

**Trust and Estate Section of the Colorado Bar Association Bylaws**  
*Amended June 2018*

**ARTICLE I**  
**Name and Purpose**

**Section 1.** The Section shall be known as the Trust and Estate Section of the Colorado Bar Association (sometimes referred to as “Association”).

**Section 2.** The purposes of this Section shall be to promote the objects of the Colorado Bar Association within the field of trust and estate law and, to that end, promote an interest in trust and estate law among the members of the Bar and other citizens of Colorado, to foster and recommend legislation in this field in the furtherance of public interests and generally to serve the members of the Bar who are interested in trust and estate law.

**ARTICLE II**  
**Membership**

**Section 1.** Each member of the Section shall pay to the Colorado Bar Association annual dues of One Dollar or such larger sum consistent with the policies of the Colorado Bar Association as may be fixed by the Section at any meeting thereof or as may be fixed by the Council of the Section. Any member or Associate Member of the Colorado Bar Association, upon request to the Executive Secretary of the Association and upon payment of dues for the current year, shall be enrolled as a member of this Section. Any member of the Section whose annual dues shall be more than six months past due may be dropped from the rolls of the Section.

**Section 2.** Associate members of the Colorado Bar Association who are members of the Section, but who are not licensed to practice law in the State of Colorado, shall be entitled to attend all meetings of the full Section, including Council and Section committee meetings, and shall receive all Section materials and benefits available to Section members. Further, such associate members shall be entitled to serve on special committees of the Section and to fully participate in, and vote at, such committee meetings and activities; provided, however, that such Associate members shall neither serve as an officer or Council member of the Section nor vote at Section meetings.

**ARTICLE III**  
**Council**

**Section 1.** The Council of this Section shall consist of the Chair, Vice Chair, Secretary/Treasurer, six Council members, and the Chair of the Section for the preceding year with each of these individuals having one vote. An individual may only serve in one of these positions at a time. The Council shall have general supervision and control of the affairs of the Section, subject to the Constitution and Bylaws of the Colorado Bar Association and the Bylaws of this Section. It shall authorize all commitments or contracts which shall entail the payment of money and shall, by the adoption of a budget or otherwise, authorize the expenditure of all moneys appropriated for the use or benefit of the Section. It shall not, however, authorize commitments or contracts which entail the payment of money during any fiscal year in excess of the amount which shall have been previously appropriated to the Section for that year.

**Section 2.** The Council may authorize the Chair to appoint special committees from Section members to perform such duties and exercise such powers as the Council may direct, subject to the limitations of these Bylaws.

**Section 3.** Each year three members of the Council shall be elected at the annual meeting of the Section for terms of two years, such terms commencing on July 1 of the year of such meeting.

**Section 4.** If any member of the Council shall fail to attend two successive meetings of the Council, then the remaining members of the Council shall have the right to vote to remove such member from office, but such a vote is not required for that member to remain in office.

**Section 5.** The Council, during the interim between annual meetings of the Section, may fill vacancies in its membership or in the offices of the Section; provided, however, the office of Chair shall be filled automatically by the Vice Chair.

**Section 6.** A majority of the Council members and officers shall constitute a quorum for the transaction of business of the Council at a meeting, held in person or electronically. The Council, however, may act by the submission to the Council members in writing of proposed action, and on any such submission, the Council may act only by the majority agreement of the whole Council (whether present or not). Meetings of the Council may be called by the Chair on such reasonable notice as circumstances permit.

#### **ARTICLE IV Officers, Liaisons and Representatives**

**Section 1.** The voting officers of Council shall be the immediate Past Chair, Chair, Vice Chair and Secretary/Treasurer, who shall be nominated and elected at the annual meeting of the Section. Each officer shall serve for a term commencing on July 1 of the year of his or her election and ending on June 30 of the year subsequent to such election or until his or her successor shall have been elected and qualified.

**Section 2.** Vacancies in the offices of the Section shall be filled for the unexpired term by the Council as hereinafter provided.

**Section 3.** The Chair shall preside at all meetings of the Section and of the Council. The chair shall perform such other duties as usually pertain to the office of the Chair.

**Section 4.** Upon the death, resignation, or during the disability of the Chair, or upon his or her refusal to act, the Vice Chair shall perform the duties of the Chair. The Vice Chair shall coordinate all continuing legal education programs and the Section retreat and perform such other duties as may be assigned by the Council or the Chair.

**Section 5.** The Secretary/Treasurer shall be the custodian of all books, papers and other property of the Section except money. The Secretary/Treasurer shall be the fiscal officer of the Section and shall keep an accurate record of all moneys appropriated to and expended for the use of the Section. The Secretary/Treasurer shall keep a true record of the proceedings of all meetings of the Section and the Council. The Secretary/Treasurer shall perform such other duties as usually pertain to that office or may be assigned by the Council or by the Chair.

**Section 6.** Prior to January 15th of each year, the Chair shall appoint a nominating committee consisting of the Chair, the Vice-Chair, the Secretary/Treasurer, the most recent Past Chair, and three other Section members (the “Nominating Committee”). In making selections for the Nominating Committee, the Chair shall consider the inclusion of a young lawyer (age 37 or less or less than five years in the practice of trust and estate law) and an individual from outside the Denver metro area, if possible.

**Section 7.** The Nominating Committee shall make a call for nominations to the Section membership, which shall include the criteria for nominees for the offices of Chair, Vice Chair, Secretary/Treasurer, and the Council members whose terms will expire on June 30 of the year of the annual meeting. The deadline for nominations is March 15th of each year. The Nominating Committee shall send a proposed slate to the Section membership for consideration no later than April 1st of each year. Any group of at least 25 Section members may propose an alternate slate for consideration by the Section by delivering the alternate slate, along with the signatures of at least 25 Section members, to the Chair no later than April 15th. The Section’s annual meeting shall be held on the third Thursday of May each year to approve the proposed slate or if necessary, to choose between the proposed slate and an alternate slate. The Chair shall announce the results no later than May 31st.

**Section 8.** When selecting individuals for the proposed slate, the Nominating Committee shall consider recognized diversity criteria; including ethnicity, age, gender, sexual orientation, area of practice, firm size, years in practice, and geographic location. The Nominating Committee shall also consider the need to preserve institutional knowledge, number of persons per law firm, and prior Section involvement.

**Section 9.** The Secretary/Treasurer shall cause a notice of the Annual Meeting of the Section to be given to the members of the Section no less than 21 days nor more than 63 days prior to the annual meeting. The notice shall contain a summary of any proposed Bylaw changes recommended by the Council, the proposed slate and any qualifying alternate slates. The notice may be given by mail or email. All elections shall be by voice vote unless otherwise ordered by resolution adopted by the Section at the annual meeting at which the election is held.

**Section 10.** The Nominating Committee shall also make recommendations to Council for the following positions: Communications Representative; Young Lawyers Representative; Legislative Liaison; and Board of Governors Representative. Each of these positions shall have a one-year term commencing on July 1 of the year of the appointment and ending on June 30 of the year subsequent to such appointment. Council shall vote on these appointments at its May meeting each year. An individual may be reappointed to these positions and multiple individuals may split the duties of these appointments.

**Section 11.** Council may appoint committee chairs and other representatives or liaisons as it deems necessary to conduct Section business.

## **ARTICLE V Section Meetings**

**Section 1.** The Annual Meeting of the Section shall be held on the third Thursday of May at 3:30 p.m. in the offices of the Colorado Bar Association, with such program and order of business as may be arranged by the Chair. The members of the Section present at the Annual Meeting shall constitute a quorum for the transaction of business and voting shall be by a simple majority of all Section members that are present, in person or by electronic means.

**Section 2.** Special meetings of the Section may be called by the Chair upon majority approval of the whole Council, at such time and place as the Chair may determine. The members of the Section present at a special meeting shall constitute a quorum for the transaction of business and voting shall be by a simple majority of all Section members who are present, in person or by electronic means.

## **ARTICLE VI Miscellaneous Provisions**

**Section 1.** The fiscal year of the Section shall be the same as that of the Colorado Bar Association.

**Section 2.** All bills incurred by the Section, before being forwarded to the Treasurer of the Colorado Bar Association for payment, shall be approved by the Chair or the Secretary/Treasurer, or, if the Council shall so direct, by both of them.

**Section 3.** No salary or compensation shall be paid to any officer, council member or member of a committee.

**Section 4.** Any action by this Section must be approved by the Colorado Bar Association before the same becomes effective as the action of the Colorado Bar Association. Any resolution adopted or action taken by this Section may on request of the Section be reported by the Chair of the Section to the Executive Council of the Colorado Bar Association for the Association's action thereon.

**Section 5.** These Bylaws shall become effective upon the approval thereof by the majority of the Section members voting thereon and upon approval by the Executive Council of the Colorado Bar Association's Board of Governors.

## **ARTICLE VII Amendments**

These Bylaws may be amended at any Annual Meeting or special meeting of the Section by a majority vote of the members of the Section present and voting.