

# KBA SENIOR LAWYERS SECTION BY-LAWS

## ARTICLE I

### NAME AND PURPOSE

#### Section 1. Name

The organization shall be known as the Senior Lawyers Section (Section) of the Kentucky Bar Association (KBA).

#### Section 2. Purpose

The purpose of this Section shall be as follows:

- A. To promote the interests of the KBA and the Senior Lawyers of Kentucky.
- B. To promote attendance and provide assistance at the Memorial Service held in conjunction with the annual KBA Convention.
- C. To provide a forum for Senior Lawyers to raise issues pertinent to their circumstances and to take appropriate action.

## ARTICLE II

### MEMBERSHIP AND VOTING

#### Section 1. Membership

Membership is open to all members age 55 or older. A membership fee shall be assessed annually to those members of the KBA who wish to be members of the Section. Dues shall be \$10.00 per annum. Any increase or decrease shall be subject to approval by a majority vote of the Section members present and voting at the Annual Meeting. Dues shall be due and payable with the KBA dues.

#### Section 2. Voting

Only dues-paying members of the KBA and the Section shall be eligible to vote and hold office in the Section. Unless otherwise provided in these Articles, any and all official action taken by the Section at the Annual Meeting shall be by a majority of those members present and voting.

## ARTICLE III

### OFFICERS AND COMMITTEES

## Section 1. Officers

A. The officers of the Section shall be the Chair, Chair-Elect, and the Vice-Chair. They shall be elected at the annual meeting from and by the Section membership present and voting during the KBA Annual Meeting and shall qualify by acceptance. All officers must be active dues-paying members of the KBA and the Section.

### B. Duties of Officers:

(1) Chair The Chair shall preside at all Section meetings, shall perform such other duties assigned by the membership, and shall prepare and file an annual report in compliance with the requirements of the By-Laws of the KBA.

(2) Chair-Elect The Chair-Elect shall serve as administrative assistant to the Chair, perform the duties assigned by the membership or the Chair, endeavor to become thoroughly familiar with the duties of the Chair, and perform the Chair's duties in the Chair's absence or disability.

(3) Vice-Chair The Vice-Chair shall serve as secretary of the Section and shall issue notice of all Section meetings and shall keep a record of the proceedings.

### C. Terms of Officers

(1) Insofar as feasible there shall be a 3-step succession of officers – that is, after each annual meeting, the Chair-Elect shall become the Chair, the Vice-Chair shall become the Chair-Elect, and a new Vice-Chair will be elected to perpetuate the succession pattern. If the Section fails to fill the required offices at the annual meeting, the Board of Governors, following a petition from the Section, may appoint an interim officer to fill the term. If a vacancy occurs after an officer has taken office, the next officer in line may elect to move upward; otherwise, the serving Chair may appoint a member to fill out the term.

(2) The officers shall serve for a term of one year beginning with the adjournment of the annual meeting of the membership at which they are elected and ending with the adjournment of the next annual meeting, or thereafter until their successors shall have been elected and qualified.

## Section 3. Standing Committees

These shall be the standing committees:

A. Nominating Committee The Nominating Committee for each subsequent year shall be appointed at least three months prior to the annual Meeting of the membership. In making such appointments the Chair shall consider the qualifications, size and type of practice, and the diversity of geographical location of each appointee. The Committee shall consist of the Chair and two other Section members. The Committee shall receive and consider suggestions for persons to serve as Section officers and shall report a slate of nominees to the Section for election at the Section business meeting at the KBA Annual Meeting. The Committee may nominate more than one person for each office, and Section members may nominate additional members, including themselves, during the business meeting.

B. Planning Committee The Planning Committee shall consist of the Section Chair, Chair-Elect, and Vice Chair. They shall communicate with one another throughout their year in office on matters, including by not limited to, Section meetings, programs, newsletters, and finances.

## ARTICLE IV

### MEETINGS

#### Section 1. Meetings

A. An annual Section meeting shall be held during the KBA Annual Convention. Members may participate in the annual meeting without attending the Convention.

B. Special Section meetings may be called by the Chair, by two-thirds vote of the Officers, or by the Vice-Chair upon written request of not less than 10 members of the Section. The time, place, and purpose of the special meetings shall be announced at least 10 days in advance, either by publication in the Kentucky Bench & Bar or by notice to the membership via first class mail or electronic mail. All special meetings shall be held within the Commonwealth of Kentucky.

C. At all meetings the members of the Section who are present (but not less than three) shall constitute a quorum for the purpose of transacting business. The latest edition of Robert's Rules of Order shall govern the meetings.

## ARTICLE V

### AMENDMENTS

#### Section 1. Amendments

These by-laws may be amended at an Annual Section Meeting by a two-thirds (2/3) vote of the Section members in attendance and voting, provided that notice of the substance of the proposed amendment(s) shall have been published either with notice of the meeting in the Kentucky Bench & Bar or sent to all Section members with notice of the meeting via first class or electronic mail.

Alternatively, these by-laws may be amended by a two-thirds (2/3) vote of the Section members (but not less than 25 members) by electronic vote, provided that notice of the substance of the proposed amendments shall have been delivered to Section members via first class or electronic mail at least thirty (30) days prior to the voting.

The timing, security and manner of electronic voting shall be determined for each vote by the Officers in consultation with the KBA Executive Director.