

Approved by Real and Personal Property Section November 11, 1999  
Approved by DSBA Executive Committee on January 18, 2000

BY-LAWS  
OF THE  
REAL AND PERSONAL PROPERTY SECTION  
OF THE  
DELAWARE STATE BAR ASSOCIATION

ARTICLE I: IDENTIFICATION

1.1 NAME. This Section shall be known as “The Section of Real and Personal Property” and shall be hereinafter designated simply as “the Section”.

1.2 PURPOSE. The general purposes of the Section shall be the promotion of the objects of the Delaware State Bar Association (the “Association”) within the particular fields designated by the name of this Section. To that end, it shall be the purpose of this Section: to promote excellence in the field of real estate law; to encourage changes in legislation regarding real estate and personalty matters, where necessary; to access and review the needs of real estate clients and to address the best interests of those clients; to provide a forum for exchange of ideas, views and opinions to advance the Section members’ knowledge and ability to provide quality services to their clients.

1.3 LIMITATIONS. These by-laws have been adopted subject to the By-laws of the Association.

ARTICLE II: MEMBERSHIP

2.1 ENROLLMENT. Any member in good standing of the Association shall, upon request to the Secretary of the Association, be enrolled as a member of the Section by the payment of annual Section dues.

2.2 THE MEMBERSHIP. Members so enrolled and whose dues are paid pursuant to the provisions of this Article shall constitute the membership of the Section.

2.3 DUES. Dues for membership in the Section shall be in an amount set by the Executive Committee of the Association (the “Executive Committee”), payable upon enrollment and thereafter annually in advance each year, at the beginning of the Association’s fiscal year succeeding such enrollment.

ARTICLE III: COMMITTEES

3.1 COMMITTEES. The Section may establish such committees as it deems necessary and desirable to promote effectively the activities of the Section.

3.2 CHAIRPERSONS AND MEMBERSHIP. The chairperson of the Section shall appoint the chairpersons and members of each committee of the Section.

## ARTICLE IV: MEETINGS OF THE MEMBERSHIP

4.1 ANNUAL MEETING. The Section shall call and hold an annual meeting in April of each year and such other meetings of its members at such time and place as the governing body of the Section shall determine.

4.2 SPECIAL MEETINGS. Special meetings of the Section may be called by a majority of the Council, at such time and place as the Council shall determine and as shall be stated in the notice of any such special meeting. Notice of any such special meeting shall state the action proposed to be taken at the special meeting and shall be transmitted to the members of the Section in writing either by mail, telecopier, hand delivery or other electronic means at least forty eight (48) hours in advance of the date of the special meeting.

4.3 QUORUM. The members of the Section present at any meeting shall constitute a quorum for the transaction of all business provided that written notice of the meeting and any action proposed to be taken other than matters in the ordinary course of business be given either in a publication of the Association or by mail directed to each member of the Section at his or her last known address, such mailing to be made no less than ten (10) days next preceding the date of the meeting, except with respect to any Special meetings as may be called as provided in Section 4.2 which shall require written notice at least forty eight (48) hours prior to any such Special meeting.

4.4 CONTROLLING VOTE. The action of the Section shall be by majority vote of a quorum of members present.

4.5 VOTING ELIGIBILITY. Any member of the Association or the Section whose good standing can be certified by the records of the Association shall be eligible to vote.

4.6 AGENDA. Among the matters of business to be transacted at the annual meeting of the membership shall be the election of Section officers and Council and such other matters as shall be decided by the chairperson of the Section or Council.

## ARTICLE V: OFFICERS

5.1 OFFICERS. The officers of the Section shall be the chairperson, the vice-chairperson and the secretary.

5.2 NOMINATIONS, ELECTIONS AND CONFIRMATION. The officers of the Section shall be elected by the members of the Section from among those members nominated by any member of the Section at an annual or special meeting of the Section called for that purpose, but the appointment of the initial Section officers shall be at the discretion of the President of the Association with the confirmation of the Executive Committee of the Association.

5.3 CHAIRPERSON. The chairperson, or in the absence of the chairperson the vice-chairperson, shall preside at all meetings of the Section and the Council of the Section.

5.4 VICE-CHAIRPERSON. The vice-chairperson shall aid the chairperson in the performance of his/her responsibilities in the manner and to the extent the Chairperson may

request. The vice-chairperson shall not necessarily succeed to the chairmanship, but such office shall be filled in accordance with the process set forth in Section 5.2 hereof.

5.5 SECRETARY. The secretary shall perform the normal functions of a secretary. The secretary shall not necessarily succeed to the vice-chairmanship, but such office shall be filled in accordance with the process set forth in Section 5.2 hereof.

#### ARTICLE VI: THE COUNCIL

6.1 NOMINATIONS, ELECTIONS AND CONFIRMATION. The Council shall consist of the officers of the Section and two (2) members of the Section elected at large. Members of the Council at large shall be nominated, elected and confirmed in the same manner as that provided for officers in Section 5.2.

6.2 POWERS. The Council is the governing body of the Section and the business and affairs of the Section shall be managed by or under the direction of the Council. The Council shall authorize all commitments that entail the payment of money and the expenditure of all funds appropriated for the use of the Section. It shall not, however, authorize commitments that entail the payment of more money during any fiscal year than the amount appropriated to the Section for the fiscal year. The Council shall also have the power to recommend legislative proposals to the Executive Committee of the Association, create or terminate special and standing committees of the Section, determine the functions and duties of those committees and specify the number of the committee members. No action of any Section Committee shall be effective until approved by the Council or by the Section membership.

#### ARTICLE VII: OVERRIDING AUTHORITY

7.1 ASSOCIATION BY-LAWS. The Section shall be bound by these by-laws and by the by-laws of the Association and shall not take any action that is inconsistent therewith.

7.2 RESOLUTIONS OF THE EXECUTIVE COMMITTEE OF THE ASSOCIATION. Notwithstanding any authority of the Section contained in these by-laws or the by-laws of the Association, such authority is subject to any resolution of the Executive Committee.

#### ARTICLE VIII: AMENDMENT

8.1 PRIMARY METHOD. In the absence of contrary action by the Executive Committee, only the Executive Committee shall have the power to amend, alter or repeal these by-laws by majority vote of a quorum of the Executive Committee at a duly constituted meeting.

8.2 ALTERNATE METHOD. The Executive Committee may vest the right to make, alter or amend any or all of these by-laws in the Section Council.