

**BY-LAWS OF THE
NEW ORLEANS ESTATE PLANNING COUNCIL
As Revised September 19, 2011**

I. NAME. The name of this corporation is the New Orleans Estate Planning Council (the "NOEPC")

II. PURPOSE AND OBJECTIVES.

The purpose and objectives for which the NOEPC is organized are as follows:

To promote education and the interests of its members in the fields of Estate and Trust Planning.

To promote cooperation, friendship and understanding among the participating professions with the ultimate purpose of rendering better service to clients and to the community.

To participate in and to organize meetings, lectures, programs, panel discussions and similarly oriented projects, to promote interest in the fields of Estate and Trust Planning.

III. MEMBERSHIP.

A. Regular Membership:

1. The Regular Membership of the NOEPC - shall be chosen from among the following Professions:
 - a. Members of the Louisiana Society of Certified Public Accountants ("CPAs").
 - b. Members of the Louisiana State Bar Association ("Attorneys").
 - c. Trust Officers or Bank Executives ("Trust Professionals").
 - d. Members of the National Association of Insurance and Financial Advisors – Greater New Orleans Chapter, or Society of Financial Service Professionals – New Orleans Chapter ("Insurance Professionals").
 - e. Members of the Financial Planning Association – Greater New Orleans Chapter, or Society of Financial Service Professionals – New Orleans Chapter ("Financial Planners").

f. Members of the Greater New Orleans Council of the National Committee on Planned Giving (NCPG) (“Planned Giving Professionals”).

2. To qualify for Regular Membership a person:

a. Must conduct his or her professional activities primarily in the greater New Orleans area, and

b. Must have been actively engaged in estate planning in his or her profession for at least three years prior to membership, and

c. In the case of an Insurance Professional, must possess the designation of Chartered Life Underwriter (CLU) or Chartered Financial Consultant (ChFC), and

d. In the case of a Financial Planner, must possess the designation of Certified Financial Planner (CFP) or Chartered Financial Consultant (ChFC), and

e. In the case of a Trust Officer and/or Bank Executive, must be an officer of a local bank or trust company, and engaged in trust department duties as a full-time trust officer or bank executive.

B. Associate Membership.

1. Associate Members shall be chosen from among persons employed at a law firm, charitable organization, bank, trust company, insurance company, accounting firm, financial services firm, and be engaged in the field of estate planning. A proposed Associate Member need not be in the process of attaining a license, degree or certification in his or her chosen field in order to be eligible, but shall have a bachelor's degree from an accredited college or university.

2. An Associate Member shall be entitled to all benefits of Regular Members, except for voting rights.

3. An Associate Member who wishes to become a Regular Member must meet the qualifications for Regular Membership.

C. Regular Membership and Associate Membership is by invitation only. A person may be nominated by any two Regular Members of the NOEPC on the form provided for that purpose and submitted to the Executive Committee. At least one

of the sponsoring members must be from the same discipline as the applicant. If the Executive Committee finds that the applicant appears to meet the requirements set forth in the preceding paragraphs, it shall notify the membership of the nomination. The person nominated shall be invited to become a member of the NOEPC in the appropriate category unless: (1) one or more members deliver written objections to the Executive Committee within 15 days after the date of the notice of the nomination by mail, fax or e-mail; or (2) the Executive Committee determines that the nominee does not meet the requirements for membership. Invitations shall be extended in the order in which the nominations were approved.

- D. No person who is already a member of the NOEPC shall lose his or her membership merely because he or she does not satisfy a new requirement for membership made by a change in the by-laws, or because his or her circumstances have changed so that he or she would not be eligible to join. A member who fails to pay dues timely shall have the opportunity restore his or her membership by late payment, but not after the end of the business year to which the dues apply.
- E. The Executive Committee shall have the authority to deny the application for membership, or terminate the membership, of any person if the Executive Committee determines that such person's membership is or would not be in the best interest of the NOEPC and its members.

IV. EXECUTIVE COMMITTEE AND OFFICERS.

All powers necessary for the transaction of business for the NOEPC shall be vested in its Board of Directors, hereafter described as the "Executive Committee."

- A. The Executive Committee shall have seven members who are proposed by the Executive Committee and elected by the membership at the Annual Meeting:
 - One member shall be a CPA;
 - One member shall be an Attorney;
 - One member shall be a Trust Professional;
 - One member shall be an Insurance Professional;
 - One member shall be either a Financial Planner or Planned Giving Professional;
 - Two members may be chosen from any of the above categories;
 - However, no more than two members shall represent any one of the above said categories.
- B. The Officers of the NOEPC shall consist of a President, Vice President, Secretary, Treasurer, and Parliamentarian. These Officers shall be elected by the Executive Committee from those of their own group other than the immediate past president.

The immediate Past President shall serve on the Executive Committee.

- C. New members of the Executive Committee are elected for 7-year terms by the membership at the annual meeting. Members of the Executive Committee serving as of June 30, 2001, shall retain their existing 6-year terms. If any member fails to serve his or her full term, their replacement shall be elected at the next annual meeting. A temporary replacement until then may be appointed by a majority of the Executive Committee
- D. The Executive Committee shall have the right to remove any of its members for good cause including the failure to attend and/or participate in the meetings and activities of the NOEPC. Removal shall be by majority vote of the Executive Committee.

V. ACTIONS OF THE EXECUTIVE COMMITTEE.

- A. Actions of the Executive Committee may be taken at any meeting, with or without notice, or by written consent, provided that at least four of the seven members concur in the action.
- B. Any Executive Committee member who is absent from a meeting may be represented by another Executive Committee member, who may cast the vote of the absent member, provided they are instructed to do so in writing (filed with the Secretary of the NOEPC).
- C. The Executive Committee shall have the authority to hire an Executive Director to handle the day to day operations of the organization.

VI. QUORUMS. Twenty-five percent (25%) of the members in good standing of the NOEPC shall constitute a quorum at a Membership Meeting.

VII. MEMBERSHIP MEETINGS.

- A. Only Regular Members shall have voting rights at membership meetings.
- B. The annual meeting of NOEPC members shall be the last membership meeting of the business year. In addition to the annual meeting there shall be at least three other meetings of the NOEPC members each business year.
- C. Attendance at all meetings shall be limited to members who have paid their dues for the current business year. A member who has failed to pay his or her dues may, however, pay an amount equal to the guest meal charge in order to attend. The guest meal charge will not be credited against their dues bill for the year.
- D. Each member whose dues have been paid for the year may select a substitute from

his or her firm or company to attend a meeting of the NOEPC at which the member will not be present.

- E. Each member is permitted to bring guests at his or her own expense. The expense for such a guest shall be established by the Executive Committee.

VIII. RULES. Rules and practices for all meetings shall follow Robert's Rules of Order.

IX. EXPENSES AND EXPENDITURES. All items of expense or purchase shall be authorized and approved by the Executive Committee, which may adopt such procedures as it deems appropriate for such purposes.

X. DUES AND INITIATION FEES.

- A. The business year of the NOEPC shall be from July 1st to June 30th. The annual dues shall be established by the Executive Committee, payable annually at the beginning of the year.

- B. An initiation fee established by the Executive Committee shall be charged to all new members. A person accepting membership must pay the initiation fee, as well as the first year's dues, within 30 days of the date that the NOEPC sends him or her the offer of membership. If a person becomes a member after the first membership meeting of the year and prior to the last membership meeting of the year, the first year's dues shall be prorated.

XI. MODIFICATION OR AMENDMENT. These By-Laws of the NOEPC may be modified or amended at any meeting of the NOEPC at which there is a quorum, by a vote of two-thirds of the members present, provided that notice setting forth such amendments shall have been sent in writing by mail, fax or e-mail to all members at least ten (10) days prior to the date of such meeting.

XII. COMMITTEES. The President of the NOEPC, with the advice and consent of a majority of the members of the Executive Committee, shall have the power to appoint such committees as deemed advisable, and to delegate to such committees power and authority as deemed advisable.