



TO: MEMBERS - WASHINGTON, D.C. ESTATE PLANNING COUNCIL

FROM: MEMBERSHIP COMMITTEE

RE: NOMINATION PROCEDURES FOR NEW MEMBERS

DATE: August 1, 2019

The Membership Committee encourages our members to nominate qualified candidates for membership in the Washington, D.C. Estate Planning Council. The Council desires to attract the highest caliber of professionals who are currently engaged in estate planning on a regular basis in the greater Washington, D.C. metropolitan area. The participation in the nomination process by members is vital to the continued growth of our Council.

Enclosed are:

1. Instructions to Nominators (Part A)
2. Nominator Certification Form (Part B)
3. Instructions to Nominee (Part C)
4. Nominee Form (Part D)
5. Council's Bylaws Article II regarding Membership (Part E)

Please review carefully the procedures as set forth in the enclosed documents when nominating a nominee for membership. The **Nominators' Letters of Recommendation and the Nominee's Letter** shall set forth in detail the qualifications of the nominee and shall describe how the nominee is currently involved in estate planning on a regular basis in the greater Washington, D.C. metropolitan area.

A nominee must meet the requirements of professional discipline, credential and years of practice or otherwise be exceptionally well qualified for membership in the Council as defined in the Bylaws.

## Professional Disciplines, Credentials and Years of Practice

- A nominee must be practicing estate planning in one of the following **disciplines**: (i) law, (ii) accounting, (iii) insurance, (iv) financial planning, (v) trusts and estate management, (vi) valuations, or (vii) philanthropic planning.
- A nominee must be a credentialed professional. The nominee is a **credentialed professional** if, in any jurisdiction of the United States of America, the nominee is (a) a licensed attorney (Atty), (b) a licensed Certified Public Accountant (CPA), (c) a designated Chartered Life Underwriter® (CLU®), (d) a designated Chartered Financial Consultant® (ChFC®), (e) a CERTIFIED FINANCIAL PLANNER™ designee (CFP®), (f) a licensed Certified Public Accountant accredited as a Personal Financial Specialist (CPA/PFS), (g) a designated Chartered Financial Analyst (CFA), (h) a designated Certified Trust and Financial Advisor (CTFA), (i) a licensed Certified Public Accountant accredited in Business Valuation (CPA/ABV), (j) a designated Accredited Senior Appraiser in Business Valuation (ASA), (k) a designated Certified Valuation Analyst (CVA), (l) a designated Chartered Advisor in Philanthropy® (CAP®), or (m) an Accredited Estate Planner® (AEP®).
- A nominee must have practiced estate planning as a credentialed professional for not less than **three (3) years** as of the deadline date for filing the nomination forms. A nominee who has practiced as a credentialed professional in more than one of the professional disciplines for at least three (3) years satisfies this requirement (e.g., one year as a CLU® and two years as a CFP® designee) and, if otherwise qualified, shall be admitted under the discipline currently practiced.

Nomination forms will be accepted twice a year and the Membership Co-Chairperson must receive the completed Nomination Package, including the items listed in the Instructions to Nominators, on or before **October 4, 2019 or March 1, 2020**. The Membership Committee will review all Nomination Packages and final action to approve or reject the nominees will be taken by the Board of Directors. All nominators and nominees will be notified of the action taken by the Board of Directors by either December 1, 2018 or May 1, 2019. The nominee will be introduced to the membership at the Annual Meeting in June 2019. Please note that while membership nominations will be accepted any time during the calendar year, nominations received after either due date will not be considered for membership until the next due date.

If you have questions, or if your nominee does not meet the criteria listed above, please contact the Co-Chairperson. **Please mail complete nomination package to the Co-Chairperson:**

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## PART A. INSTRUCTIONS TO NOMINATORS

**DO NOT SUBMIT NOMINATION PACKAGE IF ANY PORTION OF IT IS INCOMPLETE.** It is the **Responsibility of the nominator**, not the nominee, to ensure the Nomination Package is complete before it is submitted to the Co-Chairperson. If necessary, the nominator will be contacted by the Co-Chairperson to obtain additional information to supplement the package. All Nomination Packages that remain incomplete by the filing deadline will be considered withdrawn and will not be considered by the Membership Committee. The nominator will be notified of such action.

A nominee must be nominated by two active members of the Council in accordance with the following rules.

1. Each nominator must be in a different discipline than the other nominator.
2. One nominator may, but need not be, in the same discipline as the nominee.
3. Neither nominator may be in the same company, organization or firm as the nominee.
4. For example, if an accountant (nominator 1) nominates an attorney (nominee), nominator 2 may be in the following disciplines – law, insurance, financial planning, trusts and estate management, valuations or philanthropic planning. In this example, nominator 2 may not be an accountant since nominator 1 is an accountant. Or, if an insurance professional (nominator 1) nominates an insurance professional (nominee), nominator 2 may not be an insurance professional.

A complete Nomination Package must include:

1. **Two** Letters of Recommendation

All nominators shall prepare and submit a letter of recommendation to the Membership Co-Chairperson in support of the nominee and **must, at a minimum**, include the following information:

- a. Length of time and in what context nominator has known nominee. One of the nominators must be able to state that he or she has known the nominee for at least two (2) years.
  - b. Description of nominee's engagement in estate planning and nominator's experience with the nominee (either direct or indirect).
  - c. At least one of the nominators must attest to the Membership Committee and the Council that the nominee is currently involved in estate planning. That nominator shall do so by including in his or her letter in support of the nominee a statement that, based on his or her knowledge of the nominee and the nominee's practice, the nominee, in the considered opinion of the nominator, is qualified to be a member of the Council.
2. Nominator Certification Form
  3. Nominee Form with supporting documentation
  4. Any other pertinent information you would like considered by the Membership Committee and the Board of Directors.

**Part B. NOMINATOR CERTIFICATION FORM**

This form should be completed by only one of the nominators and included in the Nomination Package submitted by the nominator on or before October 4, 2019 or March 1, 2020.

Nominee \_\_\_\_\_ Discipline \_\_\_\_\_

Current Employer \_\_\_\_\_

Nominator 1 \_\_\_\_\_ Discipline \_\_\_\_\_

Current Employer \_\_\_\_\_

Nominator 2 \_\_\_\_\_ Discipline \_\_\_\_\_

Current Employer \_\_\_\_\_

1. Has the nominee practiced estate planning for 3 years? Yes \_\_\_ No \_\_\_
2. What credentialed professional discipline is the nominee applying under?  
\_\_\_\_\_
3. Has the nominee attended 2 meetings within 2 years prior to October 4, 2019 or March 1, 2020 ? Yes \_\_\_ No \_\_\_
4. Are Nominee Form and letter enclosed? Yes \_\_\_ No \_\_\_
5. Are both Nominator Recommendation Letters enclosed? Yes \_\_\_ No \_\_\_
6. Has the nominator read and understood the disclaimer? Yes \_\_\_ No \_\_\_

**DISCLAIMER**

The filing of a Nomination Package does not guarantee that a nominee will be accepted for membership. It is the nominator's responsibility to ensure that his or her nominee has met all requirements and is qualified for membership before submitting a Nomination Package. Only nominees deemed qualified by the Board of Directors, after consideration of the recommendations of the Membership Committee, will be elected for membership in the Washington, D.C. Estate Planning Council. If you have any questions regarding your nominee's eligibility for membership, please contact the Membership Co-Chairperson.

**ACKNOWLEDGEMENT**

**I hereby certify I have carefully reviewed the applicable Bylaws, Instructions to Nominators, Disclaimer, Instructions to Nominees and the enclosed completed Nominee Form and I have determined that the nominee is fully qualified and is eligible for membership and that the Nomination Package is complete.**

\_\_\_\_\_  
**Signature of Nominator 1**

\_\_\_\_\_  
**Date**

**Part C.        INSTRUCTIONS TO NOMINEE**

The following instructions address sections of the nominee form.

1.     **NOMINEE**
  - a. Complete the personal contact information.
  - b. All personal contact information will be kept confidential.
  
2.     **PROFESSIONAL DISCIPLINES**
  - a. A nominee must be practicing estate planning in one of the seven (7) professional disciplines as set forth in Article II, Section 1 of the Bylaws
  - b. A nominee must apply under the professional discipline in which he or she is currently practicing and should indicate the discipline.
  
3.     **LICENSES/CERTIFICATIONS/DESIGNATIONS**
  - a. A nominee must be a credentialed professional as set forth in Article II, Section 1 of the Bylaws.
  - b. A nominee should indicate all licenses, certifications and designations held, the jurisdictions, if applicable, and the date awarded.
  
4.     **EMPLOYMENT HISTORY**
  - a. The nominee's employment history should, at a minimum, include the name of the business or firm, the dates employed (starting with college graduation), employment title, and description of duties. The chronological listing should begin with the nominee's current employer.
  - b. To be eligible for membership, the nominee must be currently engaged in estate planning in the greater Washington, DC metropolitan area as defined in Article II Section 1 of the Bylaws.
  - c. The nominee must have practiced estate planning for not less than three (3) years as of the due date for filing the nomination form..
  
5.     **NOMINEE'S LETTER**

A nominee shall attach to the Nominee Form a narrative description covering:

  - a. Nature of estate planning practice.
  - b. Depth and extent of experience in estate planning.
  - c. Examples of estate planning matters worked on.
  - d. Any other pertinent information you would like considered by the Membership Committee and the Board of Directors.
  
6.     **EXCEPTIONS**

If the nominee is engaged in estate planning, but does not meet the stated requirements for membership, he or she may apply for membership and request an exception. Exceptions will be granted on a very limited basis if a nominee is exceptionally well qualified for membership in the Council. This means the nominee is recognized in his or her discipline or profession for distinguished leadership in that discipline or profession and for outstanding service in or to the field of estate planning.

**Part D. NOMINEE FORM WASHINGTON, D.C. ESTATE PLANNING COUNCIL**

This form should be completed by nominee and submitted by the nominator with the completed Nomination Package which must be received by the Membership Co-Chairperson by either October 4, 2019 or March 1, 2020.

Name of Nominee \_\_\_\_\_

Home Address \_\_\_\_\_

\_\_\_\_\_

Telephone Numbers (w) \_\_\_\_\_

(c) \_\_\_\_\_

(h) \_\_\_\_\_

(fax) \_\_\_\_\_

Email Address \_\_\_\_\_

Name of Business or Firm \_\_\_\_\_

Business Address \_\_\_\_\_

\_\_\_\_\_

1. Has the Nominee previously been a member of the Washington, D.C. Estate Planning Council?

Yes \_\_\_ No\_\_\_ Date(s) \_\_\_\_\_

If yes, please describe the circumstances under which your membership terminated.

\_\_\_\_\_

\_\_\_\_\_

2. Has the Nominee previously applied to become a member of the Washington, D.C. Estate Planning Council?

Yes \_\_\_ No\_\_\_ Date(s) \_\_\_\_\_

3. Is or has the Nominee previously been a member of any other Estate Planning Council?

Yes\_\_\_ No\_\_\_ Which Council? \_\_\_\_\_ Dates \_\_\_\_\_

4. College and Graduate Education (if additional space is needed, please attach a separate page to this Nomination Form):

School \_\_\_\_\_  
 Degree \_\_\_\_\_ Year \_\_\_\_\_

School \_\_\_\_\_  
 Degree \_\_\_\_\_ Year \_\_\_\_\_

School \_\_\_\_\_  
 Degree \_\_\_\_\_ Year \_\_\_\_\_

School \_\_\_\_\_  
 Degree \_\_\_\_\_ Year \_\_\_\_\_

5. Employment History: List in chronological order, with most recent first, all employment after college. Mark with an \* those periods when you were regularly engaged in estate planning (as described in the Bylaws) and provide the starting and ending months for those periods. If there is a break in the timeline of your active employment, please provide information regarding your professional or other experiences during that time, if any (e.g., maternity leave, school). This information will be used to verify that nominee has had the requisite number of years of estate planning practice. If additional space is needed, please attach a separate page to this nomination form.

_____ From	_____ To	_____ Employer	_____ Job Title/Job Description
_____ From	_____ To	_____ Employer	_____ Job Title/Job Description
_____ From	_____ To	_____ Employer	_____ Job Title/Job Description
_____ From	_____ To	_____ Employer	_____ Job Title/Job Description
_____ From	_____ To	_____ Employer	_____ Job Title/Job Description

6. You must be practicing estate planning in one of the following disciplines (please check one):

Law
  Accounting
  Insurance  
 Financial Planning
  Trusts & Estate Management
  Valuations  
 Philanthropic Planning

Please note which of the following credentials you hold.

Credential*	Date Licensed/Certified	Jurisdiction (if applicable)
Attorney		
CPA		
CLU®		
ChFC®		
CFP®		
CPA/PFS		
CFA		
CTFA		
CPA/ABV		
ASA		
CVA		
CAP®		
AEP®		

\*A nominee is a credentialed professional if, in any jurisdiction of the United States of America, the nominee is (a) a licensed attorney (Atty); (b) a licensed Certified Public Accountant (CPA); (c) a designated Chartered Life Underwriter® (CLU®); (d) a designated Chartered Financial Consultant® (ChFC®); (e) a CERTIFIED FINANCIAL PLANNERTM designee (CFP®); (f) a licensed Certified Public Accountant accredited as a Personal Financial Specialist (CPA/PFS); (g) a designated Chartered Financial Analyst (CFA); (h) a designated Certified Trust and Financial Advisor (CTFA); (i) a licensed Certified Public Accountant accredited in Business Valuation (CPA/ABV); (j) a designated Accredited Senior Appraiser in Business Valuation (ASA); (k) a designated Certified Valuation Analyst (CVA); (l) a designated Chartered Advisor in Philanthropy® (CAP®); or (m) an Accredited Estate Planner® (AEP®).

7. ESTATE PLANNING PRACTICE DESCRIPTION

Please attach your nominee letter as described in Instructions to Nominee.

8. PROFESSIONAL ASSOCIATIONS

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9. I, \_\_\_\_\_, certify that as of the \_\_\_\_ day of \_\_\_\_\_ (month), 20\_\_, I am or I will have been currently engaged in estate planning on a regular basis in the Washington D.C. metropolitan area and have been so for at least three (3) years in one or more of the credentialed professional disciplines, and that I understand the purposes for which the Council is organized are as follows: to help its members to render the highest possible service to the public; to acquaint those in need of estate planning with the advantages offered thereby; to provide to the members a forum for discussion of such topics; to foster intelligent understanding of the proper relationship which each participating group and discipline bears to the others; and to promote acquaintanceship and cooperation among the participating groups; all to the end that the clients or customers of the members and the general public may be better served.

\_\_\_\_\_  
**Signature of Nominee**

\_\_\_\_\_  
**Date**

10. I, \_\_\_\_\_, certify that I have attended two (2) meetings in the last two (2) years prior to the due date for filing this form on \_\_\_\_\_, 20\_\_ and \_\_\_\_\_, 20\_\_.

11. The name(s) of my sponsor(s) for those two meetings is (are):

\_\_\_\_\_ (and \_\_\_\_\_.)

12. I have read and understand the Disclaimer and I certify that the contents of this Nomination Form and all attachments are, to the best of my knowledge, true.

\_\_\_\_\_  
**Signature of Nominee**

\_\_\_\_\_  
**Date**

PART E. BYLAWS OF THE WASHINGTON, D.C. ESTATE PLANNING COUNCIL

**ARTICLE I PURPOSES**

The purposes for which the corporation is organized are as follows: to help its members to render the highest possible service to the public; to acquaint those in need of estate planning with the advantages offered thereby; to provide to the members a forum for the discussion of such topics; to foster intelligent understanding of the proper relationship which each participating membership group bears to the others; and to promote acquaintanceship and cooperation among the participating groups; all to the end that the clients of the members and the general public may be better served.

**ARTICLE II MEMBERSHIP**

*Section 1. Classes and Qualifications for Membership.*

There shall be two classes of members — (a) *Active Members* and (b) *Emeritus Members*.

(a) *Active Members.* To be eligible to become an active member of the Council, a nominee must be currently engaged in estate planning on a regular basis in the greater Washington, D.C. metropolitan area and have the ability to collaborate with colleagues in a variety of disciplines to strategically further the client's estate planning goals. Estate planning encompasses the accumulation, conservation, preservation, and transfer of an estate through development, planning and implementation of an estate plan. The overall purpose of the estate planning process is to develop a plan that will maintain and enhance the financial security of individuals and their families. Estate planning facilitates the intended and orderly transfer of property during life and at death, taking into consideration the family unit and the potential costs of different approaches.

A nominee must either: (i) meet the requirements of professional discipline, credential and years of practice or (ii) otherwise be exceptionally well qualified for membership in the Council.

*Professional Disciplines.* A nominee must be practicing estate planning in one of the following disciplines: (i) law, (ii) accounting, (iii) insurance, (iv) financial planning, (v) trusts and estate management, (vi) valuations, or (vii) philanthropic planning. A nominee must be classified for membership under the discipline in which he or she presently is practicing.

*Credentials.* A nominee must be a credentialed professional. A nominee is a credentialed professional if, in any jurisdiction of the United States of America, he or she is: (a) a licensed Attorney (Atty); (b) a licensed Certified Public Accountant (CPA); (c) a designated Chartered Life Underwriter<sup>®</sup> (CLU<sup>®</sup>); (d) a designated Chartered Financial Consultant<sup>®</sup> (ChFC<sup>®</sup>); (e) a CERTIFIED FINANCIAL PLANNER<sup>®</sup> designee (CFP<sup>®</sup>); (f) a licensed Certified Public Accountant accredited as a Personal Financial Specialist (CPA/PFS); (g) a designated Chartered Financial Analyst<sup>®</sup> (CFA<sup>®</sup>); (h) a designated Certified Trust and Financial Advisor (CTFA); (i) a licensed Certified Public Accountant accredited in Business Valuation (CPA/ABV); (j) a designated Accredited Senior Appraiser in Business Valuation (ASA); (k) a designated Certified Valuation Analyst (CVA); (l) a designated Chartered Advisor in Philanthropy<sup>®</sup> (CAP<sup>®</sup>); or (m) an Accredited Estate Planner<sup>®</sup> (AEP<sup>®</sup>).

*Years of practice.* A nominee must have practiced estate planning as a credentialed professional for not less than three full years before his or her nomination for membership can be submitted for consideration. A nominee who has practiced as a credentialed professional in more than one of the *Professional Disciplines* for at least three years satisfies this requirement. For example, if the nominee

practices one year as a CLU<sup>®</sup> and two years as a CFP<sup>®</sup> professional, the nominee meets the three-year requirement for membership under the discipline currently practiced.

Exceptionally Well Qualified. A nominee is otherwise exceptionally well qualified for membership in the Council only if he or she is recognized in his or her discipline or profession for distinguished leadership in that discipline or profession and for outstanding service in or to the field of estate planning.

(b) *Emeritus Members.* A member may become an emeritus member upon retirement and after either reaching age 65 or completing 20 years as an active member in good standing (with all dues paid). Members shall be considered retired if they are no longer pursuing or taking new clients or business in the area of estate planning, although they may still be providing other services to existing clients.

Prospective emeritus members must (i) have applied for and have been accepted for emeritus membership by the Board of Directors, or (ii) have been transferred to emeritus membership by the Board of Directors without objection from the member. Emeritus members shall be entitled to attend all membership meetings of the Council at no cost to the Council, the emeritus member paying all such costs.

#### *Section 2. Nomination for Membership.*

Prior to being considered for membership, a prospective member (a “nominee”) must have (i) attended at least two meetings as a guest within two years of nomination and (ii) satisfied all of the requirements for membership. A nominee must be nominated by two active members of the Council (each a “nominator”) in accordance with the following: (i) Each nominator must be in a different discipline than the other nominator. (ii) One nominator may, but need not, be in the same discipline as the nominee. (iii) Neither nominator may be in the same company, organization or firm as the nominee.

The nominee and at least one of the nominators must separately certify the accuracy and completeness of the nominee form. Both nominators shall certify in a written letter of recommendation to the Membership Committee that, based on his or her knowledge of the nominee and the nominee’s practice, the nominee, in the considered opinion of the nominator, is qualified to be a member of the Council. In addition, at least one of the nominators must be able to state in his or her letter of recommendation of the nominee that he or she has known the nominee for at least two years. Once so certified, the nomination shall be forwarded to the Chair of the Membership Committee or the Chair’s designee.

A nomination for membership shall be on a form prescribed by the Board of Directors, but additional information from the nominator should be furnished, upon request, so the Membership Committee and the Board of Directors have whatever information they require to determine the nominee’s qualifications.

Nominations considered but not approved will not be reconsidered unless the nomination is resubmitted.

#### *Section 3. Membership Committee.*

The Membership Committee shall consist of at least six members of the Council from at least four of the Professional Disciplines referred to in Section 1 of this Article II. The Membership Committee

shall submit the nominations for membership, together with the Committee's recommendations, to the Board of Directors. The Board shall elect to membership such nominees as it deems qualified.

*Section 4. Inactive Status.*

An active member in good standing (with all dues paid) may apply to the Board of Directors for "inactive status" due to temporary relocation outside the greater Washington, D.C. metropolitan area, extended travel, illness or similar reasons restricting the member's ability to attend membership meetings of the Council. If approved by the Board of Directors, the member's membership dues during the period of inactive status shall be waived. It is anticipated that the member will not be attending membership meetings of the Council. However, the member may attend one meeting during each fiscal year (July 1 to June 30) of inactive status and shall pay the full cost of attendance. Unless otherwise determined by the Board of Directors, the member's inactive status will be limited to a period not exceeding two fiscal years. The member's inactive status may be revoked automatically if the member attends more than one meeting in any twelve-month period; at which time the member will be required to pay the membership dues for that entire fiscal year.

*Section 5. Membership upon Incorporation or Merger.*

All members of the Council upon the date of its incorporation shall be considered fully qualified members without the necessity of action of the Membership Committee or the Board. All incumbent officers and directors of the Council shall be deemed to hold such positions in the Corporation until their successors are elected. In the event another estate planning council is merged into the Council, all members of such other council as of the official date of such merger shall be, and automatically shall become, members of the Council.

*Section 6. Application by Prior Member.*

A prior member of the Council (who has not been removed) may reapply for membership after the Treasurer or the President has certified to the Membership Committee that all amounts previously owed to the Council by such member have been paid in full or waived by the President. If the prior member was in good standing within 12 months of reapplying, the member shall automatically be reinstated upon payment of the current annual dues. Otherwise, the prior member must qualify for membership and be nominated as a prospective member in accordance with the provisions of Section 2 of this Article II and pay the applicable initiation fee and dues.

*Section 7. Removal of Member.*

A member of the Council may be removed from membership for cause on the vote of two-thirds of the members of the Board of Directors then in office.

## **ARTICLE III BOARD OF DIRECTORS**

The Board of Directors shall consist of the Officers of the Corporation, the immediate past president, and four other directors. All power necessary for the government of the Council shall be vested in the Board except those powers granted to specific officers by these Bylaws.

## **ARTICLE IV OFFICERS AND EXECUTIVE DIRECTOR**

*Section 1. Officers and Directors.*

The officers of this Council shall be a President, a Vice-President, a Treasurer, and a Secretary. The

President shall preside at all meetings of the Council and of the Board of Directors. The Vice-President shall perform the duties of the President in the President's absence. The Secretary shall keep a record of the proceedings of all meetings of the Council and the Board and shall have the responsibility for keeping records of membership and for mailing notices of meetings and other communications to the members. The Treasurer shall have custody of all funds of the Council and shall deposit all such funds in a bank, trust company or other financial institutions designated by the Board of Directors. All withdrawals of such funds shall be by checks or orders signed by the President, Treasurer or Executive Director, as authorized by Board resolution. The Treasurer shall prepare and submit to the Council a statement of financial condition of the Council at its annual meeting, and at such other times and in such manner as the Board may require.

*Section 2. Executive Director.*

The President, with the approval of the Board of Directors, may engage the services of an Executive Director, as an employee or an independent contractor, to assist the Officers and other members of the Board of Directors in the performance of their duties. The duties of the Executive Director shall be determined by the Board of Directors. These may include, under the supervision of the President, Treasurer and Secretary, assisting with duties specified in Section 1 of this Article. The Executive Director shall be paid such compensation as the Board of Directors shall determine. The Executive Director shall not be an Officer.

**ARTICLE V NOMINATIONS AND ELECTIONS  
OF OFFICERS AND DIRECTORS**

*Section 1. Nominations.*

The President shall appoint a Nominating Committee of at least four members not later than thirty days prior to the date of the annual meeting. This committee shall submit to the Secretary a slate of nominees for Officers and Directors at least fifteen days before the date of the annual meeting. In addition, any nine active members, by notice in writing filed with the Secretary by April 15, may nominate candidates for Officers and Directors. The members of the Council shall be entitled to vote for any candidate named by either of such methods. The Board of Directors shall consist of representatives available from the membership of the disciplines that make up the membership of the Council. It is the intention of the Council that Officers be representative of the disciplines that make up the membership of the Council. However, Officers need not represent any specific number of disciplines at any time. No non-Officer director shall be eligible to serve for more than two successive years but may otherwise be eligible to serve additional terms.

*Section 2. Elections.*

The members present at the annual meeting shall elect the officers and the Board of Directors. The nominees for each of the four offices and the nominees for the four directorships receiving the highest number of votes shall be declared elected. Each Officer and Director so elected shall take office on July 1 following the annual meeting and shall serve for a term of one year or until a successor is elected and qualified. Any vacancy caused by the death, disability or resignation of an Officer shall be filled for the balance of the Board Member's term by resolution of the Board of Directors.

**ARTICLE VI MEETINGS**

The annual meeting of the Council shall be held between April 1 and June 20, at a date designated by the Board of Directors. The Secretary shall provide to each member of the Council a notice of such meeting at least ten days prior to the same, and shall at the same time submit a list of all nominees for

election. Other meetings of the Council may be called from time to time by the Board of Directors. Meetings of the Board of Directors may be called at the President's discretion or upon request of three members of the Board of Directors. Any member may, in writing addressed to the Secretary, request that the Board of Directors bring up for discussion at any meeting except the annual meeting any matter in which the member may be interested.

#### **ARTICLE VII QUORUM AND VOTE**

Five members of the Board of Directors shall constitute a quorum for the transaction of business. Unless provided otherwise in these Bylaws, an action of the Board shall require a two-thirds vote of the Board of Directors present and voting. Fifty members of the Council shall constitute a quorum at any regular or special meeting of the Council. All actions of the members shall require a simple majority of the members present and voting.

#### **ARTICLE VIII INITIATION AND DUES**

Members shall pay upon election to membership such initiation fee as may be fixed by the Board of Directors. Members shall pay on or before August 15 of each year annual dues in the amount fixed by the Board of Directors. Members who fail to pay their dues within three months after the same are payable shall be deemed to have relinquished their membership in the Council.

#### **ARTICLE IX COMMITTEES**

The President shall appoint annually, with the advice and consent of the Board of Directors, the Chairman and other members of the Committees on Bylaws, Membership, Nominations, Programs and other such committees as shall be deemed advisable. Such committees shall establish rules of procedure and practice for their meetings and may change the same from time to time.

#### **ARTICLE X ADVERTISING**

No members of this Council shall use their membership or the Council's membership list in any form of advertising or solicitation of business. The Officers and Board of Directors of the Council shall not allow the Council's membership list to be used in soliciting any business, whether for profit or not for profit.

#### **ARTICLE XI AMENDMENTS**

These Bylaws may be amended by a two-thirds vote of the Board of Directors then in office.