

HUDSON VALLEY ESTATE PLANNING COUNCIL BYLAWS

ARTICLE I – Title

The name of this Association shall be the Hudson Valley Estate Planning Council (“HVEPC”).

ARTICLE II – Purpose

The council is a local chapter of the National Association of Estate Planners and Councils (“NAEPC”). The objectives of the HVEPC are as follows: (1) to promote the multi-disciplinary approach to Estate Planning; (2) to provide a forum for continuing education and networking in various fields as they apply to Estate Planning; and (3) to foster public awareness of the benefits of proper Estate Planning.

ARTICLE III – Membership

Membership of the HVEPC shall be open to persons who hold any of the following professional designations and who reside or maintain an office in the Hudson Valley.

Attorneys (who are primarily engaged in Estate Planning and related areas of law)

Certified Public Accountant – CPA

Chartered Life Underwriter – CLU

Chartered Financial Consultant – CHFC

Certified Financial Planner – CFP

Certified Trust and Financial Advisor – CTFA

Membership is also open to anyone who does not have any of the above professional designations, but whose occupation is clearly related to Estate, Financial, or Business Planning.

ARTICLE IV

Membership - General

1. Each member shall have one (1) vote only at all membership meetings.
2. Any member may withdraw from the Council by giving written notice of such intention to the President which notice shall be presented to the Executive Committee at the first meeting after its receipt and such resignation shall become effective upon acceptance by the Executive Committee.

3. Any member who fails to meet the qualifications for membership may be discharged.

a) A member may be suspended for any period or expelled for cause, such as violation of any of the Bylaws, rules of the Council, requirements of the Council, for conduct prejudicial to the best interest of the Council. Suspension or expulsion shall be by a two-thirds (2/3) vote of the Executive Committee, provided that a statement of the charges shall have been mailed by registered mail to the member under charges at his last recorded address at least fifteen (15) days before final action is taken. This statement shall be accompanied by a notice of the time and place where the Executive Committee is to take action on the premises. The member shall be given an opportunity to present a defense at the meeting and place mentioned in such notice.

b) Notwithstanding the provision of subsection (a) of this Article, any member of the Council who shall cease to qualify as a member pursuant to Article IV, Section (a) of these by-laws shall be dropped from the rolls of the Council and forfeit all rights and privileges of membership effective upon such date as the Executive Committee shall determine that he is no longer so qualified. The Secretary shall give notice to the member of such determination.

4. Annual membership dues shall not be prorated or refunded.

5. Each member, as a condition of membership, agrees to respect the ethical standards of his own profession and to respect the independence and standards of other professions represented in the Council.

ARTICLE V – Board of Directors

1. All powers necessary for the government of the Council shall be vested in the Board of Directors which shall be composed of the elected officers, immediate past president, and additional elected members, a minimum of six members and a maximum of twelve members. The members of the Board of Directors shall upon election immediately enter upon the performance of their duties and shall continue in office until their successors shall be duly elected and qualify.

2. At the annual meeting of the Council, there shall be an election by ballot for the officers of the Council and the balance of the Board of Directors.

3. Each member of the Board of Directors will serve for a term of one year or until a successor is chosen.

ARTICLE VI - Executive Committee

1. The officers of the Council and immediate Past President shall constitute the Executive Committee.
2. The Executive Committee may fill any vacancies by majority vote which occur between annual meetings of the Council.
3. Power and Duties of the Executive Committee – In addition to the Board powers and responsibilities vested in the Board by Article V (Section 1) above, the Executive Committee has the following specific powers:
 - a) To establish dues.
 - b) To set dates of Council meetings and the place thereof.
 - c) To fill vacancies on the Executive Committee and on the official staff.
 - d) To submit all actions to the Board of Directors for ratification and approval.

ARTICLE VII – Officers

1. The officers of the Council shall be a President, a First and Second Vice President, a Secretary, and a Treasurer to be elected by the membership at each annual meeting.
2. The officers shall hold office for one year or until a successor is chosen.
3. The Executive Committee shall appoint a Nominating Committee prior to the annual meeting to present a slate of officers to serve a full year's term until the Council's next meeting.
4. The First Vice-President shall perform the duties of the President in the absence of the President at any meeting.
5. The officers' duties are defined as follows:

The **President** shall preside at all meetings of the Executive Committee and all meetings of the Council, with the advice and consent of the Executive Committee, have the power to appoint such committees as he may deem advisable to further the interests and discharge the function of the Council and to delegate to such committees such power and authority as the Executive Committee may approve.

The immediate **Past President** shall serve as advisor to the President, and shall attend Executive Committee Meetings and the President shall consult with him regarding the role of the President.

The **First Vice-President** shall perform the duties of the President in the latter's absence, and shall have as his special responsibility, the selection of and arrangements for all meetings of the Council. With the approval of the Board, he shall select other members of the Council to serve with him as a Program Committee.

The **Second Vice-President** shall serve as Membership Chairperson and shall select other members of the council to serve with him as a Membership Committee.

The **Secretary** shall keep records and minutes of all meetings of the Executive Committee and the Council. He shall be responsible for mailing notices of all meetings of the Council to all members, shall arrange meetings of the Executive Committee and give notice thereof to members upon instruction from the President. He shall also be the custodian of all permanent records of the Council.

The **Treasurer** shall have custody of all funds and property of the Council, and shall deposit all funds of the Council in a bank or trust company located in the Hudson Valley. All withdrawals of such funds shall be on checks or orders signed by two officers of the Council. He shall maintain a current roster of members. The Treasurer shall prepare and submit a financial report of the Council at the annual meeting and at such times and in such manner as the Executive Committee may require.

ARTICLE VIII – Quorums

1. The Board of Directors – Fifty percent of the Board shall be a quorum for the transaction of business, and a majority vote of those present shall be sufficient to carry on business. Board members are required to attend a minimum of sixty percent of all Board Meetings throughout the year.
2. The Board of Directors may hold its meetings prior to the time of each general Council meeting or at other times and places as required. Meetings may be called by the President or when the President is requested to do so by two members of the Board of Directors.
3. Twenty-five percent of the members of the Council shall constitute a quorum for the transaction of business at any regular or special meeting of the Council.
4. A majority of any of the members of a Committee, including the Executive Committee, shall constitute a quorum, and a majority vote of those present shall be sufficient to carry on business.

ARTICLE IX – Meetings of the Council

1. Meetings of the Council shall be held at such times and in such places as the Executive Committee may determine with at least five days notice given to the membership.

2. The Annual Meeting shall be held in the month of June each year at a time and place designated by the Executive Committee and provided at least five days notice is given thereof.

3. There shall be a minimum of four (4) meetings annually with one meeting designated as the Annual Meeting to hear reports, elect officers, and Board of Directors for the following year.

ARTICLE X – Committees

1. Nominating Committee – At the regular meeting prior to the next Annual Meeting of the Council, the Executive Committee shall designate a Nominating Committee of three (3) members. Their duty shall be to nominate candidates for Officers and the Board of Directors to be elected at the next annual meeting. The Nominating Committee shall notify the Secretary of the proposed slate at least five (5) days before the next annual meeting and a copy of the slate shall be mailed to the membership with notice of the next Annual Meeting.

2. The Executive Committee shall meet at least five times annually: once between the beginning of the fiscal year and before the date of the first council meeting and before each council meeting during the year. The Executive Committee may appoint other committees as seem desirable and necessary.

3. Committee members will hold office throughout each fiscal year of the Council unless their terms are extended by the Executive Committee.

ARTICLE XI – Notice

Unless otherwise provided herein, notice by mail shall include notice by electronic messaging, email, fax transmission, or any similar means of communication, as well as traditional methods of mailing through the U.S. Postal Service.

ARTICLE XII – Amendments

1. These Bylaws may be amended at any meeting of the Council at which there is a quorum, by a vote of two-thirds (2/3) of the members present, provided that written notice setting forth such proposed amendment shall have been mailed to all members at least ten (10) days prior to the date of such meeting.

2. These Bylaws became effective as of July 1, 1976, and are hereby amended on April 24, 2012.

3. The fiscal year of the Council shall be from July 1st to June 30th of each year.