

**PROPOSED AMENDMENTS
TO THE
BYLAWS
OF THE
REAL PROPERTY, PROBATE AND TRUST LAW SECTION
OF
THE FLORIDA BAR**

It is resolved that the By-Laws of the Real Property, Probate and Trust Law Section of The Florida Bar, Article IV, V, and Article VII, be amended as follows (additions are underlined; deletions are ~~struck out~~):

1) Article IV, entitled "Officers, Elected Positions, And Executive Committee"
Section 4. entitled "Nominating Procedure":

(a) The long-range planning committee consists of all past section chairs who are members of the executive council, is chaired by the chair-elect, and submits nominees to the section for election ~~of section officers~~ to the offices of chair-elect, secretary, real property law division director, probate and trust law division director, treasurer, at-large members director, and the positions of representatives for out-of-state members and at-large members. If the office of chair-elect becomes vacant during the year, the nominations submitted by the long-range planning committee for the following year must include a nominee for the office of section chair. The chair-elect ~~long-range planning committee~~ must notify the members of the section of the names of the nominees no later than ~~60~~ 4530 days prior to the section's annual meeting ("election meeting"). In submitting nominations for at-large members, the long-range planning committee considers recommendations from the at-large members' director and the executive committee.

(b) No nominations for any elected office or position other than those made by the long-range planning committee will be permitted, except that nominations may be made by a written nominating petition signed by 25 or more active section members and submitted to the section chair not less than 30 days prior to the election meeting. If more than one person is nominated for any elected office or position, the section chair, assisted by any special committees appointed by the section chair, will determine the procedures to be followed for that election.

(c) Each nominee will be permitted to prepare a statement of no more than 500 words, to be reproduced and distributed by the section to its members, either as an article in the section's

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publication, Action Line, or separately. Any statement will also be distributed at the election meeting.

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2) Article IV, entitled "Officers, Elected Positions, And Executive Committee"
Section 5. entitled "Election and Term of Offices and Positions":

delete space
(a) The section officers, the representatives for out-of-state members, and the at-large members, are elected by majority vote of the active section members in attendance and voting at the election meeting held prior to July 1 of each year. ~~Voting by proxy is not permitted. At the election meeting the section chair, chair-elect, and secretary determines the number of active section members in attendance and voting.~~ Voting is by written, secret ballot prepared in advance, except when a governmental state of emergency has been declared for that meeting's location or declared for any location that significantly impacts a substantial number of section members' ability to attend the meeting in person, or if the meeting's venue is no longer reasonably available. ~~If no nominee receives a majority vote for an office or position, additional balloting will take place between the 2 nominees receiving the greatest number of votes until the required majority is obtained. Results of the election will be immediately announced by the section chair.~~

(b) The nominees elected serve for a period of 1 year, beginning on July 1. The chair-elect automatically becomes section chair on expiration of the term as chair-elect or on the death, resignation, or removal of the section chair.

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3) Article V, entitled "Executive Council" Section 4. entitled "Attendance":

Section 4. Attendance. Regular in-person attendance by executive council members at executive council meetings is requisite to the proper performance of their duties and responsibilities. Accordingly, if any past section chair is absent from 10 consecutive in-state executive council meetings, or if any other member of the executive council fails to attend at least two in-state executive council meetings in-person is absent from ~~3 consecutive in-state executive council meetings~~ in any membership year, the member is deemed to have resigned from the executive council, and any section office or position held by that person is deemed vacant. Virtual attendance, if otherwise permitted by the section

Technically, the chair is elected the year before as chair-elect, so the chair (an officer) is not elected at the election meeting. However, this does not give me heartburn :-)

chair at an in-state executive council meeting, will not satisfy the requirements of in-person attendance. The resigned member is not be eligible for election to or membership on the executive council for the next succeeding membership year unless: (i) the executive committee, on a showing of good cause for the absences, waives the attendance requirement for the membership year or period involved; and (ii) the waiver is announced at a formal meeting of the executive council and duly recorded in the minutes of the meeting. Any vacancy created by the absence of a member as provided here is filled as provided in these bylaws.

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4) Article VII, entitled "Meetings":

Section 1. entitled "Annual/Election Meeting of the Section":

Section 1. Annual/Election Meeting of the Section. The section chair designates the time, date and location in Florida of the annual meeting of the section at which the elections provided by Article IV will occur before July 1 each year. The meetings will be in-person unless the chair determines that due to an unforeseen emergency the meeting location is not reasonably available or there is anticipated to be an unreasonable risk to the safety of the members if physical attendance is required. In the event virtual attendance is permitted, the chair shall issue protocols permitting members to be present and vote electronically. At the election meeting, the secretary determines the number of active section members in attendance and those members entitled to vote. Voting by proxy is not permitted. Any challenge to voting will be determined by the Executive Committee. If no nominee receives a majority vote for an office or position, additional balloting will take place between the 2 nominees receiving the greatest number of votes until the required majority is obtained. Results of the election will be immediately announced by the section chair. the section chair, in the chair's full and complete discretion, specifies in the notice that virtual attendance and voting will be permitted.

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What ^{active} section member would not be entitled to vote?

Add to this Section: "Voting by proxy is not permitted."

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5) Article VII, entitled "Meetings":

Section 3. entitled "Quorum and Voting by the Section":

Section 3. Quorum and Voting by the Section. The active section members in physical attendance at any meeting of the section constitutes a quorum for the transaction of business and

I agree w/ Michael G. that should not just be one person. Leave chair, chair-elect, and sec. Also,

what if one of them is absent? I suggest a "majority of..."

a majority vote of those in ~~physical~~ attendance and voting is binding. Voting by proxy is not permitted. ~~However, if a governmental state of emergency has been declared for the section meeting's location or declared for any location that significantly impacts a substantial number of section members' ability to attend the meeting in person, or if the meeting's venue is no longer reasonably available, then the chair in the chairs' full and complete discretion may issue protocols permitting section members to be present and vote electronically.~~

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6) **Article VII, entitled "Meetings":**

Section 4. entitled "Executive Council Meetings":

Section 4. Executive Council Meetings. There are no fewer than 3 in-state meetings of the executive council each year.

(a) The executive council may act or transact business authorized by these bylaws, without meeting, by written or electronic approval of the majority of its members.

(b) The section chair must give at least 15 days- notice to all executive council members to call executive council meetings. The ~~executive council~~ meetings will be in-person unless the section chair, in the chair's full and complete discretion, specifies in the notice that virtual attendance and voting will be permitted.

(c) Those present at a meeting of the executive council duly called will constitute a quorum and a majority vote of those present and voting is binding, unless a greater majority is required by these bylaws for a particular matter. Voting by proxy is not permitted.

(d) ~~However, if a governmental state of emergency has been declared for an executive council meeting location or declared for any location that significantly impacts a substantial number of executive council members' ability to attend the meeting in person, or if the meeting's venue is no longer reasonably available, then the chair in the chairs' full and complete discretion may issue protocols permitting executive council members to be present and vote electronically.~~

7) **Article VII, entitled "Meetings":**

Section 5. entitled "Executive Committee Meetings":

Section 5. Executive Committee Meetings. The executive committee meets as directed by the section chair, and holds an organizational meeting prior to each membership year at a time, date, and place selected by the section chair. The section chair fixes the date and location of each meeting and must give written, electronic, or oral notice of its date and location to each executive committee member at least 48 hours before the meeting, except that notice may be truncated in the case of exigent circumstances ~~at least 7 days prior to the meeting~~. A majority of the executive committee may exercise its powers unless a greater majority is required by these bylaws for a particular matter. The executive committee may take action by mail, e-mail, telephone or other means without a formal meeting. Voting by proxy will is not be permitted.