

**NEW YORK STATE BAR ASSOCIATION
BYLAWS
OF THE REAL PROPERTY SECTION
(as Amended January 25, 2018)**

**ARTICLE I
Name and Purpose**

Section 1. This Section shall be known as the Real Property Law Section (the “Section”) of the New York State Bar Association (the “Association”).

Section 2. The Real Property Law Section serves New York real property lawyers and the public, promotes the successful transaction of real estate business in New York State, and contributes to the sound development of real property law in New York State. Toward that end, we:

Identify and draw attention to problems, abuses, and issues affecting real property, recommending improvements in real property law, procedures, and practice as appropriate;

Publish a high quality journal to keep Section members informed of developments and the latest thinking in real property law;

Provide a Section website and give Section members a variety of forums to discuss the state of the law and possibilities for improvement;

Offer high quality continuing legal education programs to Section members sufficient to meet all their CLE requirements;

Act as a resource for legislators and government officials and comment on and, where appropriate, initiate legislation;

Establish and operate committees and task forces that seek to achieve the Section’s goals within numerous areas of real property law;

Educate the public about real estate law and the benefits of using lawyers in real property transactions, particularly residential transactions; and

Work with the real estate finance, brokerage, title insurance, surveying, and other related industries, to improve practices, communications, and working relationships.

ARTICLE II Membership

Section 1. Any member of the Association shall be eligible for membership in the Section, and shall be enrolled as a member of the Section upon application to the Section Secretary and payment of such annual dues as shall be determined by the Executive Committee of the Section.

ARTICLE III Officers and Executive Committee

Section 1. Officers. The officers of the Section shall be the Chair, First Vice-Chair, Second Vice-Chair and Secretary. Only the Secretary shall be elected at the Section's Annual Meeting. The First Vice-Chair, upon completion of his or her term, shall automatically become Chair of the Section. The Second Vice-Chair, upon completion of his or her term, shall automatically become First Vice-Chair. The Secretary, upon completion of his or her term, shall automatically become Second Vice-Chair.

Section 2. Chairs of Standing Committees. The Chairs of the Standing Committees shall be appointed by the Chair.

Section 3. District Representatives and Out-of-State Representatives. Up to two District Representatives may be appointed by the Chair (one of whom from each District shall be designated by the Chair as a voting member, the other may vote in the absence of the voting member) from each Judicial District in the State. In addition, two out-of-state members, who are not residents of and do not practice in the State of New York, may be appointed by the chair, both of whom shall be voting members. In the event of a vacancy, the Chair may appoint a District Representative and Out-of-State Representative to serve until the beginning of the next yearly term under Section 6 of Article V of these By-Laws.

Section 4. Delegates to the House of Delegates. The Section's Delegates to the House of Delegates shall be appointed and any vacancies in such offices filled in accordance with the rules of the New York State Bar Association House of Delegates and the rules established by the Executive Committee from time to time.

Section 5. Members of the Executive Committee. The Chair, the First Vice-Chair, the Second Vice-Chair, the Secretary, Chairs of Standing Committees, the past Chairs of the Section, the Section's delegates to the House of Delegates, Members-at-Large, District Representatives, and Administrative Officers and Chairs of Administrative Committees designated as such by the Chair shall comprise the Executive Committee.

Section 6. Ad Hoc Committees and Task Forces. The chairs and members of ad hoc committees and task forces shall be appointed by, and shall serve at the pleasure of, the Chair. The chairs of such ad hoc committees and task forces shall not be considered members of the Executive Committee solely by reason of such positions.

Section 7. Terms of Office. All members of the Executive Committee will hold office for a term beginning June 1 and ending the following May 31. Chairs of Standing Committees, District Representatives and Members-at-Large shall be appointed for up to seven consecutive one-year terms. In circumstances where it is to the benefit of the Section, Chairs of Standing Committees may be permitted to serve more than seven consecutive one-year terms, but not, in any case, more than ten consecutive one-year terms.

Section 8. Members-at-Large. Up to ten Members-at-Large shall be appointed by the Chair.

Section 9. Administrative Officers and Committees. The Chair may appoint or create up to a total of ten Administrative Officers and/or Administrative Committees (each Chair and Committee having one vote) as the Chair sees fit (such as Budget Officer, Technology Officer and Membership Officer), who shall serve at the pleasure of the Chair. Such officers and chairs of such Administrative Committees may be designated as members of the Executive Committee.

Section 10. Emeritus Members. The Chair may appoint up to a total of four Emeritus Members, for renewable one-year terms, who shall be nonvoting members of the Executive Committee.

ARTICLE IV **Nomination of Secretary**

Section 1. The Nominating Committee shall consist of the following five members: the Nominating Committee Chair, who shall be the immediate past chair of the Section, the two past chairs prior to the immediate past chair, and two additional members appointed by the current Section Chair prior to the Annual Meeting of the Section. The committee shall make and report to the Section the nomination for the office of Secretary. The report of the Nominating Committee shall be circulated to the members of the Section not less than 20 days prior to the date of the Annual Meeting of the Section. Additional nominations may be made upon a petition made by 50 members of the Section and such nominations, if filed with the Secretary at least 10 days before the date of the Annual Meeting of the Section, shall be voted upon.

ARTICLE V **Duties of the Officers and of the Executive Committee**

Section 1. Chair: The Chair shall preside at all meetings of the Section and of the Executive Committee, and shall perform such duties and acts as usually pertain to the office of Chair.

Section 2. Vice-Chairs: The First Vice-Chair and the Second Vice-Chair shall assist the Chair in the performance of his or her duties when requested to do so.

Section 3. Secretary: The Secretary shall be the custodian of all books, papers, documents and other property of the Section, except money. The Secretary shall keep a true record of the proceedings at all meetings of the Section and of the Executive Committee, and shall mail or cause to be mailed notices of all meetings of the Executive Committee.

Section 4. Executive Committee: The Executive Committee shall have general supervision and control of the affairs of the Section subject to the Bylaws of the Association and the Bylaws of the

Section. It shall be responsible for the authorization of all commitments and contracts which shall entail the payment of monies, for the expenditure of all monies collected by the Section or appropriated for the use and benefit of the Section. The Executive Committee shall have the right to authorize one or more members of the Executive Committee to act on its behalf and to take action within specified parameters which shall be deemed to constitute the action of the Executive Committee itself. The Executive Committee shall adopt its own rules of procedure, including rules as to the number of its members who shall constitute a quorum, the time and place of its meetings, and notices of meetings to be given to its members; it may adopt rules declaring vacancies to exist in its Executive Committee upon failure of elected members to attend meetings.

Section 5. Officers: During the periods between meetings of the Executive Committee, the Officers, by majority vote, shall have the power to act on those matters which the Officers reasonably determine should be addressed prior to the next scheduled meeting of the Executive Committee.

Section 6. Vacancies: (a) On the death, resignation or during the disability of the Chair, the First Vice-Chair shall perform the duties of the Chair for the remainder of the First Vice-Chair's term, except in the case of the Chair's disability, and then only for so much of the term as the disability continues. On the death, resignation or during the disability of the First Vice-Chair, the Second Vice-Chair shall perform the duties of the First Vice-Chair for the remainder of the First Vice-Chair's term, except in the case of the First Vice-Chair's disability, and then only for so much of the term as the disability continues. On the death, resignation or during the disability of the Second Vice-Chair, the Secretary shall perform the duties of the Second Vice-Chair for the remainder of the Second Vice-Chair's term, except in the case of the Second Vice-Chair's disability, and then only for so much of the term as the disability continues. During such period, the Secretary shall also continue to perform the duties of Secretary as well as those of the Second Vice-Chair.

(b) In the event that more than one vacancy has occurred, the method of filling vacancies set forth in Section 6(a), above, shall operate to have the remaining officers move to the higher offices, so that the offices of Chair and as many of the other officers as possible shall be filled. In such case, the Executive Committee, during the interim between the Annual Meetings of the Section, may fill any remaining vacancies in the various offices for the remainder of the current term only. In such event, the Nominating Committee shall nominate the Secretary and as many other officers as shall be required to complete the ranks of the officers for the following year.

(c) Except for those positions appointed by the Chair, the Executive Committee may also fill any vacancy arising in the Committee during the interim between Annual Meetings of the Section. Officers and Executive Committee members so elected shall serve the remaining portion of the current term only.

Section 7. Removal: The Executive Committee shall have the power to remove any of its members for any cause which a two-thirds majority of the Committee determines to be in the best interest of the Section or by majority vote for violation of such other rules as the Executive Committee shall establish from time to time.

ARTICLE VI Committees

Section 1. The Chair of the Section shall create such Standing Committees, ad hoc committees and task forces in the Section as shall from time to time be determined, subject, however, to the right of the Executive Committee to rescind any such committee or task force. The Chair shall have the power to appoint members of the Section to serve on committees to perform the different phases of the work to be handled by each committee. Chairs of the Standing Committees shall also have the right to appoint members of their committees. The committees shall make recommendations to the Executive Committee for action. No action of a committee is effective unless approved by the Executive Committee. Each Chair of a Standing Committee shall mail or cause to be mailed notices of all meetings of such Standing Committee to his or her Standing Committee members and members of the Executive Committee.

ARTICLE VII Meetings of the Real Property Law Section

Section 1. The Annual Meeting of the Section shall be held during the week in which the Annual Meeting of the Association is held. Regional meetings may be held from time to time during the interim between Annual Meetings at such times and places as may be designated by the Chair.

Section 2. The members of the Section present at any meeting shall constitute a quorum for the transaction of business.

Section 3. All binding action of the Section shall be by majority vote of the members present.

ARTICLE VIII Meetings of the Executive Committee

Section 1. Regular meetings of the Executive Committee shall take place at the Annual Meeting of the Association and at the additional meeting of the Section which is typically held in the summer or fall.

Section 2. Additional meetings of the Executive Committee shall take place as scheduled by the Chair, with a minimum of two (2) additional meetings to take place each year.

ARTICLE IX Meetings and Notices by Telephonic or Communications Equipment

Section 1. The Officers and any committee, including the Executive Committee, upon not less than 24 hours' notice, may conduct a meeting by means of a conference telephone, other communications equipment or other means allowing all members participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting. A written record of all action taken at such meetings shall be maintained.

Section 2. Notices to be mailed may also be sent by facsimile, electronic mail or any other type of electronic communication which is in common use for business communications in the State of New York.

ARTICLE X **Miscellaneous Provisions**

Section 1. Any action taken by this Section must be approved by the New York State Bar Association, if then required by such Association, before the same is given publicity or becomes effective as the action of the New York State Bar Association.

Section 2. Notices: Notices to the Officers and any committee, including the Executive Committee, may be given in such manner as the Executive Committee shall determine from time to time.

Section 3. The Executive Committee shall fix dues for membership in this Section, with the approval of the Finance Committee of the New York State Bar Association, if then required by such Association, and make payment of such amount a condition precedent for membership in the Section. After the Executive Committee fixes an amount to be charged as dues such dues shall be payable to the Treasurer of the New York State Bar Association to be expended only by approval of the Executive Committee of this Section.

Section 4. These Bylaws may be amended by a majority vote of the members of the Section present at a meeting of the Section, provided that no amendment shall be effective until approved by the Executive Committee of the New York State Bar Association.

