

By-Laws of the
SECTION OF ELDER LAW
of the Maryland State Bar Association, Inc.
As of 1/11/2010

ARTICLE I

Name, Purpose and Powers

SECTION 1. This Section shall be known as the Section of Elder Law (the "Section").

SECTION 2. The purposes of the Section are:

- A. To bring together members of the Maryland State Bar Association interested in Elder Law;
- B. To promote the continuing legal education of the bar in Elder Law;
- C. To sponsor Elder Law publications for the benefit of the bar and the public;
- D. To work on a cooperative basis to improve the law and promote the interest of the public and the members of the bar in Elder Law; and
- E. To promote the delivery of free or reduced fee legal services to low income elderly.

SECTION 3. Subject to the provisions of the constitution and by-laws of the Maryland State Bar Association, the Section shall have all powers necessary and advisable to carry out the purposes mentioned above, or necessary and advisable with respect to the internal operation of the Section itself.

ARTICLE II

Membership and Dues

SECTION 1. All members of the Section shall be members of the Maryland State Bar Association and shall pay, in addition, to their annual dues for membership in the Association, annual Section dues in such amounts and at such time as shall be determined by the Section Council, with approval of the Board of Governors.

SECTION 2. Procedures and policies governing the collection, deposit, and expenditure of Section dues, including termination of Section membership for non-payment, shall be as prescribed by the Board of Governors.

ARTICLE III

Officers and Council

SECTION 1. The officers of the Section shall consist of a Chair, Vice-Chair, Secretary and Treasurer who shall be Section Members.

SECTION 2. Section 2. There shall be a Section Council ("the Council") of twenty-three (23) members, consisting of the Officers, the Immediate Retiring Chair, the Principal Counsel to the Maryland Department of Aging serving *ex officio*, and seventeen (17) other Section Council Members At Large.

SECTION 3. The Section Council Members At Large shall be divided into two (2) classes, as nearly equal in number as possible, with the term of office of the first class to expire at the 1995 Annual Meeting of the Section and the term of office of the second class to expire at the 1996 Annual Meeting of the Section. At each Annual Meeting of the Section beginning in 1995, successors to the class of Section Council Members At Large whose term expires at that annual meeting shall be elected for a term of two (2) years.

SECTION 4. The Officers shall be nominated and elected at each Annual Meeting of the Section, to hold office for the term beginning upon the adjournment of the Annual Meeting at which they shall have been elected and ending upon the adjournment of the next succeeding Annual Meeting of the Section or when their successors shall have been elected and qualified.

SECTION 5. No Section Council Member At Large shall be eligible for re-election to the Council if the member has served without interruption for two (2) consecutive terms preceding the term for which the election is held. Officers may be elected without regard to this prohibition.

ARTICLE IV

Duties and Powers of Officers

SECTION 1. Chair. The Chair shall preside at all meetings of the Section and of the Council. The Chair shall supervise all activities of the Section, and shall appoint all committees and shall keep the Council informed on all Section activities for which the Chair shall be responsible. The Chair shall be present at each Annual Meeting of the Maryland State Bar Association to report on the work of the Section for the then closing year. The Chair shall perform such other duties as usually pertain to the office or as may be designed by the Council.

SECTION 2. Vice-Chair. The Vice-Chair shall preside at all meetings of the Section and of the Council, in the absence of the Chair. The Vice-Chair shall assist the Chair in the performance of all duties and shall perform such other duties as usually pertain to the office or as may be designated by the Council or the Chair. In case of the death, resignation or disability of the Chair, the Vice-Chair shall perform the duties of the Chair for the remainder to the Chair's term or disability, as the case may be.

SECTION 3. Secretary. The Secretary shall keep a true record of the proceedings of all meetings of the Council and of the Section. The Secretary further shall perform such other duties as may reasonable be requested by the Chair of the Section or as may be prescribed by the Council and, in connection with the Chair, shall draft an appropriate report of Section activities for publication in the Annual Report of the Maryland State Bar Association.

SECTION 4. Treasurer. The Treasurer shall maintain accounts and prepare the annual budget for the Section. The Treasurer further shall perform such other duties as may be reasonably be requested by the Chair of the Section or as may be prescribed by the Council, and shall prepare a quarterly financial statement to present to the Council.

ARTICLE V

Duties and Powers of Council

SECTION 1. The Council shall have general supervision and control of the affairs of the Section subject to the provisions of the Constitution and By-Laws of the Maryland State Bar Association and the By-Laws of

this Section. During the interval between the meetings of the Section, the Council shall have full authority to act for the Section in any way in which the Section itself would be authorized to act, and any such action taken by the Council pursuant to this provision shall be reported to the members of the Section at or before the next Annual Meeting of the Section.

SECTION 2. The Council shall meet at or about the time and at the place of each Annual Meeting of the Maryland State Bar Association and may meet in regular session at any other time or place as may be scheduled by the Chair. Special sessions may be called by the Chair and shall be called by the Chair at the request of four (4) members of the Council.

SECTION 3. The Council may authorize the Chair to appoint committees, not limited to Council members, to perform such duties and exercise such powers as the Council may direct.

SECTION 4. Except as otherwise provided in these By-Laws, the Council, during the interim between Annual Meetings of the Section, shall fill vacancies in its own membership and in Section offices. Members and officers so selected shall serve until the adjournment of the next Annual Meeting of the Section or until their successors shall have been elected.

SECTION 5. Seven (7) members of the Section Council shall constitute a quorum for conducting business. Action shall be taken by majority vote of those Council members present.

SECTION 6. Proxy voting shall not be permitted.

SECTION 7. Any member of the Council who shall be absent without excuse from three (3) consecutive regular meetings of the Council shall be deemed to have resigned and the vacancy created shall be filled by the Council.

ARTICLE VI

Standing Committees

SECTION 1. The Standing Committee of the Section shall be the Budget Committee.

SECTION 2. The Budget Committee of the Section shall be responsible for preparing the annual budget for the Section. The Treasurer shall be the Chair of the Budget Committee and the Vice-Chair of the Section shall be a member.

SECTION 3. Meetings of the Committee shall be held at such times and places as the Committee may decide.

SECTION 4. The Chair of the Budget Committee shall submit an annual written report of Committee activities during the preceding year to the Council and submit such other reports as the Chair of the Section may from time to time require.

ARTICLE VII

Nomination and Election of Officers and Council Members

SECTION 1. A Nominating Committee of not fewer than three (3) nor more than five (5) persons shall be

appointed by the Chair with the approval of the Council at least sixty (60) days before the Annual Meeting of the Maryland State Bar Association each year. It shall be the duty of the Nominating Committee to receive and consider suggestions for nominations of qualified persons to serve as officers and members of the Council and to recommend nominees to the Section. The names of all nominees shall be transmitted by mail to the Section membership at least thirty (30) days before the Annual Meeting of the Section. By petition of any five (5) members of the Section, additional nominations may be made and submitted to the Nominating Committee at least five (5) days before such meeting. If additional nominations are made, the majority of all votes cast shall determine the election of each contested position. If no additional nominations are made, the slate of the Nominating Committee, or so much thereof as may be unopposed, shall stand elected.

ARTICLE VIII *Succession of Officers*

SECTION 1. At the end of his or her term of office, the Chair as the Immediate Retiring Chair, shall become, ex-officio, a member of the Council for a term of one year.

SECTION 2. At the end of his or her term of office, the Vice-Chair, if still in office, automatically shall succeed to the office of Chair for the term of one year, any other provisions of these bylaws to the Contrary notwithstanding.

SECTION 3. Vacancies occurring in any office or membership on the Council shall be filled by the Council for the balance of the unexpired term.

ARTICLE IX *Meetings of the Section*

SECTION 1. The annual Meeting of the Section shall be held on one or more sessions at or about the time of the Annual Meeting of the Maryland State Bar Association in the same place that such meeting is held, with such program and order of business as may be arranged by the Chair with the approval of the Council. Other regular meetings of the Section may be called by the Chair upon approval of the Council, at such time and place as the Chair may determine.

SECTION 2. Special meetings of the Section may be called by the Chair upon approval of the Council, at such time and place as the Chair and Council may determine, to consider only that business published in the announcement of the Special meeting.

SECTION 3. Except as otherwise provided, the members of the Section present at any Section Meeting shall constitute a quorum for the transaction of business.

SECTION 4. Except as otherwise provided, all binding action of the Section shall be by a majority vote of the members present.

ARTICLE X *Miscellaneous Provisions*

SECTION 1. The Fiscal Year of the Section shall be the same as that of the Maryland State Bar Association.

SECTION 2. All bills incurred by the Section, or by any of its officers, before being paid shall be cleared with the Treasurer, notwithstanding the expenditure may have been authorized by the Council.

SECTION 3. No salary or compensation may be paid to any member of the Section.

SECTION 4. All printing for the Section, the Council, or any Committee shall be done only on authorization of the Council.

ARTICLE XI

Amendments

These By-Laws may be amended at any meeting of the Council by a vote of at least thirteen (13) members thereof or at any Annual Meeting of the Section by two-thirds of the members there present.

ARTICLE XII

Effective Date

These By-Laws shall become effective immediately upon their approval by the Board of Governors of the Maryland State Bar Association.