

# Supreme Court of Kentucky

**IN RE:  
ORDER AMENDING  
THE BY-LAWS OF THE  
KENTUCKY BAR ASSOCIATION**

**2013-18**

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The following rules' amendments shall become effective January 6, 2014.

**BY-LAWS OF THE KENTUCKY  
BAR ASSOCIATION**

**Effective January 1, 1997  
Including Amendments Received Through January 2013**

**Section**

- 1 Definitions
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**Section 1 Definitions**

The definitions embodied in SCR 3.010 are hereby adopted as a part of these By-laws.

HISTORY: Amended by Order 96-1, eff. 1-1-97; approved eff. 11-11-69

## **Section 2 Honorary memberships**

The Board may by resolution designate members 75 years of age, 50 year members, and other members of the Association as honorary members in recognition of outstanding professional achievement, either for life or for some other designated period of time, who shall not be required to pay dues.

HISTORY: Amended by Order, eff. 4-19-12; Amended by Order 96-1, eff. 1-1-97; prior amendments eff. 9-30-83, 1-11-78; approved eff. 11-11-69;

## **Section 3 Annual Convention of the Association**

An annual convention of the Association, open to all members in good standing shall be held at such time, during the months of May or June, and at such place in Kentucky, as the Board may designate.

The President and/or Executive Director of the Association shall, as soon as possible after the fixing of said dates, notify each presiding Circuit Judge of the dates of said conventions for the purpose of encouraging the Circuit Judge to arrange the trial schedule of the Court so as not to interfere with the dates of said conventions.

HISTORY: Amended by Order, eff. 4-19-12; Amended by Order 96-1, eff. 1-1-97; prior amendment eff. 9-30-83; approved eff. 11-11-69;

## **Section 4 The Board of Governors**

(a) The "Board" is defined in SCR 3.070 The term of office of each Governor of the Board shall commence on July 1 next following their election and shall be for a period of two years and/or until their successor is elected and qualified.

(b) Any member of the Association in good standing shall be eligible for nomination and election to the Board of Governors from the Supreme Court District in which the member resides.

(c) Nomination of a candidate for the Board shall be by written petition signed by not less than twenty members in good standing who are residents of that Supreme Court District. All nominating petitions shall be received by the Executive Director at the Kentucky Bar Center prior to 5:00 p.m., Eastern Time, of the last regular business day of the month of October. If only one candidate is nominated in a District, he/she shall be declared elected to that office and the Executive Director shall at once so certify to the Board and the candidate. Where two or more candidates are nominated, an election shall be held as provided in Section 9.

(d) Any vacancy on the Board or in the office of President-Elect or Vice President shall be filled by a member eligible for election under Section 4(b) for the remainder of the term by appointment by the President, subject to the written approval of a majority of the Board of Governors. However, upon a vote of a majority of the Board a special election may be called for filling such vacancy.

(e) The Board shall hold regular meetings at such place and at such time as it may from time to time direct during the months of January, March, May, July, September and November, and immediately preceding the first day of the annual convention of the Association. Special meetings may be called by the President whenever necessary, and shall be called by the President upon the written request of four or more members of the Board. Any of these meetings may be cancelled upon vote of the majority of the Board of Governors.

(f) Eleven members of the Board shall constitute a quorum. Except as otherwise provided in the Rules, the vote of a majority of those present and voting shall be necessary to take action.

HISTORY: Amended by Order, eff. 4-19-12; Amended eff. 10-14-10; Amended by Order 99-1, eff. 2-3-00, 2-1-00; prior amendment eff. 1-1-97 (Order 96-1); approved eff. 11-11-69;

## **Section 5 Officers**

The officers of the Association and of the Board, their duties, tenure, and manner of selection shall be:

### **(a) The President.**

The President shall be the chief executive officer, and preside at all meetings of the Association and of the Board. The President shall be a member of the Board with full power to vote on all matters which it may consider. The President shall perform all duties imposed by the Rules and by these By-Laws. The President's term of office shall be for one year and shall commence on July 1 in the second calendar year next succeeding election as President-Elect.

### **(b) The President-Elect.**

The President-Elect shall be nominated and elected as hereinafter provided and shall hold such office until he/she assumes the office of President. The President-Elect shall endeavor to thoroughly familiarize himself/herself with the duties of the President and the work of the Association and of the Board.

### **(c) The Vice President.**

The Vice President shall be nominated and elected as hereinafter provided. The Vice President's term of office shall commence on July 1 next succeeding his/her election and shall continue for one year. The Vice President shall perform the duties of the President during the absence or disability of the President. If a vacancy shall exist in the office of President, the Vice President shall succeed to that office for the remainder of the term.

### **(d) Limits on Election**

The President, President-Elect and Vice-President shall, during their tenure and for a period of four years thereafter, be ineligible to serve as elected members of the Board except the Vice-President may run for and serve as President-Elect.

### **(e) The Executive Director.**

The Executive Director shall be appointed by the Board and shall hold office at its pleasure. The Executive Director shall maintain an office at such place in Kentucky as may be directed by the Board. The Executive Director shall be the custodian of all records of the KBA other than disciplinary records which are maintained by the Disciplinary Clerk or the Inquiry Commission. . The Executive Director shall keep a record of the proceedings of the Board; provided, that the Board may order any part of its records expunged. In the absence or disability of the Executive Director, the Board shall appoint an Acting Executive Director. The Board may appoint an assistant or assistants to the Executive Director who shall also perform such other duties as are required by the Board.

### **(f) The Registrar and Deputy Registrar.**

The Registrar and Deputy Registrar shall be appointed by and hold office at the pleasure of the Chief Justice. They shall maintain their offices at the Association's headquarters in accordance with the provisions of SCR 3.100. They shall be the custodian of all accounting records, the roster of members and such other information pertaining to Association membership as required by SCR 3.060 or as may be prescribed either by the Court or by the Board. The Registrar's office shall constitute the principal office of

the Association.

**(g) The Treasurer.**

The Treasurer and Assistant Treasurer shall be appointed by the Board and hold office at its pleasure. The Treasurer shall be the fiscal officer of the Association and of the Board. It shall be the Treasurer's duty to collect all funds due to the Association and the Board, and to receive and disburse funds for the Association under direction of the Board. The Treasurer shall keep accurate books and records of accounts, and at least quarterly (and at more frequent intervals when required by the Board) shall make a written report showing the then-current financial position of the Association, and all receipts and disbursements since the date of his/her last report. In the absence or disability of the Treasurer, a member of the Board shall be named by the President to perform the duties of the Treasurer.

**(h) Executive Committee.**

An Executive Committee of the Board shall consist of the following officers of the Bar: The President, who shall serve as Chair of the Executive Committee, the Immediate Past President, the President-Elect, the Vice-President, Chair of the Young Lawyers Division, and the Executive Director. The Executive Committee shall advise the President on matters concerning the operations of the Bar and provide a forum for discussion and recommendation to the Board of Governors including matters of long range planning. The Executive Committee may also act on matters of an emergency nature that may affect the Bar. When the Executive Director becomes aware of any matter that may require Executive Committee action, the Executive Director shall immediately advise the President. The President shall advise the Board of any action taken or any recommendation made by the Executive Committee at the next Board meeting. The Executive Committee shall meet at such times as may be called by the President.

HISTORY: Amended by Order, eff. 4-19-12; Amended eff. 10-14-10; Amended by Order 2005-10, eff. 1-1-06; prior amendments eff. 1-1-97 (Order 96-1), 4-19-85, 12-30-74; approved eff. 11-11-69;

**Section 6 Nomination of officers**

(a) Nomination to the offices of Vice-President and President-Elect shall be made by written petition as herein provided. All candidates for office shall be members of the Association in good standing.

(b) Nominations for the offices of Vice-President and President-Elect shall be made by written petition signed by not less than one hundred members of the Association in good standing, with not less than ten signatures on the written petition being from each Supreme Court District. Only one candidate may be nominated on a single petition and any number of petitions may be filed for a candidate.

(c) All nominating petitions for the office of Vice-President and President-Elect shall be filed with the Executive Director between October 15 and November 15 in each year. Where only one candidate has been duly nominated for an office that candidate shall be declared elected and the Executive Director shall so certify to the Board and the nominee on or before December 15 in that year.

HISTORY: Amended by Order 2005-10, eff. 1-1-06; prior amendment eff. 1-1-97 (Order 96-1); approved eff. 11-11-69

**Section 7 House of Delegates – deleted**

HISTORY: Deleted by Order 2005-10, eff. 1-1-06; prior amendment eff. 1-1-97 (Order 96-1); approved eff. 11-11-69

**Section 8 Officers of the House-duties, tenure and manner of selection – deleted**

HISTORY: Deleted by Order 2005-10, eff. 1-1-06; prior amendments eff. 1-1-97 (Order 96-1), 12-30-74; approved eff. 11-11-69

**Section 9 Elections**

(a) Ballots for the offices of President-Elect, Vice-President, members of the Board of Governors for which there will be an election will be prepared by the Executive Director and will be mailed on December 15 with return envelopes as hereinafter provided, to each member of the Association in good standing entitled to vote in that election. Names of candidates shall be listed on the ballots in alphabetical order with each position being voted upon.

(b) The ballot shall be sealed by the member in an unmarked inner return envelope, which, in turn shall be sealed in an outer return envelope containing the words: "Official Ballot-Not to be opened until January 16" and lines for the signature and county address of the attorney's residence or bar roster of the attorney casting the ballot.

(c) All ballots must be received not later than January 15 by the Clerk, who shall keep all such ballots in a secure box. Such box shall be opened only at the meeting of the canvassing board which shall count the votes. The canvassing board will be appointed by the Clerk and shall consist of persons chosen by the Clerk in the number sufficient to count the ballots. No member of the Board or employee of the KBA may be placed on the canvassing board. The preference shall be for non-lawyers to serve on the canvassing board. Not later than January 20 the canvassing board shall meet at any such place as may be designated by the Clerk, and count the votes. Each candidate for a position shall be entitled to have present at the meeting of the canvassing board an official observer under a written and signed designation by such candidate. No candidate may be present at the meeting of the canvassing board.

(d) A plurality of all votes cast for each position shall be sufficient to elect. The canvassing board shall make and file with the Clerk a written certification of each election, with a copy thereof to the Executive Director who shall promptly notify each candidate and the Board of the results of the election.

(e) Any candidate who desires a recount must deliver a written request to the Clerk within ten days from the filing of the certification. The Clerk will establish procedures for such recount. If no recount is timely requested, or at the conclusion of the recount, the Clerk shall destroy the ballots.

HISTORY: Amended by Order, eff. 4-19-12; Amended by Order 2005-10, eff. 1-1-06; prior amendment eff. 1-1-97 (Order 96-1); approved eff. 11-11-69;

**Section 10 District Bar Programs – Deleted**

HISTORY: Deleted by Order 4-18-12; Amended by Order 96-1, eff. 1-1-97; approved eff. 11-11-69

**Section 11 Sections**

(a) **Sections.** There are created the following sections within the Kentucky Bar Association:

- (1) Business Law.
- (2) Criminal Law.
- (3) Family Law.
- (4) Civil Litigation.

- (5) Labor and Employment Law.
- (6) Probate and Trust Law.
- (7) Taxation.
- (8) Public Interest Law.
- (9) Corporate House Counsel.
- (10) Environment, Energy & Natural Resources Law.
- (11) Local Government Law.
- (12) Workers' Compensation Law.
- (13) Real Property Law.
- (14) Bankruptcy Law.
- (15) Senior Lawyers.
- (16) Equine Law.
- (17) Education Law.
- (18) Construction and Public Contract Law.
- (19) Small Firm Practice & Management.
- (20) Health Care Law.
- (21) Alternative Dispute Resolution.
- (22) Appellate Advocacy.
- (23) Elder Law

**(b) Eligibility.** All members in good standing of the Kentucky Bar Association shall be eligible for membership in any one or more of the Sections of the Kentucky Bar Association, subject to that Section's membership criteria, and may become members by paying the respective dues as designated by each Section.

**(c) Officers.** Officers for each Section shall include, but need not be limited to, a Chair, a Chair-Elect, and a Vice-Chair, who shall be elected for a term of one or two years, from and by its own membership present and voting at the required annual Section meeting, which shall take place during the annual meeting of the Association or as scheduled by the Section prior to the end of the current fiscal year ending on June 30<sup>th</sup>. Each section shall specify the term of office in the Section by-laws which term may be of either one year or two years in duration. No individual may serve in any one of the required offices of the Section for a period of greater than two years. If a Section fails to fill the required offices at their annual meeting, the Board of Governors, following a petition from the Section, may appoint an interim officer to fill the remainder of the term.

**(d) Dues.** A majority of the members of the Section in attendance at the annual meeting of the Section may fix dues for the Section. The dues shall be paid to the Treasurer (of the KBA) and disbursed by the Treasurer for programs of each Section as approved by the Executive Director.

**(e) By-Laws.** Every Section shall have a set of by-laws, which shall include a Section mission statement, describing the purpose of their existence. A majority of the members of the Section in attendance of the annual meeting of the Section shall adopt the by-laws which shall be subject to the approval of the Board of Governors and the Supreme Court.

**(f) Annual Report.** Each section shall annually file with the Board, on or before the annual meeting, a report which shall outline the activities and expenditures of the Section for the current fiscal year ending June 30<sup>th</sup>.

**(g) Forecast Report.** Every Section's incoming chair shall submit to the Board on or before the August 1<sup>st</sup> following their election as chair, an outline of the Section's proposed activities, expenditures and meetings for the ensuing fiscal year.

**(h) Approval of Activities and Projects.** All Section programs, projects, expenditures (excluding routine in-state travel in support of Section activities, programs or projects) and meetings shall be preapproved in writing by the Executive Director or the Director of Accounting. Dues paid pursuant to Supreme Court Order are to be used by the KBA for those activities and purposes that are necessary or

reasonably incurred for the purpose of fulfilling the mission established by the Court; regulating the legal profession, and improving the quality of legal services. Such dues should not be used for political or ideological activities that could reasonably be construed to impinge on the First Amendment rights of free speech of members who disagree with such political or ideological activities.

**(i) New Sections.** A new Section of the Kentucky Bar Association may be created upon the Board's approval following the submission of an application and petition by a current Kentucky Bar Association member, which shall include the following:

- (1) a description of the area(s) of practice the Section will cover;
- (2) statement of need and purpose;
- (3) signatures of a minimum of one hundred (100) current Kentucky Bar Association members who are interested in seeing the formation of the proposed Section.

Establishment of the Section shall become effective at the start of the following fiscal year following the Court's approval.

**(j) Abolition.** Upon notice by mail to all current members of a Section, the Board of Governors may abolish a Section, which would take effect at the end of the fiscal year in which notice was given.

HISTORY: Amended by Order, eff. 4-19-12; Amended eff. 10-14-10; Amended eff. 9-1-07; prior amendments eff. 1-1-06 (Order 2005-10), 1-1-02 (Order 2001-2), 4-16-97, 1-1-97, 2-26-96, 4-19-93, 9-8-92, 9-25-91, 5-18-90, 8-25-89, 6-23-87, 2-15-84, 1-14-83, 10-6-82, 6-8-81, 10-6-80; approved eff. 11-11-69;

## **Section 12 Committees**

(a) The Association shall have such committees as may be designated by the Supreme Court, or as authorized by the Board. Any committee created by the Board, including those in existence at the time of the adoption and amendments of these bylaws may be disbanded by the Board.

(b) Membership and Term of Service. Unless otherwise provided by Rule the following shall apply for membership and terms of service for committees:

- (1) Each year the President shall appoint a Chair for each committee.
- (2) The President shall appoint to each committee one or more Board members whose terms will be for one (1) year.
- (3) At the discretion of the Board certain committees may be composed solely of Board members.
- (4) In the event non-Board members are appointed, the President shall strive for geographic diversity in the membership of each committee.
- (5) T All other committee members, who are not Board members, (with the exception of Ethics Hotline Members) shall be appointed for three (3) year terms and absent extraordinary circumstances as determined by the President, no committee member shall serve more than two (2) consecutive three-year terms. In such extraordinary circumstances, the President may appoint that committee member for only a one (1) year term.

(c) Each committee shall meet at least once a year. On or before June 30 of each year, each committee shall submit to the Board a written report describing its activities and recommendations. Written reports will also be submitted when requested by the President or the Board of Governors.

HISTORY: Amended by Order, eff. 4-19-12; Amended eff. 10-22-09; amended eff. 10-13-08; prior amendments eff. 1-1-06 (Order 2005-10), 3-1-98 (Order 97-3), 1-1-97, 7-18-92, 9-18-85; approved eff. 11-11-69;

### **Section 13 Committees of the House – deleted**

HISTORY: Deleted by Order 2005-10, eff. 1-1-06; prior amendment eff. 1-1-97 (Order 96-1); approved eff. 10-22-85

### **Section 14 Board to promote educational publications**

The Board from time to time, pursuant to the authority vested in it by SCR 3.090, shall promote or maintain the printing and distribution of reports, legal pamphlets and other publications, including the sponsoring and production of radio and television programs, which are designed to educate or inform the bar and the public; it shall also conduct continuing legal education programs, seminars and institutes calculated to advance the interests of the bench and bar and promote and improve the administration of justice in Kentucky, and it may appropriate funds necessary to defray the expense thereof.

HISTORY: Amended by Order 96-1, eff. 1-1-97; approved eff. 11-11-69

### **Section 15 Amendments**

These By-Laws may be amended at any regular or special meeting of the Board by a majority vote of the Governors present and voting, and may be amended between meetings of the Board upon written consent of a majority of all the Governors then holding office; provided, that no amendment shall be effective until approved by the Supreme Court pursuant to the provisions of SCR 3.090.

HISTORY: Amended by Order 96-1, eff. 1-1-97; approved eff. 11-11-69

### **Section 16 Law Student Division – Deleted**

HISTORY: Deleted eff. 11-8-10; Amended by Order 96-1, eff. 1-1-97; prior amendments eff. 8-18-78; 1-4-74; approved eff. 11-11-69

### **Section 17 Removal for Cause**

(a) A KBA Board of Governors member, KBA officer, or member of a KBA committee may be removed from the Board, his or her office, or the committee, for cause, as hereinafter defined, on the two-thirds affirmative vote of a quorum of the Board of Governors present at a regular meeting or a meeting called for that purpose. Members of the Board may be present by telephone. For purposes of this Bylaw, the term "cause" shall mean any of the following:

- (i) physical or mental impairment rendering him/her incapable of performing duties to the Association for a period of more than three consecutive meetings;
- (ii) absence of the Board member or officer at two consecutive Board meetings or absence of a committee member from two consecutive meetings of that committee without cause deemed adequate by the Board;
- (iii) continued neglect or failure, after written demand, to discharge his/her duties or to obey a specific written direction from the Board;
- (iv) a conflict that renders him/her incapable of fulfilling his/her duties to the Association;
- (v) misconduct that is injurious to the Association;



(vi) conviction of a misdemeanor involving dishonesty or immoral conduct; or

(vii) conduct that impairs his/her ability to perform his/her duties to the Association or would impair the reputation of the Association.

A KBA member who is convicted of a felony, which automatically results in suspension under SCR 3.166, or any member who is suspended or disbarred from the practice of law by Order of the Kentucky Supreme Court, is removed effective the date of such conviction, suspension, or disbarment, inasmuch as he/she would be ineligible to serve.

(b) Removal proceedings shall be commenced upon a written request to the KBA President by four or more members of the Board. The proceedings shall be conducted as follows:

(i) All Board members, officers, and any affected committee member shall receive at least thirty (30) days' notice in writing of the meeting at which the Board will consider proposed removal, and the written notice shall set forth the grounds for the proposed removal;

(ii) A written response to the grounds for removal may be presented to the KBA no later than ten (10) days before the meeting;

(iii) At the meeting the member and/or his or her counsel may present oral argument, if oral argument is requested in the written response filed as provided in (b)(ii); and

(iv) At the meeting the Board shall consider the matter and vote in executive session.

(c) In the event of removal, the position shall be filled pursuant to SCR 3.080.

HISTORY: Approved 9-10-09

### **Section 18 Electronic Conferencing**

If prior notice has been provided, and if such facilities are available, any member of a Section or Committee may attend a meeting, other than disciplinary proceedings, by telephone or electronic conferencing. Any member so attending shall count towards a quorum of such meeting and shall have all rights, including the right to vote, as if physically present at said meeting.

HISTORY: Order eff. 4-19-12

### **Section 19 Young Lawyers Division**

(a) There is created a Young Lawyers Division within the Kentucky Bar Association.

(b) **Eligibility.** All members in good standing of the Kentucky Bar Association who are less than forty years old or who have been a member of the Kentucky Bar Association for less than ten years shall be eligible for membership in the Young Lawyers Division and may become a member by paying the respective dues as designated.

(c) **Officers.** Officers for the Young Lawyers Division shall include, but need not be limited to, a Chair, a Chair-Elect, and a Vice-Chair, who shall be elected for a term of one year, from and by its own membership present and voting at the required annual Division meeting, which shall take place during the annual meeting of the Association or as scheduled by the Division prior to the end of the current fiscal year ending on June 30<sup>th</sup>. No individual may serve in any one of the required offices of the Division for a period of greater than one year. If the Division fails to fill the required offices at their annual meeting, the

Board of Governors, following a request from the outgoing Chair, may appoint an interim officer to fill the remainder of the term.

**(d) Dues.** A majority of the members of the Division in attendance at the annual meeting of the Division may fix dues for the Division. The dues shall be paid to the Treasurer (of the KBA) and disbursed by the Treasurer for programs of the Division, except that any expenditure that has not been pre-approved in the Division's annual budget pursuant to subsection (h) shall be subject to the approval of the Executive Director.

**(e) By-Laws.** The Division shall have a set of by-laws, which shall include a Division mission statement, describing the purpose of the Division's existence. A majority of the members of the Division in attendance of the annual meeting of the Division shall adopt the by-laws which shall be subject to the approval of the Board of Governors and the Supreme Court.

**(f) Annual Report.** The Division shall annually file with the Board, on or before the annual meeting, a report which shall outline the activities and expenditures of the Division for the current fiscal year ending June 30th.

**(g) Forecast Report.** The Division's incoming chair shall submit to the Board on or before the August 1st following their election as chair, an outline of the Division's proposed activities, expenditures and meetings for the ensuing fiscal year.

**(h) Approval of Budget, Activities and Projects.** All Division programs, projects and expenditures shall be pre-approved in writing by the Executive Director or the Director of Accounting. In addition, the Division's annual budget shall be pre-approved in writing by the Executive Director on or before August 1<sup>st</sup> for the ensuing fiscal year. Dues paid pursuant to Supreme Court Order are to be used by the KBA for those activities and purposes that are necessary or reasonably incurred for the purpose of fulfilling the mission established by the Court; regulating the legal profession, and improving the quality of legal services. Such dues should not be used for political or ideological activities that could reasonably be construed to impinge on the First Amendment rights of free speech of members who disagree with such political or ideological activities.

**(i) Abolition.** Upon notice by mail to all current members of Division, the Board of Governors may abolish the Division, which would take effect at the end of the fiscal year in which notice was given.

HISTORY: Order eff. 4-19-12

ENTERED this 23<sup>rd</sup> day of December, 2013.

  
CHIEF JUSTICE