

**AMENDED & RESTATED**  
**TACOMA ESTATE PLANNING COUNCIL**  
**ARTICLES OF ASSOCIATION**  
**(As amended through March 14, 2000)**

**ARTICLE I. NAME**

The name of this Association shall be TACOMA ESTATE PLANNING COUNCIL.

**ARTICLE II. PURPOSE**

The purpose of the Council shall be:

1. To promote intelligent estate planning.
2. To promote an understanding of the areas of cooperation between the professions represented by the membership essential to successful estate planning.
3. The Council shall be advisory in character and shall have no power to bind its members to any action or conclusion that is not provided for in this instrument.

**ARTICLE III. MEMBERSHIP**

1. The membership of the Council shall consist of Active Members and Senior Members. The Active Members of the Council shall be persons actively engaged in the field of estate planning whose principal business office is in Pierce County, Washington or the city of Federal Way, Washington. The Active Members shall consist of persons in the following four groups: (1) Chartered Life Underwriters, (2) officials or employees of trust companies (3) attorneys at law and (4) Certified Public Accountants. There shall be no more than thirty-five (35) Active Members in each of the four groups at one time. In addition to Active Members from the four groups, persons who are ineligible for membership in one of the four groups (other than because of the number limitation) but who are actively engaged in the field of estate planning may be elected Active Members "At Large." A person will not be eligible for admission as an At Large member if that person would qualify as an Active Member but for the lack of a professional certification or employment (eg., an accountant who is not a CPA, an insurance agent who is not a CLU).

Upon application, any Active Member who has attained the age of 65 years, or who has retired from active practice of his or her profession, may elect to remain in this organization as a Senior Member. Senior Members shall have no attendance requirements, shall not be entitled to vote on any matters coming before the membership and effective for the next fiscal year of the Council (or the current one if the application is received by the Secretary-Treasurer prior to the first meeting of the year) shall have reduced dues as provided in Article VII. The application must be to the Secretary-Treasurer on the form provided by that officer. A Senior Member must pay for meals at

meetings not attended unless he or she has timely notified the Secretary-Treasurer of non-attendance (the same rule as applies to all other members). Anyone who is a Senior Member as of October 14, 1997 (the date of adoption of these Amended Articles of Association) shall remain a Senior Member even if he or she would not so qualify hereunder.

2. The membership of any Active Member shall be automatically terminated for failure to attend 50% of the meetings during the Council's fiscal year unless the member shall have been granted a leave of absence. Leave of absence will be granted, upon written or oral request, by the Secretary/Treasurer. Leave of absence will be granted for sickness, travel, out-of-town commitments, professional obligations requiring continued out-of-town activity, and educational improvement. All members must be in good standing in their local professional associations and loss of such shall result in immediate termination of membership in the Council.
3. Applications of new members to the Council shall be submitted to the Executive Committee, who thereupon will vote on each application separately (not sooner than 10 days' after mailing written notice of the application to the membership), and a majority of votes for such applicant shall be required for the election of the applicant as a member of the Tacoma Estate Planning Council.

#### **ARTICLE IV. OFFICERS**

1. The Officers of the Council shall consist of a President, a Vice President, and a Secretary-Treasurer. All of the Officers shall be selected by a vote of a majority of the members of the Council present at each annual meeting, and shall hold office for one year and until their successors shall be chosen. Not more than one member of each of the four groups described in Article III may be elected, appointed, or serve as an officer of the Council for concurrent terms. At Large members may not be officers.
2. The President shall be chief executive officer and shall preside at all meetings of the Council.
3. The Vice President, in addition to assuming the duties of President when the President is unable to act or is unavailable, shall have the responsibility for providing the programs, speakers, entertainment and the like for each regular meeting of the Council.
4. The Secretary-Treasurer shall have custody of all funds and property of the Council and shall deposit all funds of the Council in a Bank or Trust Company located in the City of Tacoma; all withdrawals of such funds shall be on checks or orders signed by one of the officers. The Secretary-Treasurer shall prepare and submit a statement of the financial condition of the Council at the annual meeting and at such time and in such manner as the Executive Committee shall require. The Secretary-Treasurer shall also keep Minutes of all meetings of the Council, carry on the correspondence of the Council, execute official documents with the President in the name of the Council, and perform such other duties as are ordinarily performed by the Secretary.
5. Each year before the regular meeting in March, the Executive Committee shall compile a slate of candidates for the offices for the coming year, to consist of one candidate per office. Unless in the judgment of the Executive Committee it would be contrary to the Council's best interests, the candidate for President shall be the currently serving Vice President and the

candidate for Vice President shall be the currently serving Secretary-Treasurer. The candidate for Secretary-Treasurer shall be selected from the Active Members of the group described in Article III from which the current immediate past President comes. The slate shall be distributed with the notice for the March meeting. Members may submit additional nominations in writing to the Secretary any time during the six weeks following the March meeting. Nominations may not be made at any other time or in any other manner. The election of officers shall be conducted at the annual meeting and the new officers thereupon installed.

#### **ARTICLE V. COMMITTEES**

1. Executive Committee. The Executive Committee shall be composed of the President, Vice President, Secretary-Treasurer and the immediate past President. In addition to the duties herein specifically designated, the Executive Committee shall be vested with all powers and authority necessary or proper to carry on all business of the Council as well as its governance.
2. Other Committees. Such other committees as shall be deemed necessary may be appointed by the Executive Committee, with such duties and responsibilities as the Executive Committee may designate.

#### **ARTICLE VI. MEETINGS**

1. Meetings for the furtherance of the objects of this Council may be called by the Executive Committee at stated times, or from time to time in its discretion, and the program of such meetings shall be arranged by the Executive Committee. No person may attend as a guest more than one meeting each fiscal year.
2. The annual meeting of the Council shall be held on the second Tuesday in May of each year at such time and place as may be selected by the Executive Committee. The Secretary shall mail each member a notice of the meeting at least five (5) days prior to the date of same.
3. The Secretary shall mail to the membership a notice of each regular meeting not less than seven days before the date of the meeting. Forty per cent of the members of the Council shall constitute a quorum at any regular, special or annual meeting of the Council. Any member may, in writing addressed to the Secretary, request the Committee to bring up any matter for discussion at any meeting, except the annual meeting.

**ARTICLE VII. INITIATION FEE AND DUES**

The revenues of the Council shall be provided by the following charges: an initiation fee of \$60 to be paid by each new Member within thirty (30) days after notice of admission to the Council; annual dues of \$40 for each Active Member; annual dues of \$25 for each Senior Member. All dues are payable by the Friday following the regular December meeting of each year, provided that any Member who pays his or her dues later than the Friday following the regular November meeting of a year shall pay dues in the amount of \$80 (regardless of whether the Member is an Active Member or a Senior Member). Any Member who has not paid the annual dues by the Friday following the regular December meeting shall be automatically terminated as a Member. A person whose Membership is terminated for failure to timely pay annual dues may apply for readmission on the same basis as any other person, including the requirement to pay the initiation fee.

**ARTICLE VIII. ADVERTISEMENT; USE OF ROSTER**

No member of this Council may use membership herein in any form of advertisement or solicitation of business. The membership roster of the Council is confidential and, except with the express written authorization of the Executive Committee (which it may condition as it deems appropriate), may be used by an individual member only for routine professional announcements or for the communication of information which, in the considered judgment of the member, is likely to be of significant interest to the other members to whom it is sent.

**ARTICLE IX. AMENDMENTS**

These Articles of Association may be amended at any regular, annual or special meeting of the Council at which there is a quorum, by vote of two-thirds of the members present, provided that notice setting forth such proposed amendments shall have been mailed to all Active Members at least ten (10) days prior to the date of such meeting.

**ARTICLE X. DISTRIBUTION OF ASSETS ON DISSOLUTION**

In the event of the final dissolution of this Council, its assets shall be distributed to such organization (determined to be qualified under Section 501(c)(3) of the Internal Revenue Code) which the Executive Committee selects which promotes the interests of estate planners or the public.

I hereby certify that the foregoing is a true and correct copy of the Amended & Restated Articles of Association as adopted by unanimous vote of the Tacoma Estate Planning Council on October 14, 1997 and amended by unanimous vote of the Council on March 14, 2000.

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SECRETARY-TREASURER