors of the Real Property Council and the Probate and Trust Council.

6.2 Removal. Any member of the executive committee may be removed by a two-thirds majority vote of the executive committee. Grounds for removal include, but are not limited to, regular absence from executive committee meetings and events, failure to perform duties, unprofessional or discourteous conduct or whenever, in the executive committee's judgment, the executive committee member is not acting in the best interest of the Section membership.

6.3 Chair. The Chair shall be the principal executive officer of the Section and, subject to the executive committee's control, shall supervise and control all the affairs of the Section. The Chair shall preside at all meetings of the Section and of the executive committee.

6.4 Secretary/Treasurer. The Secretary/Treasurer will be responsible for taking minutes at each meeting of the Section and executive committee, and provide approved minutes to the Bar for publication and record retention. The responsibility for minute taking as submission may be delegated to the Newsletter Assistant Editor. The Secretary/Treasurer will work with the Bar to ensure that the Section complies with Bar fiscal policies and procedures, work with the Bar to prepare the Section's annual budget, and review the Section's monthly financial statements for accuracy and comparison to budget. On expiration of his or her term, the Secretary/Treasurer shall automatically become the Chair. The Secretary/Treasurer shall perform such duties as shall be assigned to him or her by the Chair or by the executive committee. The Secretary/Treasurer shall perform all of the duties of the Chair in the event that the Chair is absent or unable to act.

6.5 Council Directors. The directors of the councils shall be responsible for administering the activities of their respective councils, subject to control of the executive committee.

ARTICLE VII  
ELECTIONS AND APPOINTMENTS

7.1 Chair. If for any reason the office of Secretary/Treasurer shall be vacant prior to an annual election of the members of the Section, the Chair shall be elected by the membership of the Section at such annual election.

7.2 Nominating Committee. A nominating committee consisting of the three immediate past Chairs (or if not available, such other past Chairs or members of the Section as may be appointed by the Chair, including one member who is not a current executive committee member) shall review nominated persons and shall provide its recommendations to the Chair for each of the positions on the executive committee to be elected at the annual election (i.e., the director of one of the councils and two members of each of the councils). The Chair shall confirm the nominating committee by January 1 of each year.

7.3 Nominations to Executive Committee. Notice of the request for nominations from the membership of the Section for the upcoming open positions on the executive committee shall be posted

on the Section website no less than one hundred and twenty (120) days prior to the scheduled election. The notice shall state the following requirements for nominations from the membership: (a) nominations must be received by the identified member of the nominating committee no less than ninety (90) days prior to the scheduled election (and such year's deadline date shall be contained in the published notice); (b) the nomination must be endorsed by three (3) members of the Section and must state the name and Bar number of the nominee and the position for which he or she is being nominated; (c) the nominee must be a member of the Section; and (d) the nomination must contain a brief written statement of the nominee's qualifications for the position. The executive committee and nominating committee may nominate individuals, and these nominations must also conform to the requirements of (a) through (d) above. Within thirty (30) days following close of the nominations period, the nominating committee shall forward the names of the nominees complying with the foregoing process along with any additional nominees identified by the nominating committee to the Chair. The names of all nominees shall be posted on the Section website at least thirty (30) days prior to the annual election of the Section.

7.4 Voting. In May of each year, the Bar will administer the elections by electronic means and certify the results, unless the Section develops its own equivalent electronic election process. In the event of a tie, the winner will be determined by coin toss conducted by the Chair at the immediately following executive committee meeting.

7.5 Standing Committees and Task Forces. The Section shall have the following standing committees, the members of which shall be filled by appointment by the Chair with the consent of the executive committee: the Real Property Continuing Legal Education Committee, the Probate & Trust Continuing Legal Education Committee, the Real Property Legislative Committee, the Probate & Trust Legislative Committee, the Probate & Trust Litigation Committee, and the Newsletter Editorial Board. The Section may create additional standing committees and/or task forces as the executive committee may deem appropriate.

7.6 Appointments. Additional executive committee committees and task forces, as constituted from time to time by the executive committee, shall be filled by appointment of the Chair with the advice and consent of the executive committee.

7.7 Vacancy. The executive committee will appoint, by majority vote, members to fill vacancies on the executive committee occurring during a committee member's unexpired term. When a member is appointed to fill a vacancy in an unexpired term, the member will do so until the next annual election when an individual will be elected to serve the remainder of the vacated term.

ARTICLE VIII  
PUBLICATIONS AND WEB SITE

8.1 Newsletter. The Section shall publish and furnish to members of the Section, and to such other persons or organizations as the executive committee may determine, a newsletter published in such manner, at such intervals, and in such format as the executive committee shall determine.

8.2 Web Site. The executive committee may create, maintain, and furnish one or more web sites to the members of the Section, and to such persons or organizations as the executive committee may determine, subject to Bar approval.

8.3 Other Publications. The Section may publish a series of programs or other written material subject to approval by the Bar and/or the continuing legal education committee to further the objectives of the Section.

ARTICLE IX  
EX-OFFICIO MEMBERS

9.1 Newsletter Editor. The Chair, with the advice and consent of the executive committee, shall appoint annually an editor of the newsletter who shall be a non-voting *ex-officio* member of the executive committee during his or her tenure as editor.

9.2 Assistant Newsletter Editor. The Chair, with the advice and consent of the executive committee, shall appoint annually an assistant editor of the newsletter, who shall be a non-voting *ex-officio* member of the executive committee during his or her tenure as assistant editor. If requested by the Secretary/Treasurer, he or she shall assist the Secretary/Treasurer in keeping minutes of the proceedings of the annual membership meeting and all meetings of the executive committee, and shall submit drafts thereof to the Chair for his or her approval, prior to dissemination to the executive committee for approval, and then to the Bar.

9.3 Web Site Editor. The Chair, with the advice and consent of the executive committee, shall annually appoint an editor of the web site, who shall be a non-voting *ex officio* member of the executive committee during his or her tenure as editor.

9.4 Assistant Web Site Editor. The Chair, with advice and consent of the executive committee, shall appoint annually an assistant editor of the web site, who shall be a non-voting *ex officio* member of the executive committee during his or her tenure as assistant editor.

9.5 Emeritus Member. The Chair, with the advice and consent of the executive committee shall appoint an emeritus member to be chosen from the list of past Chairs of the Section, who shall be a non-voting *ex officio* member of the executive committee during his or her tenure.

9.6 Fellows. A "Fellow" is defined as a non-voting member of the Section executive committee who is a new and/or young lawyer as defined by the Bar. Each year, the executive committee, shall

appoint two Fellows, who shall be non-voting *ex officio* members of the executive committee during their tenure.

9.7 Service on Councils. Each *ex officio* member of the executive committee shall serve on the council that corresponds with his or her area of law practice.

ARTICLE X  
LEGISLATION AND COURT RULE COMMENT POLICY

The Bar has adopted a Legislation and Court Rule Comment Policy. Thus, the Section will not take a position unless that position is the opinion and position of at least 75% of the voting members of the Council to whom the legislation or court rule proposal has been referred for comment. The other Council of this Section will be deemed to unanimously support the recommendation of the commenting Council unless the Director or his or her designee of the non-commenting Council voices an objection to the Director of the commenting Council within 24 hours of receipt of the proposal by the non-commenting Council Director or his or her designee. Absent such objection, the position of the Council to whom the proposal has been referred shall be the position of the Section.

ARTICLE XI  
AMENDMENT

These bylaws may be amended at any annual meeting of the Section by a majority vote of the voting members of the Section present. These bylaws may be amended at any regular or special meeting of the executive committee of the Section called for the purpose of amending the bylaws and upon seven days written public notice, by a majority vote of the voting members of the executive committee present, once a quorum is established. No amendment to these bylaws shall become effective until approved by the Board of Governors of the Bar.

ARTICLE XII  
EFFECTIVE DATE

These bylaws shall be effective on October 1, 2017.

Adopted by the Section executive committee: September 17, 2005.

Approved by the Bar Board of Governors: October 28, 2005.

Amendments approved by the Bar Board of Governors: July 22, 2011.

Amendments approved by the Bar Board of Governors: July 23, 2016.

Amendments approved by the Bar Board of Governors: July 27, 2017.