

**ARTICLES OF ASSOCIATION  
OF  
THE ESTATE PLANNING COUNCIL  
OF NORTHERN NEVADA**  
(AS AMENDED and RESTATED SEPTEMBER 19, 2008)

**I  
NAME**

The name of this association shall be the "Estate Planning Council of Northern Nevada."

**II  
OBJECT**

The objects of the Council shall be:

1. To foster intelligent cooperation and a cordial understanding among the members as to the proper relationship between the functions of the attorney, Certified Public Accountant, Chartered Life Underwriter, trust advisor, Chartered Financial Consultant, and Certified Financial Planner in the field of estate planning;
2. To assist its members in keeping abreast of laws and conditions affecting business and personal taxation and the problems of estate accumulation and conservation so as to improve the knowledge of each member within his/her sphere; and with these objectives;
3. To encourage its members to have as their ultimate goal the rendering of the best professional services to the public.

**III  
MEMBERSHIP**

The voting membership of this Council shall consist of:

1. Officers of trust companies or banks maintaining trust departments, which are actively engaged in trust or estate operations and administration.
2. Officers of northern Nevada-based local banks which do not maintain trust departments, but which have expressed an interest in assisting their customers with estate planning needs.
3. Chartered Life Underwriters (CLU).
4. Chartered Financial Consultants (ChFC).

5. Attorneys.
6. Certified Public Accountants (CPA).
7. Certified Financial Planners (CFP).

Membership shall not be limited for the Council and for each profession. All members must be interested in and actively practicing estate planning or related subjects in Northern Nevada.

Associate members shall consist of any person actively involved in a calling or profession directly related to estate planning such as planned giving, elder care, and the like. Associate members are not entitled to vote or to hold office in the Council. The Executive Committee shall determine the number of Associate Memberships allowed and the suitability of each applicant for membership as an Associate Member or may delegate this duty to a Membership Committee.

#### IV

#### EXECUTIVE COMMITTEE

All powers necessary for the government of the Council shall be vested in an Executive Committee composed of the officers and the immediate past President.

#### V

#### OFFICERS AND EXECUTIVE COMMITTEE

The Officers of the Council shall consist of a President, a Vice-president, a Secretary, and a Treasurer. All Officers are members of the Executive Committee. The Vice-president is the Chairperson of the Program Committee. A Membership Chairman (who shall be the immediate past president) and the Chairperson of any Chapter formed pursuant to Article XVI are also members of the Executive Committee, but are not Officers.

#### VI

#### QUORUMS

All members of the Executive Committee are voting members and a quorum is present for the transaction of any business when any three of the Officers are in attendance. The Executive Committee shall have the power to fill, for the unexpired term, any vacancy which may occur either in their own body or in the officers, by a concurrence of a majority in attendance at any meeting where a quorum is present. Eleven members present at any regular meeting of the membership of the Council shall constitute a quorum for the transaction of business. Six members present at a Chapter meeting shall constitute a quorum for the transaction of Chapter business.

///

///

## VII

### NOMINATION AND ELECTIONS

The President shall, at least fifteen (15) days prior to the date of each annual meeting, appoint one member from any of the groups specified in Article III, as a Nominating Committee to submit a list of nominees for officers of the Council, and for members of the Executive Committee, to be voted upon at the annual meeting. Such committee shall file the names of their nominees with the Secretary at least ten (10) days before the date of the meeting. In addition, any nine (9) members, by notice in writing filed with the Secretary at least five (5) days before the date of the meeting, may nominate candidates for officers of the Council and for members of the Executive Committee. The members shall be entitled to vote for any candidate named by either one of the above methods at such meeting. The candidate receiving the majority of votes of the members present shall be declared elected.

At the meeting called for the organization of the Council and the adoption of these Articles, the Executive Committee and the officers shall be elected by a majority vote of the members then present, and shall hold office until their successors are elected and qualified as hereinbefore provided.

## VIII

### ANNUAL MEETING

The annual meeting shall be held at a time and in a place selected by the Executive Committee. The Secretary shall mail to each member by post or electronic means to the addresses supplied by the member a notice of the meeting at least five (5) days prior to the date thereof. The Association's fiscal year shall end August 31 of each year.

## IX

### EXECUTIVE COMMITTEE MEETINGS

Meetings of the executive Committee may be called by the President at his/her discretion, or when requested to do so by two (2) or more committee members to establish rules of procedure and practice for its meetings, vote on Council business and otherwise conduct the business of the Council, subject to the approval of, or amendment by the Council.

## X

### COMMITTEES

The President of the Council and in his/her absence, the Vice-president, shall, with the advice and consent of the Executive Committee, have the power to appoint committees on programs, membership, ethics, cooperation, education, legislation, and publicity, and such other committees as he/she shall deem advisable to further the interests of the Council and its members, and to

delegate to such committees such power and authority as the executive Committee shall deem advisable.

## XI

### MEETINGS

Meetings for the furtherance of the objectives of this association may be called by the Executive Committee at stated times, or from time to time in its discretion. The program of such meetings shall be arranged by the Executive Committee and the Program Committee. Any member may, in writing addressed to the Secretary, request the Executive Committee to bring up for discussion at any meeting, except the annual meeting, any matter in which he/she may be interested.

## XII

### DUTIES OF OFFICERS

The President shall preside at all meetings of the Council and the Executive Committee, and perform the duties herein set forth.

The Vice-president shall perform the duties of the President in the absence of the President.

The treasurer shall have custody of all funds and property of the Council. He/she shall deposit all funds of the Council in the name of the Council in a bank, trust company or other depository banking institution located in Northern Nevada. All withdrawals of such funds shall be on checks or orders signed by the Treasurer or President. He/she shall prepare and submit a statement of the financial condition of the Council at the annual meeting and at such times and in such manner as the Executive Committee may require.

The Secretary shall keep a record of proceedings of all meetings of the Council and the Executive Committee and he/she shall be responsible for the mailing of notices of meetings and other communications to members.

Officers may perform other functions as deemed appropriate by the Executive Committee, from time to time.

## XIII

### EXPENSES AND DUES

The expenses of the Council, except the cost of the annual dinner and other events that shall be determined in the sole discretion of the Executive Committee to be self supporting, shall be provided for out of the annual dues. Dues shall be in the amount determined by the Executive Committee and shall be paid within three (3) months following the annual meeting each year. Applicants for membership shall pay dues in the full amount if the application is accepted within the first six (6) months of the fiscal year (September – February) and one-half of the annual dues

amount if the application is accepted within the last six months of the fiscal year (March – August).

No assets of the association shall inure to the benefit of any individual member and in the event of dissolution or termination of the association any remaining assets shall be distributed to the National Association of Estate Planners and Councils, a non-profit Delaware corporation.

#### XIV

#### ADVERTISEMENT

No member of this association shall use his/her membership in the Council in any form of public advertisement or solicitation of business. The directory of members for the private use of the members only and shall not be used for solicitation or commercial purposes.

#### XV

#### CHAPTERS

The Executive Committee may authorize a Chapter or Chapters to be formed in areas outside of the Reno area. For the convenience of the members in a specified area and in order to meet the objects expresses in Article I of these Articles, Chapters may meet from time to time as established in Article XI, apart from or together with general meetings of the membership. Chapters shall elect a Chapter Chairperson at a Chapter meeting. The Chapter Chairperson shall serve for one year and may be re-elected for up to three consecutive terms. The Chapter Chairperson shall conduct the business of the Chapter and meetings of the Chapter.

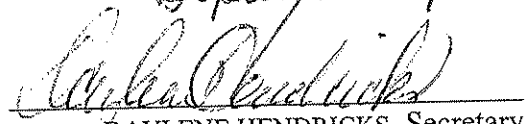
#### XVI

#### AMENDMENTS

These Articles of Association may be amended at any annual or special meeting of the Council by a vote of two-thirds (2/3) of the members present, provided that notice setting forth the proposed amendment shall have been mailed by post or electronic means to all members at least five (5) days prior to the date of such meeting and provided further, that the Executive Committee shall have theretofore approved such amendment in writing.

#### CERTIFICATION OF SECRETARY

DAYLENE HENDRICKS, the duly elected Secretary of the Estate Planning Council of Northern Nevada hereby certifies that the foregoing Articles of Association of the Estate Planning Council of Northern Nevada (as amended) are current as of September 19, 2008

  
DAYLENE HENDRICKS, Secretary