

PENNSYLVANIA BAR ASSOCIATION

Section on Real Property, Probate and Trust Law

BYLAWS

ARTICLE I

Name and Purpose

Section 1. Name. This Section shall be known as the Section on Real Property, Probate and Trust Law of the Pennsylvania Bar Association, and shall consist of two divisions as follows:

- (a) Division on Real Property Law;
- (b) Division on Probate and Trust Law;

Section 2. Purpose. The Purpose of the Section shall be to study, through its committees or otherwise, all phases, questions and problems in the fields of law covered by its two divisions; to inform its members and the members of the Pennsylvania Bar Association (“PBA”) of various developments in the fields of law covered by the respective divisions, and, where indicated, to propose and support changes, amendments, modification and improvements in the common and statutory law relating to real property, decedents' estates and trusts.

(a) The division on Real Property Law shall concern itself with the study of, and the dissemination of information on, problems relating to the law of real property, and shall keep its members and the PBA informed upon the results of its studies by reports of its committees and by addresses to the annual and other meetings of the PBA, and by publication;

(b) The division on Probate and Trust Law shall concern itself with the study of, and the dissemination of information on, problems relating to law of decedents' estates and trusts, and shall keep its membership and the PBA informed upon the results of its studies by reports of its committees and by addresses to the annual and other meetings of the PBA; and further, it shall cooperate with the Advisory Committee of the Joint State Government Commission of the Commonwealth of Pennsylvania on all matters relating to amendment and revision of the statutory law of the Commonwealth of Pennsylvania in the areas of the division's interest.

ARTICLE II

Membership and Dues

Section 1. Qualifications.

- (a) Any member of the PBA in good standing may become a member of the Section;
- (b) Membership shall be established upon submitting the appropriate form to the PBA and payment of any required dues.

Section 2. Dues. The members of the Section shall pay such annual section dues as the determined under the procedures of the PBA.

ARTICLE III

Officers; Council; Section Delegate

Section 1. Officers. The officers of the Section shall be a Chair, two Vice Chairs, a Secretary and a Treasurer.

Section 2. Council. The Council shall consist of the immediate past Chair of the Section, the Current Officers of the Section and twelve additional members at large to be elected by the Section as hereinafter provided.

Section 3. Election and Terms of Chair and Officers. The Chair, the two Vice Chairs, the Secretary and the Treasurer shall be elected at each annual meeting of the Section to hold office for a term beginning with their election at the annual meeting and ending at the close of the next succeeding annual meeting of the Section, or, until their successors shall have been elected and qualified. A member of the Section who has been Chair for two consecutive terms, shall not be eligible to serve again as Chair until a period of two years has elapsed following the conclusion of their last term in that office.

Section 4. Term of Past Chair. The immediate past Chair of the Section shall serve as a member of the Council for a term of one year following the conclusion of their term as Chair, and shall serve for an additional year if their successor as Chair shall have been re-elected to succeed himself/herself as Chair for a second consecutive term.

Section 5. Election and Terms of At-Large Members.

(a) At large members shall be divided into three classes in order to stagger the terms of Council members and achieve continuity of governance of the Section.

(b) Four members of the Council shall be elected at each annual meeting of the Section for a term of three years beginning at the close of the annual meeting in which they shall have been elected, and ending at the close of the third succeeding meeting of the Section. Any vacancy in any other class of Council members may be filled by election at an annual meeting for the unexpired term.

(c) A member of the Section who has served a three-year term as a member of the Council shall not be eligible for re-election as a member of the Council until the passage of one year following the conclusion of their term of office; provided, however, that this provision shall not prohibit the election of a member of the Council as an officer of the Section who shall serve as a member of the Council as provided in these Bylaws.

Section 6. Additional Officers. The Council shall have authority from time to time to designate and to create officers of Assistant Secretary and Assistant Treasurer, and such additional officers as may be necessary, and the Chair, with the approval of the Council, shall designate the persons to fill the offices thus created until the next general election of the Section.

Section 7. Honorary Council Members. All past Chairs of the Section, other than the immediate past Chair, who are not members of the Council by election or otherwise, and the Section Delegate, if not otherwise a member, shall become honorary members of the Council, entitled to notice of, and the right to attend, all meetings of the Council, and to participate in any discussions at such meeting, but without the right to vote. In addition, all chairs of Section committees and all liaisons to other PBA Sections or committees who are not otherwise members of the Council shall be given notice of, and shall have the right to attend all meetings of the Council, and to participate in any discussions at such meeting, but without the right to vote.

Section 8. Section Delegate. Under the Bylaws of the PBA, at the annual meeting in each odd numbered year, this Section is required to select from its membership, one delegate to the House of Delegates to serve a term of two years beginning with the adjournment of the annual meeting at which he/she is elected and ending with the adjournment of the annual meeting of the PBA two years thereafter. The Council of this Section shall have authority to elect said Section Delegate at its meetings held in conjunction with the annual meetings in odd numbered years, and shall have authority to fill any vacancy in that position at any other meeting. In selecting a Section Delegate the Council shall give primary consideration to those members who have actively participated in the Section's activities and are acquainted with the Section's functions. A member who has served as Section Delegate for a full two-year term shall not be eligible for re-election to that position until the passage of two years following the conclusion of their term.

ARTICLE IV Nomination and Election Procedure

Section 1. Nominations.

(a) Prior to the annual meeting, the Chair shall appoint a nominating committee of not less than three members of the Section. The Chair of the Committee shall be the immediate past Chair of the Section and the other members of the Committee shall be members of the Section who are neither officers of the Section nor voting members of its Council. This Committee shall make and report nominations to the Section for offices of Chair, the two Vice Chairs, the Secretary and Treasurer, and any other offices that may have been created pursuant to Section 6, Article III hereof, and any vacancies in the Council as above provided. This Committee shall provide a copy of these Bylaws and a description of the duties of each office to each nominee.

(b) Other nomination for office or membership in the Council may be made from the floor of the meeting.

Section 2. Elections. All election shall be by voice vote or raising of hands unless otherwise ordered by the resolution duly adopted by the Section at its annual meeting at which the election is held.

ARTICLE V Powers and Duties of Officers

Section 1. Chair.

(a) The Chair shall preside at all meetings of the Section and of the Council. The Chair shall work in concert with the Vice Chairs to be the primary representatives and spokespersons for the Section. The Chair shall work in partnership with the Vice Chairs and officers to make sure Council resolutions are carried out, shall prepare the agenda for Council and Section meetings. The Chair shall, upon consulting with the Vice Chairs and the officers, formulate and present to each annual meeting of the PBA a written report of the work of the Section for the preceding year and shall perform such other duties as the Council, these Bylaws or the Bylaws of the PBA may prescribe.

(b) Upon the death, resignation, or inability, for any reason, of the Chair to act, the senior Vice Chair shall perform the duties of the Chair for the remainder of the Chair's term;

except in the case of a Chair's temporary physical disability, in which case, the Vice Chair shall serve only as long as such disability continues.

Section 2. Vice Chairs and Divisions. Each division shall be under the direct control and leadership of a Vice Chair who shall be responsible for the work of their division including the organization and coordination of the work of the committees of their division and the conduct of all meetings of the division. Each Vice-Chair shall provide a report to the Council at each regularly scheduled meeting and shall provide a report to the Section at the annual meeting and each regular meeting of the Section. Each Vice Chair shall present to the Chair a timely report of the work of their division during the year, which report in essence, shall be included in the report of the Chair to the PBA and shall perform such other duties and acts as may be assigned to the Vice Chair by the Chair, or as may usually pertain to their office.

Section 3. Secretary. The Secretary shall keep an accurate record of the proceedings of all meetings of the Section, the divisions, the Council, and of the Executive Committee of the Section. The Secretary shall perform such other duties as may be requested by the Chair of the Section.

Section 4. Treasurer. The Treasurer shall review the monthly Statement of Revenues and Expenses for the Section as prepared by PBA staff and shall provide a report of the same to the Council on a monthly basis. In consultation with the Chair and the Vice Chairs, the Treasurer shall prepare annually a budget for the Section, including recommendation as to dues, and shall submit the same to the Council for approval. The Treasurer shall perform such other duties as may be requested by the Chair of the Section.

ARTICLE VI

Powers and Duties of the Council and the Executive Committee

Section 1. General Authority. Subject to the rights of the members of the Section to take appropriate action, and subject to the provisions of the constitution and Bylaws of the PBA, and of these Bylaws, the Council shall have the management of the affairs of the Section. The Council shall authorize all commitments or contracts which shall entail payment of money, and shall authorize expenditure of all Section dues and all moneys appropriated for the separate use of the Section by the PBA. It shall not, however, authorize commitments or contracts which shall entail a payment of more money during any fiscal year than the total amount available from Section dues and any moneys appropriated for the separate use of the Section for the current fiscal year. The Council may authorize the Chair to make commitments or expend money and to perform such duties and exercise such powers as the Council may from time to time direct, subject always to the limitations of these Bylaws and the constitution and Bylaws of the PBA.

Section 2. Filling Vacancies. During the interim between annual meetings of the Section, the Council shall fill all vacancies in its own membership, in the offices of the Chair, the Vice Chairs and the Secretary and Treasurer, and any other office that may be created by Council. Officers and members of the Council so appointed shall hold office for the remainder of the unexpired term.

Section 3. Formal Actions. The Chair of the Section may, and upon written request of any three members of the Council, shall submit to each of the members of the Council, in writing any proposition upon which the Council may be authorized to act, and the Council may vote upon such proposition or propositions by communicating their vote thereon to the Secretary, who shall record upon their minutes the proposition so submitted, and the vote of each member of the Council thereon, and the Secretary shall file these with the permanent files of the Section.

Section 4. Executive Committee. During intervals between meetings of the Council, the Section shall be governed by an Executive Committee which shall consist of the Chair and the Officers.

Section 5. Other Committees. The Council shall have the power to create committees; to abolish committees and enjoin or consolidate committees. It shall appropriately notify every member of any such committee and the general membership of the Section with regard to any such action. The Chair of each Committee shall be appointed annually by the Chair of Section after consultation with the Vice Chairs; provided, however, the Immediate Past Chair shall serve as Chair of the Nominating Committee.

ARTICLE VII Meetings

Section 1. Section Meetings.

(a) Annual Meeting. The annual meeting of the Section shall be held in-person as part of the Annual Meeting of the PBA, or as a virtual meeting within one same calendar week, with such time, location, program, and order of business to be determined by the Council. At no time, however, should the annual meeting of the Section interfere with other scheduled PBA-related events or meetings.

(b) Regular Meetings. In addition to the annual meeting, the Section shall hold a regular meeting of the Section during the course of and at the place of the regular meetings of the PBA.

(c) Special Meetings. Special meetings of the Section may be called by the Chair upon approval of the Council or the Executive Committee of the Section at such time and place as the Council or the Executive Committee of the Section may determine.

(d) Quorum. Fifteen members of the Section shall constitute a quorum for the transaction of business.

(e) Action. Action of the Section shall be by majority vote of the members present and qualified to vote.

Section 2. Council Meetings.

(a) Regular Meetings. Regular meetings of the Council shall be held at noon on the third Friday of each month, except as otherwise determined by the Council from time to time.

(b) Special Meetings. Special meetings of the Council may be called by the Chair or any officer.

(c) Quorum. A quorum for the Council shall consist of six (6) members of Council entitled to vote.

(d) Voting and Action. Each member of Council, as defined in Article III, Section 2 hereof shall be entitled to one (1) vote. A simple majority of those present and qualified to vote shall determine any question, provided, however, when absent from the meeting, a member of Council may communicate his or her vote in writing upon any proposition to the

Secretary, and have it counted with the same effect as if he/she were personally present at such meeting.

(e) Attendance at Meetings. Members of Council are expected to regularly attend meetings of the Council, however, as legal professionals, it is recognized that attendance may not always be possible. A member of Council who is unable to attend a meeting shall advise the Chair within a reasonable period of time either prior to or after the meeting. A member of Council who is absent from two (2) consecutive meetings without notification to the Chair as provided herein shall be subject to removal by the Council.

Section 3. Remote Participation in Meetings. One or more persons may participate in a meeting by means of a conference telephone or other electronic technology by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this Section shall constitute presence in person at the meeting.

ARTICLE VIII Miscellaneous Provisions

Section 1. Fiscal Year. The fiscal year of the Section shall be the same as that of the PBA.

Section 2. Bills. All bills incurred by the Section or a division thereof, or any committee or officer shall be approved by the Chair or such other officer as the Chair may from time to time designate and shall be forwarded to the Treasurer of the Section for submission to the PBA for payment.

Section 3. Compensation and Reimbursements. No salary or compensation shall be paid to any officer or member of the Council; provided, however reimbursement shall be made to officers, members of the Council, and committee members and others as provided in the Section Expense Reimbursement Policy.

Section 4. Approval by PBA. Any action of the Section must be approved by the PBA, in accordance with the PBA Bylaws, before the same becomes effective as the action of the PBA. Any resolution adopted or action taken by the Section may, on the request of the Section, be reported by the Section Delegate, the Chair or the Chair's nominee to the PBA.

ARTICLE IX Amendments

These Bylaws may be amended at any regular meeting of the Section by a majority vote of the members of the Section present and voting, provided (1) that such proposed amendments shall first have been approved by the Council or by the Executive Committee of the Section; and (2) that no amendment hereof shall conflict with the Bylaws of the PBA.

****Unanimously approved by the Board of Governors May 6, 2020.***

****Unanimously approved, by consent, by the Board of Governors on February 12, 2025.***