



NAEPC NATIONAL STRUCTURE

Statement of Purpose

History

By Laws

National Board Member Nomination

Refer to the www.naepc.org for:

Current NAEPC Officers and Directors

Council Membership Application

National Conferences



National Association of Estate Planners & Councils

1120 Chester Avenue - Suite 470 - Cleveland, OH 44114

“Serving Individual Members and Their Local Councils”

The National Association of Estate Planners & Councils is an organization whose primary goal and emphasis focus on a program of community awareness in the area of Estate Planning. The NAEPC is unique in that it spans the disciplines that contribute to the estate planning process and fosters a team concept of working together to accomplish the client’s goals.

Particular focus is on:

Accounting
Insurance
Law
Trust Services

One of the NAEPC stated purposes is to develop and maintain a certification program to recognize professionals who have met the criteria necessary to receive the coveted “Accredited Estate Planner” designation and are committed to the team approach in Estate Planning.

The NAEPC serves to assist its individual members and their local councils by providing a forum to maintain and strengthen:

- Their cutting-edge awareness of the continually changing and expanding opportunities
- Communication and development of common language between the four disciplines
- A unified point of approach

NAEPC History

Although the very first Association of Estate Planners was formed in Boston in 1931, it wasn’t until 1963 that councils across the nation united as the National Association of Estate Planners and Councils.

This association strengthens new councils and broadens the effectiveness of those councils and members that are already established. In 1987 the National Association of Estate Planning Councils announced the birth of the National Association of Estate Planners. In 1995 the two groups merged to form the National Association of Estate Planners and Councils.



National Association of Estate Planners & Councils

Revised & Restated Bylaws

for the National Association of Estate Planners and Councils

1. Name. The name of this corporation is “National Association of Estate Planners & Councils.” The corporation may also refer to itself as formerly the “National Association of Estate Planning Councils” and as successor to the “National Association of Estate Planners” and may use any and all trademarks and logos used by those organizations, including the designation “Accredited Estate Planner.” In these By-Laws the corporation shall be referred to as the “Association,” and the Association is governed by a Board of Directors referred to as the “Board.”
2. Purposes. The specific purposes of the Association, as provided in the Certificate of Incorporation, are:
 - (a) To serve the best interests of the public, and to promote and enhance the welfare, ethical standards, and best interests of Estate Planning Councils.
 - (b) To establish and maintain a common meeting ground and medium for communication among Estate Planning Councils and their members, and to promote understanding and harmony among them and with the general public.
 - (c) To improve the stature of Estate Planning Councils and their members through self-discipline and educational programs, and to improve their qualifications to serve the public.
 - (d) To encourage talented students with high potential to enter the field of estate planning as members of Estate Planning Councils: and to sponsor and implement vocational guidance and scholarship programs.
 - (e) To administer the accreditation of professionals as “Accredited Estate Planner” and to continue the use and application of the “Accredited Estate Planner” designation.
3. Classes of Members. There shall be three classes of membership:
 - (a) Council Membership shall consist of participating Estate Planning Councils.
 - (b) Individual Membership shall consist of trust officers, certified public accountants, chartered life underwriters, attorneys, Accredited Estate Planners, certified financial planners, chartered financial consultants, and other professionals who are actively involved in the estate planning process for whom membership in a participating Estate Planning Council is not feasible admitted under criteria established and administered by the Board that encourage membership in Member Councils.
 - (c) Patron Membership shall consist of those individuals or entities that have made financial contributions to the Association to promote the objects and purposes of the Association consistent with criteria established, from time to time, by the Board.
 - (d) Honorary Membership shall consist of individuals selected by the Board who have rendered distinguished service in the field of estate planning or who otherwise have merited such membership.
4. Qualifications, Dues and Membership Procedures. Any Estate Planning Council is eligible to become a Member Council if it authorizes and includes as members at least each of the four (4) disciplines: trust officers, chartered life underwriters, attorneys, and certified public accountants. The initiation fee, if any, and dues and procedures for application and approval of councils and others for membership shall be established, from time to time, by the Board.
5. Meetings of the Association.
 - 5.1 The Association shall have an annual meeting and may have other meetings at such times and places as may be determined by the Board. Each Member Council shall have one (1) vote and may designate one (1) of its members as its representative to cast such vote. Individual Members shall

have 1/10 vote. Members authorized to cast at least ten (10) votes shall constitute a quorum for the transaction of any business of the Association.

5.2 Notice of meetings of the Association shall be mailed to each Member Council and each Individual Member at least thirty (30) days, but no more than sixty (60) days, before any meeting of the Association. The representatives of the Member Councils shall have full authority to organize their meetings and govern the conduct of their deliberations. Except where the Board generally authorizes proxy voting on amendments to the Certificate of Incorporation or other matters submitted with the notice of the meeting, the vote of a Member Council's representative must be cast by such representative in person. Except as otherwise provided in these By-Laws or by a resolution of the representatives of the Member Councils, the parliamentary authority for such meetings shall be the most current edition of Roberts Rules of Order.

6. Officers

6.1a Until January 1, 2003, the Officers of the Association shall (a) consist of a President, a Vice President, a Treasurer, and a Secretary, each of whom is a chartered life underwriter, certified public accountant, trust officer, or attorney, (b) be elected at each annual meeting, and (c) hold office from January 1 through December 31 of the year following their elections.

6.1b Effective January 1, 2003, the Officers of the Association shall (a) consist of a President, a President Elect, a Vice President, a Treasurer, and a Secretary, who are actively involved in the practice of estate planning and at least one of who represents each of the following categories of practitioners: (i) chartered life underwriter, (ii) certified public accountant, (iii) trust officer, (iv) attorney, and (v) certified financial planner, chartered financial consultant, or Accredited Estate Planner, (b) be elected at each annual meeting, and (c) hold office from November 1 through October 31 of the year following their elections at the Annual Meeting unless the Annual Meeting is in November, in which case they shall hold office from December 1 through October 31.

6.2 President. The President shall be the principal Executive Officer of the Association. The President shall preside at meetings of the Association, the Board, and the Executive Committee. Subject to direction by the Board, the other Officers, staff, and committees of the Association shall act under the supervision of the President.

6.3 President Elect. Effective January 1, 2003, there shall be an office designated the President Elect who shall exercise the authority and perform the duties of the President when the President is absent or unable to act.

6.4 Vice President. The Vice President shall exercise the authority and perform the duties of the President or the President Elect when the President or the President Elect is absent or unable to act.

6.5 Treasurer. The Treasurer shall supervise the custody, receipt, and disbursement of the funds of the Association and the maintenance of its financial records.

6.6 Secretary. The Secretary shall supervise the preparation of the minutes of the meetings of the Association, the Board, and the Executive Committee and shall have general charge of the membership records of the Association. The offices of Treasurer
Additional Duties. Subject to the direction of the Board, the President may assign additional duties to any Officer. Additional duties may also be assigned to any Officer by resolution of the Board.

7. Board of Directors.

7.1 Board of Directors: Authority and Composition.

- (a) All powers necessary for the governance of the Association shall be vested in a Board of Directors ("Board") consisting of the current officers, the immediate past President of the Association, at least twelve (12) and not more than fifteen (15) other representatives of Member Councils or Individual Members, and the Director Emeritus.
- (b) The twelve (12) to fifteen (15) other representatives and Individual Members shall consist of three (3) attorneys actively involved in the practice of estate planning, three (3) chartered life insurance underwriters actively involved in the practice of estate planning, three (3) certified public accountants or chartered accountants in active practice, three (3) trust officers actively involved in the practice of estate planning, and up to three (3) representatives of Member Councils or Individual Members actively involved in the practice of estate planning who hold a designation as a certified financial planner, chartered financial consultant, or Accredited Estate Planner.

7.2 Election of Directors. The Directors who are not also Officers shall be elected by the Members at the annual meeting for staggered three (3) year terms, commencing on January 1 of the year following their election, to the end that approximately one-third of the Directors are elected each year. Vacancies may be filled through appointment by the Board. Such appointees shall serve the balance of the unexpired term. In making the nominations for representatives on the Board, the Nominating Committee, or the Board, when vacancies are filled, shall encourage geographical diversity.

7.3 Director Emeritus. The Board may, from time to time, select up to five (5) additional members each of whom shall be designated as a "Director Emeritus." A Director Emeritus shall be a person whose service and dedication to the Association are so exemplary and outstanding that a special office is appropriate to encourage his or her continued participation with the Association. Each Director Emeritus' term shall be set at his or her election, and in the absence of a specified term, he or she shall continue until his or her resignation or removal by the Board. Each Director Emeritus shall be accorded all of the rights, privileges, and prerogatives of the other Directors as well as the additional esteem, eminence, and regard befitting their exemplary contributions to the Association.

7.4 Call, Notice and Quorum of Directors. The President, a majority of the Executive Committee, the Board, or one-third of the members of the Board may call a meeting of the Board. The Board shall meet at such time and place (or by telephone conference) as the President, the Executive Committee, or the Board may determine. Each Director shall be given at least five (5) days notice by telephone or facsimile transmission or ten (10) days written notice by mail of a telephone conference meeting and thirty (30) days written notice by mail in the case of other meetings. However, the Board may meet during and immediately following each meeting of the Association upon verbal announcement given at such meeting. A quorum of the Board for the transaction of business shall be one-third of its members excluding vacancies.

8. Committees of the Board of Directors

8.1 Executive Committee. It is contemplated that the Board will designate the Officers and the immediate past President, who are members of the Board, as an Executive Committee. Except as may otherwise be provided by resolution of the Board, such Committee shall have and may exercise all of the powers and authority of the Board to the fullest extent permitted by law.

8.2 Nominating Committee. Except as otherwise provided by resolution of the Board, the immediate past President and three (3) other individuals appointed by the immediate past President shall constitute a Nominating Committee to propose a nominee for each office and each directorship to be filled at the next annual meeting. The Nominating Committee shall be composed of one (1) member from each of the four (4) disciplines entitled to serve as Officers.

8.3 Accreditation Committee. The Accreditation Committee shall have the initial responsibility for administering the Accredited Estate Planner Program and assuring that Board resolutions are implemented.

- 8.4 Other Committees and Groups. The Association may have such additional committees and constituent groups as the Board may establish. Unless otherwise provided by resolution of the Board, the chairman and other members of such committees shall be appointed by the President.
- 8.5 Board Procedures and Policies. The Board may, by resolution, adopt, amend, and rescind procedures, policies, and other rules relating to the Board, Officers, Executive Director and staff, agents, committees, groups established by the Board, awards, projects, and programs of the Association. Except as otherwise provided by a resolution of the Board, the parliamentary authority for meetings of the Board, Executive, and other committees and groups shall be the most current edition of Roberts Rules of Order.
9. Executive Director. An Executive Director of the Association may be appointed by the Board.
10. Indemnification. The Association shall indemnify any Director, Officer, committee member, employee, or agent or former Director, officer of a constituent group established by the Board, committee member, employee, or agent of the Association, or any person who may have served at its request as a director, officer, committee member, employee, or agent of another corporation or other organization, whether for profit or not for profit, against expenses actually and necessarily incurred by her or him in connection with the defense of any action, suit, or proceeding in which she or he is made a party by reason of being or having been such director, officer, committee member, employee, or agent, except in relation to matters as to which she or he shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of a duty.
11. Removal of Officer or Director. The representatives of the Council Members at a meeting of the Association or the Board may remove any Officer or Director by two-thirds majority vote of those present, or, in the case of a telephone conference meeting of the Board, the Directors joining in such conference, and, in either case, the number present or joining in a telephone conference constitutes a quorum for the transaction of business. Unless excused by the President, the Executive Committee, or the Board, an Officer or Director may be removed for failure to attend (or join in by telephone) two (2) consecutive meetings.
12. Amendment of By-Laws.
- (a) The By-Laws of the Association may be altered, rescinded, or annulled by a two-thirds vote of the voting Members represented at any regular meeting.
 - (b) Alternatively, the Board, by a two-thirds vote of the Directors, may amend the By-Laws, such amendment to be submitted by mail to the voting Members and shall be deemed adopted unless revoked by the Members within sixty (60) days after mailing. The amendment shall be considered revoked if, within sixty (60) days of the mailing of the notice, one-third of the Members have notified the Secretary in writing of their disapproval of the amendment.

APPROVED AND ADOPTED by the Members at Boston Massachusetts, as of this 5th day of October, 2000.

Robert M. Oliver, III, President

Amended October 17, 2003

Amended May 7, 2004



National Association of Estate Planners & Councils

1120 Chester Avenue - Suite 470 - Cleveland, OH 44114

Nomination for NAEPC Board of Directors

Date: _____

Nominee: _____

Firm: _____

Address: _____

City: _____ State: _____ Zip: _____

Phone: _____ Fax: _____

E-mail: _____

Attorney CPA CLU Trust Officer AEP

Other: _____

Local Council: _____

Offices Held: _____

Awards: _____

Committees Chaired: _____

Please attach brief business history.

Please state briefly why you feel this individual would be an outstanding addition to the NAEPC Board: _____

Your name: _____ Phone: _____

E-mail: _____

Signature: _____