

S T A T E   B A R   O F   G E O R G I A

SECTION  
OF  
FIDUCIARY LAW

AMENDED AND RESTATED BYLAWS

ARTICLE I

PURPOSE AND FUNCTIONS

Section 1. The purpose of this Section shall be to promote the objects of the State Bar of Georgia within the field of fiduciary law, including the law as applicable within the State of Georgia with respect to wills, trusts, guardian and ward, descent and distribution, administration of estates, probate, estate and fiduciary tax planning, retirement planning, elder law, Medicare and Medicaid planning, health care decision-making, charitable gifting, trust companies, trust or other fiduciary powers of corporate entities, and related subjects; to sponsor actively the continuing education of the bar in this field; to promote cooperation with other professional and business groups engaged in related activities; and to study, review, or initiate proposed legislation or administrative policy for the improvement of the law in this field and make appropriate recommendations thereon to the State Bar of Georgia; all in conformity with the statutes, orders, by-laws, or other rules, regulations, or established policies governing the State Bar of Georgia.

Section 2. The Section from time to time may make appropriate recommendations to the Board of Governors of the State Bar of Georgia with respect to legislation or policy of public officials in the administration of law. Otherwise, the Section, its Executive Committee or its officers shall propose, sponsor, endorse, approve, or act with respect to legislation or policy of public officials in the administration of law only as and when authorized or directed by the Board of Governors of the State Bar of Georgia.

Section 3. Any activity of the Section or any committee or officer thereof with respect to continuing education shall be coordinated with the Committee of Continuing Education of the State Bar of Georgia.

the members of the Section present favoring the election of a designated member to an office. Voting shall be viva-voce and the nominee for an office with the lowest number of votes in any ballot shall be dropped from consideration on the next succeeding ballot, provided that any annual meeting, by majority vote of the members of the Section present, may require written secret ballots or otherwise modify the procedures governing any election.

## ARTICLE VI

### FINANCES

Section 1. Funds of the Section shall be deposited in the treasury of the State Bar of Georgia and shall be disbursed by the Treasurer of the State Bar of Georgia to pay bills of the Section which have been approved for payment by any officer of the Section.

Section 2. Funds of the Section shall be expended for such purposes related to the activities of the Section as from time to time shall be authorized by the Executive Committee of the Section.

Section 3. Officers and members of the Section shall not be compensated for services thereto.

Section 4. A financial report of the funds of the Section shall be rendered at each annual meeting thereof.

## ARTICLE VII

### EFFECTIVE DATE AND AMENDMENT

Section 1. These Amended and Restated Bylaws, which amend and restate those certain Section Bylaws which were originally adopted in 1964 and amended on December 12, 1969, and December 6, 1979, shall become effective upon approval by the Board of Governors of the State Bar of Georgia.

Section 2. These Bylaws may be amended by a majority vote of the members of the Section present at any properly called meeting at which a quorum is present and subsequent approval thereof by the Board of Governors of the State Bar of Georgia.

Approved at Annual Meeting, January 10, 1992

ARTICLE II  
MEMBERSHIP AND DUES

Section 1. Each member of this Section shall be a member in good standing of the State Bar of Georgia. Any member of the State Bar, upon request and payment of Section dues for the current year, shall be enrolled as a member of this Section. Thereafter, such dues shall be paid in advance each year at the time of payment of dues to the State Bar. Members so enrolled and whose dues are so paid shall constitute the membership of this Section. Any member whose annual dues shall be more than six (6) months past due thereupon shall cease to be a member and shall be dropped from the rolls of the Section, subject to reinstatement at any time upon the payment of dues for the current year.

Section 2. The annual dues payable by each member of this Section shall be established from time to time by the Executive Committee of the Section with the approval of the Board of Governors of the State Bar of Georgia.

ARTICLE III

OFFICERS

Section 1. The officers of the Section shall be a Chairman, a Vice-Chairman and a Secretary, all of whom shall be members of the Section in good standing.

Section 2. Officers of the Section shall be elected at the annual meeting of the Section, which shall be held each year at or about the time, but prior to the scheduled closing, of each Midyear Meeting of the State Bar of Georgia. The terms of each officer, however, shall begin at the close of the annual meeting of the State Bar of Georgia and end at the close of the next succeeding annual meeting of the State Bar of Georgia and until his or her successor shall have been elected and qualified. If a vacancy shall arise in the office of Chairman, the Vice-Chairman shall become Chairman for the unexpired term. If a vacancy shall arise in the office of Vice-Chairman, the Secretary shall become Vice-Chairman for the unexpired term. If a vacancy shall arise in the office of Secretary, the Chairman shall appoint a successor for the unexpired term.

Section 3. The Chairman shall preside at all meetings of the Section; shall appoint appropriate committees of the

of Georgia and in the immediate vicinity of the same place; the date, time and meeting room shall be fixed by the Chairman.

Section 2. A special meeting of the Section may be called by the Chairman to be convened at such time and place and with such program and order of business as may be fixed by the Chairman.

Section 3. Ten (10) members of the Section present at any meeting shall constitute a quorum for the transaction of business.

Section 4. All action of the Section shall be by a majority vote of the members of the Section present at any properly called meeting at which a quorum is present.

Section 5. At least ten (10) days written notice of the time and place of each meeting of the Section shall be given by mailing the same to each member of the Section on the rolls of the Section in the office of the State Bar of Georgia at the member's address as the same appears in said office. However, it shall not be required that any such notice be by a specifically separate mailing; the same may be included in other written or printed material which is being distributed by mail to all of the members of the State Bar of Georgia or to any part thereof which is inclusive of all of the members of the Section.

## ARTICLE V

### ELECTIONS

Section 1. Prior to each annual meeting of the Section, the Chairman shall appoint not less than three (3) members of the Section to a Nominating Committee which shall nominate one or more members of the Section as qualified to hold each of the offices of the Section for the ensuing terms of office. The report of the Nominating Committee shall be made to the annual meeting; thereafter, and prior to the election of officers, any member of the Section present at the annual meeting may nominate any other member of the Section for election to any of the offices.

Section 2. The names of all members of the Section nominated for each office either by the Nominating Committee or from the floor shall be submitted to the annual meeting and ballots shall be cast until there shall be a majority of

Section to serve during his or her term as Chairman; shall plan and supervise the program of the Section at its annual meeting; shall represent the Section in all matters, subject to any policies, directives, or limitations established by the Section or the Executive Committee; and perform all executive and administrative duties necessary or proper to the organization and functioning of the Section, including any duty as from time to time may be prescribed by the Section or its Executive Committee or by the State Bar of Georgia.

Section 4. The Vice-Chairman shall assist the Chairman; in the absence or disability of the Chairman, shall perform the duties of the Chairman; and perform such other duties as may be prescribed by the Section, its Executive Committee or the Chairman. The Vice-Chairman shall generally succeed to the office of Chairman, upon election by the Section, at the conclusion of his or her term as Vice-Chairman.

Section 5. The Secretary shall keep minutes of all meetings of the Section, maintain the permanent records, give notices of meetings, and perform such other duties as may be prescribed by the Section, its Executive Committee or the Chairman. The Secretary shall generally succeed to the office of Vice-Chairman, upon election by the Section, at the conclusion of his or her term as Secretary.

Section 6. The Chairman of the Fiduciary Law Section shall appoint an Executive Committee, consisting of the current three Section officers (viz. Chairman, Vice-Chairman and Secretary), the immediate past Chairman and such other members as may be selected in the discretion of the Section Chairman. The Section Chairman shall also appoint such Committee Chairmen and Co-Chairmen within the Section as the Chairman in his or her sole discretion deems appropriate. Such appointments shall generally be for a one-year term.

The Executive Committee shall have authority to conduct business of the Section between meetings of the Section.

#### ARTICLE IV

##### MEETINGS OF THE SECTION

Section 1. An annual meeting of the Section shall be held each year at or about the time, but prior to the scheduled closing, of each Midyear Meeting of the State Bar