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The Law Society

## **BYE-LAWS OF THE LAW SOCIETY**

[Adopted on 15 July 1993 by a General Meeting of members of the Society and incorporating subsequent amendments passed up to and including 15 July 2010.]

### **Membership and associate membership**

#### **Election to membership**

- 1(1) The Council may appoint and elect to be a member of the Society any person who is eligible under the Charter including any registered European lawyer who is registered with the Society in accordance with Directive 98/5/EC. The Council may give consideration for election to membership to any eligible candidate, whether or not he has applied for membership. Where a candidate applies for membership he shall agree to abide by the Charter, Bye-Laws and regulations of the Society.
- (2) Where the Council has elected a person to membership and that person has not previously applied for membership, the election shall be regarded as provisional until the expiry of 28 days from the date of election, and the person shall not be entitled to exercise any of the privileges of membership (including voting rights) for that time. During that period, the person may indicate in writing to the Chief Executive that he does not wish to take up membership, in which case the provisional election shall be cancelled. Subject to the person not taking up the election in accordance with this paragraph, once the election ceases to be provisional the member shall be deemed to have agreed to abide by the Charter, Bye-Laws and regulations of the Society and he shall thereupon be entitled to exercise the privileges of membership.
- (3) Elections to membership shall be carried out in accordance with arrangements made by the Council under Section 79 of the Solicitors Act 1974.

#### **Annual Subscription**

- 2(1) The Council may require any member to pay an annual subscription to the Society of such amount as it may fix from time to time.
- (2) The Council may divide members into classes for the purpose of fixing different rates of subscription for them.
- (3) The Council may generally regulate and vary from time to time the annual subscription payable by members or different classes of members.

#### **Register of members**

- 3(1) The name and address of every member ("his registered address") shall be kept by the Chief Executive in a Register of Members.

- (2) The address of a member to be entered in the Register of Members shall be:
- (a) For any member practising in England and Wales the address of the main office at which he practises.
  - (b) For any member employed but not practising in England and Wales the address at which he is employed.
  - (c) For any member resident in England and Wales but who is not practising or employed the address of his residence.
  - (d) In the case of any member not practising, employed or resident in England and Wales, any address in England and Wales nominated by the member, together with his address outside England and Wales.

### **Associate members**

- 4 The Council may elect trainee solicitors as associate members of the Society for such period as they shall think fit. No person shall remain an associate member after admission as a solicitor.

### **Change of address**

- 5 A member who changes his registered address shall inform the Chief Executive.

### **Register to be conclusive**

- 6(1) The Register of Members shall be deemed to contain a correct list of the members and of their registered addresses.
- (2) The Chief Executive shall make available for inspection at the Society's Hall a copy of the Register of Members as at 1st March in each year.

### **[Suspension of members]**

[7]

### **[Expulsion of members]**

- [8] [Bye-Laws 7 and 8 deleted and replaced with new Bye-Law 7 on 17 July 2008]

### **Termination of membership**

- 7(1) A member who is in default with the annual subscription payable by him under Bye-Law 2 for such period (of not less than one month) as shall be fixed by the Council shall cease to be a member of the Society, but shall remain liable for the outstanding subscription due. This paragraph shall not apply unless the member has received notice from the Chief Executive of his indebtedness and has been given not less than seven days in which to pay the outstanding subscription due.
- (2) If the name of a member who is a solicitor is struck from the Roll or, being a registered European lawyer he ceases to be so registered, he shall thereupon cease to be a member of the Society, remaining liable for any outstanding subscription which is due.

- (3) If a member who is a solicitor is suspended from practice or, being a registered European lawyer, his registration is suspended, he shall subject to (5) be suspended from exercising any rights or privileges of being a member during the period of the suspension.
- (4) The Council may for such period as it thinks fit and for such reasons as it considers appropriate suspend any member from using the facilities of the Society's Hall or exercising some or all of the other rights or privileges of membership, provided –
- (a) the member concerned is given not less than 14 days' notice in writing of the proposed suspension; and
  - (b) the member is afforded a reasonable opportunity to make representations concerning the proposed suspension.
- (5) The Council may expel from the Society any member who –
- (a) is an undischarged bankrupt, or who has entered into a deed of arrangement with his creditors;
  - (b) has been suspended from practice (whether or not he has been or is suspended from membership in accordance with (3));
  - (c) is a person subject to Part VII of the Mental Health Act 1983;
  - (d) has not paid a penalty or costs ordered by the Solicitors Disciplinary Tribunal;
  - (e) has had an order made against him for the issue of a writ of attachment; or
  - (f) has had his registration as a European lawyer suspended (whether or not he has been or is suspended from membership in accordance with (3)).

Expulsion under this paragraph shall not affect the former member's liability to pay any outstanding subscription.

- (6) In addition to the powers exercisable under (5), and whether or not the member has been or is suspended, the Council may also expel a member whose conduct appears to render him unfit to remain a member, provided –
- (a) the member concerned is given not less than 14 days' notice in writing of the proposed expulsion; and
  - (b) the member is afforded a reasonable opportunity to make representations concerning the proposed expulsion.

Expulsion under this paragraph shall not affect the former member's liability to pay any outstanding subscription.

## **Honorary Membership of the Council and of the Society**

### **Honorary Membership of the Council**

- 9(1) The Council may elect persons as honorary members of the Council on account of their distinction and eminence for such periods as they think fit. Honorary members of the Council shall not pay any entrance fee or annual subscription.

- (2) The privileges of honorary members of the Council shall be decided by the Council.

### **Honorary Membership of the Society**

- 10(1) Honorary members of the Society shall be persons elected as such by the Council for such period as they think fit who are either:-
- (a) lawyers in any jurisdiction who are neither otherwise eligible for election as members of the Society nor members of the English Bar ordinarily resident in England and Wales; or
  - (b) persons (whether or not solicitors) who have rendered distinguished service to the Society or to the Law, or who are able to assist the Society in promoting its objects, or who are otherwise deserving of recognition by the Society on account of their distinction or eminence.

Honorary Members of the Society shall not pay any entrance fees or annual subscription.

- (2) The privileges of Honorary Members of the Society shall be decided by the Council.

### **Affiliate status**

#### **Affiliate status**

- 11(1) Subject to Bye-Law 11A, the Council may grant affiliate status to any foreign lawyer not eligible for election as a member of the Society. The privileges of affiliate status shall be decided by the Council. Holders of affiliate status shall not be members of the Society.
- (2) In this Bye-Law "foreign lawyer" means a person who is not a solicitor or barrister admitted or called in England and Wales, but who is a member of a legal profession regulated within a jurisdiction outside England and Wales, and entitled to practise as such.

11A The Council may –

- (1) Discontinue the grant of affiliate status under Bye-Law 11.
- (2) Resolve that the persons holding affiliate status at that time shall thereafter hold such other status as it may create, and be described in such other way, as it thinks fit.
- (3) Resolve, if it has exercised the powers in (1), that persons who would, but for the exercise of those powers, have been eligible for the grant of affiliate status shall hold the status, and be described in the way, it has decided under (2).

### **Annual general meetings**

#### **Date and place of annual general meeting**

- 12 The annual general meeting shall be held on a date fixed by the Council. The meeting shall take place in the Society's Hall, or such other place decided by the Council.

### **Preliminary notice**

- 13 Preliminary notice of the annual general meeting shall be posted in the Society's Hall and published at least 70 clear days before the date of the meeting.

### **[Date for receipt of nominations]**

[14] [Bye-Law 14 deleted on 19 July 2007]

### **Notice of motion**

- 15(1) Thirty or more members, or the president and secretary of a local law society authorised to do so, may give written notice of an appropriate motion to be moved at the annual general meeting. The notice must be received by the Chief Executive at least 42 clear days before the date of the meeting.
- (2) The notice may be accompanied by a statement of not more than 1000 words relating to the motion.

### **Notice of the annual general meeting**

- 16(1) Notice of the annual general meeting shall be published at least 28 clear days before the date of the meeting.
- (2) The notice shall state any appropriate motion to be moved at the meeting and the names of the members who have given notice of it. The notice shall request members of the Society to inform the Chairman in advance of any amendment which they wish to move to the motion but shall also state that failure to do so will not prevent the amendment being moved.
- (3) Any statement received under Bye-Law 15(2) shall be published at the same time as the notice of the meeting.
- (4) The Council may publish at the same time as the notice of the meeting a statement of not more than 1000 words on any motion.
- (5) Accidental omission to give notice to a member shall not invalidate the meeting.
- (6) The Chief Executive shall remove from the text of any appropriate motion or any statement received under Bye-Law 15(2) any material the publication of which might, in his opinion, be unlawful. If substantially the whole motion consists of such material it shall not be included in the notice of the meeting.

### **Business of annual general meeting**

- 17(1) The business and order of business at an annual general meeting shall be as follows:-
- (a) The Chair shall be taken under Bye-Law 26.
  - (b) Approval of the minutes of the previous general meeting.
  - (c) Declaration of persons elected as Auditors.
  - (d) Declaration of persons elected as members of the Council.
  - (e) Reception of the Annual Report of the Council.
  - (f) Approval of the Accounts as signed by the Auditors, whether circulated in full to all members or circulated in summary form.

- (g) Any business introduced by the Council.
  - (h) Appropriate motions under Bye-Law 15(1), the text of which has been published under Bye-Law 16(2).
  - (i) Any other business which may, consistent with the Charter and Bye-Laws, be introduced.
- (2) The Council may publish its Annual Report to members on the Society's website, provided hard copies are available on request to any member and are available at the annual general meeting.

## **Special general meetings**

### **Special general meeting convened by the Council**

- 18 A special general meeting may be called by the Council.

### **Special general meeting requisitioned by members**

- 19(1) One hundred or more members may at any time by requisition sent to the Chief Executive require the Council to call a special general meeting to consider a motion set out in the requisition. The Council shall call a meeting accordingly, to be held not earlier than 42 or later than 70 clear days from the date the requisition is received.
- (2) The requisition may be accompanied by a statement of not more than 1000 words on the motion set out in the requisition.

### **Procedure if Council refuse to call special general meeting**

- 20 If the Council do not call a special general meeting in accordance with the requisition, any ten of the members who signed it may send to the Chief Executive a notice naming a day and time for holding the meeting, which shall be at least 42 clear days from the date the notice is received, and it shall be the duty of the Chief Executive to call the meeting accordingly.

### **Notice of special general meeting**

- 21(1) Notice of every special general meeting, stating its purpose, including any motion to be moved, and stating on whose requisition (if any) it is called, shall be posted in the Society's Hall and published at least 28 clear days before the date of the meeting. The notice shall request members to inform the Chairman in advance of any amendment which they wish to move to the motion but shall also state that failure to do so will not prevent the amendment from being moved.
- (2) Any statement received under Bye-Law 19(2) shall be published at the same time as the notice of the meeting.
- (3) The Council may publish at the same time as the notice of the meeting a statement of not more than 1000 words on the motion.
- (4) Accidental omission to give notice to a member shall not invalidate the meeting.
- (5) The Chief Executive shall remove from the text of any motion or any statement received under Bye-Law 19(2) any material the publication of which might, in his opinion, be unlawful. If substantially the whole motion consists of such material it shall not be included in the notice of the meeting.

### **Limitation of business at special general meeting**

- 22 No business shall be transacted at a special general meeting other than that of which notice has been given.

### **Order of business at special general meeting**

- 23 At special general meetings the order of proceedings shall, so far as applicable, be the same as at annual general meetings.

### **Venue of special general meeting**

- 24 All special general meetings shall be held in the Society's Hall or such other place as the Council may decide.

## **Provisions common to all general meetings**

### **Quorum**

- 25(1) Subject to paragraph (3), the quorum for all general meetings shall be 50 members.
- (2) No business shall be transacted at a general meeting unless a quorum exists at the time the business is transacted.
- (3) If 50 members are not present within 15 minutes after the time appointed for a general meeting, the meeting, if called on requisition, shall not be held. Otherwise the meeting shall be adjourned to the same day in the next week at the Society's Hall, when those who are present shall be a quorum in any event.

### **Chairman**

- 26 At all general meetings the President of the Society, if present, shall take the Chair. In the absence of the President, the Vice-President, or, in the absence of both the President and the Vice-President, the Deputy Vice-President, shall take the Chair. In the absence of the President, Vice-President and Deputy Vice-President, one of the Council members, to be chosen by the Council, shall take the Chair. In the absence of the President, Vice-President, Deputy Vice-President and all the Council members, a member of the Society to be chosen at the meeting shall take the Chair.

### **Adjournment**

- 27(1) Every general meeting shall have power to adjourn by resolution of the members present.
- (2) If the meeting is adjourned, the business of the adjourned meeting shall be stated before the adjournment and entered in the minutes. No business shall take place at the adjourned meeting other than that stated and entered accordingly.
- (3) Notice shall be posted in the Society's Hall of the adjournment of any general meeting.

## **Voting**

- 28 All questions shall be decided by a majority of the members present and voting except where otherwise provided by the Charter or these Bye-Laws. The Chairman shall have a second, or casting, vote if there is a tie.

## **Postal voting**

- 29(1) Immediately after the Chairman has announced the result of the voting on any question other than adjournment of the meeting, a postal vote on the question may be directed by him or demanded by 20 members present, or 25% of the members present, whichever is the less.
- (2) The Chairman shall direct a postal vote if he considers that the views of the members should be sought on the question.
- (3) A direction or a demand for a postal vote may be withdrawn at any time before the adjournment of the meeting at which it is given or made.
- (4) A postal vote may also be demanded by 100 members, or by the secretaries of five local law societies authorised to do so, if they write, either individually or collectively, to the Chief Executive, and if their letters are received within 28 days after the date of the meeting.

## **Procedure for a postal vote**

- 30 The procedure for a postal vote shall be:-
- (1) The Chief Executive shall send a voting paper to every member. The voting paper shall contain:
- (a) a statement of the question on which the postal vote has been directed or demanded;
  - (b) the day, at least six days before the adjourned meeting, on or before which the voting paper must be received by the Postal Vote Scrutineer;
  - (c) instructions on how to vote; and
  - (d) the address of the Postal Vote Scrutineer to which the voting paper should be returned.
- (1A) The Council may cause to be issued with the voting papers a statement of up to 1000 words on the question on which the postal vote has been directed or demanded, and those members who oppose the Council's position on that question shall be afforded the opportunity of having a joint statement of up to 1000 words on the question issued with the voting papers. Any question as to the interpretation of this provision and entitlement to a statement shall be determined conclusively by the President.
- (2) The Postal Vote Scrutineer shall be responsible for examining and counting the voting papers and certifying the result of the postal vote.
- (3) The Postal Vote Scrutineer shall reject any voting paper which is unsigned, without the member's address, ambiguous in its intentions or which is received after the stated date. The Postal Vote Scrutineer shall reject any voting paper or purported voting paper delivered by facsimile transmission or through any electronic means.

- (4) The Postal Vote Scrutineer shall send a duplicate voting paper to any member on written request if it appears that the original has not been received by the member or has been spoilt, lost or destroyed.
- (5) Where a member has given a duly-executed power of attorney empowering him to do so, the attorney may (provided he is a member of the Society) complete the voting paper on behalf of the member to whom it had been addressed.
- (6) The report of the Postal Vote Scrutineer shall be signed by, or on behalf of, the Postal Vote Scrutineer, and shall contain:
  - (a) the total number of voting papers received;
  - (b) the number of voting papers received and the grounds of rejection;
  - (c) the total number of valid votes cast in favour of the motion; and
  - (d) the total number of valid votes cast against the motion.
- (7) The report of the Postal Vote Scrutineer shall be delivered to the Chief Executive and published in the Gazette and on the Society's website. The question which has been the subject of the postal vote shall be deemed to have been decided by the meeting at which it was considered when the report of the Postal Vote Scrutineer is received by the Chief Executive, and the report shall be appended to the minutes of that meeting. If there is a tie, the Chairman shall have a casting vote which he shall endorse on the report of the Postal Vote Scrutineer.
- (8) The Postal Vote Scrutineer shall retain the voting papers for one month following the submission of the report referred to in (6), after which they, and all information relating to specific votes cast electronically, may be destroyed.
- (9) In these Bye-Laws 'Postal Vote Scrutineer' means such person, or body of persons, as the Council may from time to time appoint.

### **Moving of motions**

- 31 A motion of which notice has been duly given may be moved by any member who signed the notice or requisition. In the absence of all such members it may be moved by any member authorised in writing by any member who signed the notice or requisition. In the absence of all such members it may be moved by any member present at the meeting.

### **Rules of debate**

- 32 Subject to the Chairman's discretion to regulate the proceedings, the following rules of debate shall be observed:-
- (1) No member shall speak more than once on the same question, except that the mover of any resolution shall be allowed to speak in reply, after which the debate shall be closed.
  - (2) A member who has spoken may, by permission of the Chairman, be again heard in explanation, but he shall not introduce new matter, or interrupt a member who is speaking.
  - (3) The mover of an original motion when moving the motion shall not, against the evident sense of the meeting as expressed by the Chairman, speak for more than 15 minutes. No other speaker shall speak for more than ten minutes without the permission of the Chairman.

- (4) Any member wishing to move the previous question, or that the question be now put, shall do so by moving that the meeting do proceed to the next business.
- (5) The mover of a motion for the adjournment, either of the meeting or of the debate, or that the question be now put, or that the meeting do proceed to the next business, may speak for not more than five minutes, and such a motion shall be seconded without a speech. One member (the mover of the motion or amendment under discussion to have the preference) may speak for five minutes against the motion, which shall then be put by the Chairman without debate.
- (6) If an amendment to an original motion has been moved and seconded, no second or further amendment shall be moved until the first amendment has been disposed of. If an amendment is carried, the motion as amended shall take the place of the original motion, and shall become the motion to which any further amendment may be moved.
- (7) No member shall move more than once that any one motion be amended.
- (8) The Chairman may call the attention of the meeting to continued irrelevance, repetition, unbecoming language or any breach of order on the part of a member and may direct the member to discontinue his speech or leave the meeting.

### **Adoption of resolutions**

- 33(1) Subject to Bye-Law 29, the following resolutions shall become binding immediately:
  - (a) the enactment, repeal or alteration of a bye-law;
  - (b) a resolution proposed by the Council and carried at the meeting at which it has been proposed;
  - (c) a resolution confirming, rescinding or varying the period of suspension of a member;
  - (d) a resolution expelling a member;
  - (e) a resolution carried as a result of a postal vote under Bye-Law 30.
- (2) Subject to Bye-Law 30, the Council shall have power to adopt any other resolution with immediate binding effect.
- (3) Subject to Bye-Law 30, and save as mentioned in (1) and (2) above, each resolution passed at a general meeting shall be binding on the Society and the Council unless within three months of the passing of the resolution the Council call a special general meeting (to be held not later than 70 days from the date of the Council's resolution) to re-consider it.

### **Restrictions as to matters previously discussed**

- 34 Subject to Bye-Law 33(3), no resolution in substance reversing a resolution previously passed, or re-proposing a resolution which has not been carried by a previous general meeting, shall, except by permission of the Chairman, be considered at any general meeting held within 12 months of the general meeting at which the previous resolution was considered.

### **Chairman's decision final**

35 The Chairman's decision shall be final on all questions of procedure or order.

### **Minutes**

36 Minutes of all general meetings shall be kept and shall be signed by the Chairman at the next general meeting. Any minutes so signed shall be conclusive.

### **Irregularities**

37 The validity of the proceedings at any meeting shall not be affected by an irregularity in the convening of the meeting or during the meeting, unless the irregularity is publicly complained of at the time, when the Chairman's decision on the complaint shall be final.

## **The Council**

### **Composition of the Council**

38 The Council shall consist of between 100 and 105 members, of whom 61 members shall be elected by the geographical constituencies and of whom 39 members shall be elected on a national basis in accordance with Appendix 3. Up to five members of the Council may be lay persons appointed by the Master of the Rolls.

39 The Council shall be competent to act until reduced below the number of 30.

### **Vacation of office**

40(1) A vacancy shall occur in the office of a member of the Council if -

- (a) he dies;
- (b) his resignation in writing is accepted by the Council;
- (c) he retires in rotation at the end of his term of office;
- (d) he ceases to be a member of the Society;
- (e) he abstains without the consent of the Council from attending three consecutive Council meetings;
- (f) he has been adjudged bankrupt or has entered into a deed of arrangement with his creditors;
- (g) he is subject to Part VII of the Mental Health Act 1983; or
- (h) he is removed from office under Bye-Law 69.

(2) A resolution of the Council declaring the reason for a vacation of office shall be conclusive.

### **Election date**

41(1) Where a vacancy occurs on the Council for a member from one of the geographical constituencies, it shall be filled by an election to be held on a date fixed by the Council (the "election date").

- (2) The Council shall fix another election date if the only nominated candidate for election dies on or after the last date for the receipt of nomination papers and on or before the election date.

### **Term of office**

- 42(1) Subject to (2) the term of office of a member elected to fill a vacancy in the office of a constituency Council member shall be:
- (a) until the end of the initial session of the fourth annual general meeting following his election (or the end of any adjourned meeting of the Council which began prior to that annual general meeting, if later) if the vacancy occurred as a result of retirement at the end of a term of office; and
  - (b) in any other case, until the end of his predecessor's term of office.
- (2) From the conclusion of the annual general meeting in 2005 the term of office of all Council members elected on a national basis shall be four years in each case, except that members filling seats representing trainee solicitors and Legal Practice Course students shall serve for a period of two years in each case.
- 43 Where there are two or more vacancies to be filled in respect of a constituency, the terms of office for which the successful candidates shall serve shall be determined:-
- (a) if the election was contested, such that the candidate with the highest number of votes shall be deemed to have been elected for the longest period. In the event of there being a tie between any two or more successful candidates, the question shall be decided by lot, the draw to be made by the Chairman of the scrutineers appointed under Bye-Law 63;
  - (b) if the election was not contested, such that a candidate who is a Council member and is retiring at the end of his term of office shall be deemed to fill the vacancy occurring as a result of his own retirement; and
  - (c) in any other case by lot, the draw to be made by the President, or failing him the Vice-President, or failing him the Deputy Vice-President.

### **Eligibility for re-election**

- 44 Subject to Bye-Laws 45 and 46 all retiring or resigning members of the Council shall be eligible for re-election.

### **[Retirement]**

- [45] [Bye-Law 45 deleted on 14 July 2005]

### **Disqualification**

- 46 Subject to Bye-Law 47, a member shall not be eligible for election as a Council member if:
- (a) he has been adjudged bankrupt or has made a composition or arrangement with his creditors;
  - (b) he is subject to Part VII of the Mental Health Act 1983.

- 47(1) Ineligibility of a person through having been adjudged bankrupt shall end:-
- (a) if the bankruptcy is annulled either on the ground that he ought not to have been adjudged bankrupt, or that his debts have been paid in full, on the date of the annulment;
  - (b) if he is discharged with a certificate that the bankruptcy was caused by misfortune without any misconduct on his part, on the date of discharge;
  - (c) in any other case, at the end of five years from the date of discharge.
- (2) Ineligibility of a person through having entered into a deed of arrangement with his creditors shall end:-
- (a) if he pays his debts in full, on the date on which payment is completed;
  - (b) in any other case, at the end of five years from the date on which the terms of the deed are fulfilled.

### **Constituencies**

- 48 England and Wales shall for the purpose of Council elections be divided into the constituencies set out in the Appendix. The number of Council members representing each constituency shall be as shown in the Appendix.

### **Eligibility of candidates**

- 49(1) Subject to Bye-Law 46, a member shall be eligible for election to the Council for a constituency only if:
- (a) his registered address is in the constituency; or
  - (b) he is a member of a local law society within the constituency.
- (2) A member who is an employee of the Society shall be eligible for election to the Council, but if elected shall (notwithstanding any other disqualification in accordance with Bye-Law 67A) be disqualified from exercising any Council functions (as defined in Bye-Law 67A(3)) until his employment with the Society has ceased.

### **Eligibility to nominate and vote**

- 50 Only members whose registered addresses are in the area of a constituency may:
- (a) nominate a candidate for election to the Council for the constituency; and
  - (b) vote in any poll held in the constituency.

### **Accidental omissions**

- 51 Accidental omission to send any notice or voting paper to a member at his registered address shall not invalidate an election.

### **Extracts from Register of Members**

- 52 The Chief Executive shall each year send to the honorary secretary of any local law society on request an extract from the Register of Members which relates to the constituency in which that local law society is situated.

## **Nomination of candidates**

- 53 Between two and ten members eligible under Bye-Law 49 may nominate any other eligible member for election as a member of the Council for their constituency.

## **Nomination form**

- 54(1) Nominations shall be made to the Chief Executive (on a form obtainable from him) to be received by him at least 42 clear days before the election date.
- (2) The nomination form shall require:
- (a) the name and registered address of the candidate;
  - (b) the constituency for which he is nominated;
  - (c) the name of the local law society or societies (if any) of which he is a member in the constituency;
  - (d) the names and registered addresses of the nominators;
  - (dd) any relevant information required in accordance with Bye-Laws 54A-54F; and
  - (e) such other information as the Council may from time to time decide.

The nomination form shall require the candidate's consent.

- (3) Each candidate may not later than seven days after the last day for receiving nominations supply a statement of not more than 1000 words, together with a photograph, for circulation by the Chief Executive with the voting papers under Bye-Law 59. The Chief Executive shall remove from any statement material the publication of which, in the opinion of the Chief Executive, might be unlawful.

- 54A(1) Each candidate shall on or before the last date for receiving nominations disclose in writing to the Chief Executive, in such manner as the Chief Executive shall require by specification in the nomination form, any adverse finding made against him by the Tribunal.

- (2) In this Bye-Law, 'adverse finding' means any findings or order of the Tribunal which led to the candidate –
- (a) being struck from the Roll of Solicitors, but only if his subsequent restoration to the Roll of Solicitors took place within the period of ten years ending on the last day for receiving nominations;
  - (b) being suspended from practice, either indefinitely or for a specified period, but only if the suspension ceased within the period of ten years ending on the last day for receiving nominations;
  - (c) being ordered to make payment of a financial penalty to Her Majesty, but only if the order was made within the period of ten years ending on the last day for receiving nominations;
  - (d) being excluded from legal aid work, either indefinitely or for a specified period, but only if the order was made within the period of ten years ending on the last day for receiving nominations; or

- (e) being prohibited from being restored to the Roll of Solicitors without the leave of the Tribunal, but only if his subsequent restoration to the Roll of Solicitors took place within the period of ten years ending on the last day for receiving nominations.
- 54B(1) Each candidate shall on or before the last day for receiving nominations disclose in writing to the Chief Executive, in such manner as the Chief Executive shall require by specification in the nomination form, any relevant criminal conviction against him.
- (2) In this Bye-Law, 'relevant criminal conviction' means any criminal conviction before a court in the United Kingdom, the Isle of Man or the Channel Islands, other than –
- (a) a conviction which by virtue of the Rehabilitation of Offenders Act 1974 does not need to be disclosed;
  - (b) a conviction in respect of which an absolute or conditional discharge was imposed; and
  - (c) a conviction in respect of a motoring offence, other than one in relation to which a sentence of disqualification from driving for more than 12 months was imposed.
- 54C Each candidate shall on or before the last day for receiving nominations disclose in writing to the Chief Executive, in such manner as the Chief Executive shall require by specification in the nomination form, any conditions currently placed on his practising certificate relating to practice only in approved employment.
- 54D(1) Each candidate shall on or before the last day for receiving nominations disclose in writing to the Chief Executive, in such manner as the Chief Executive shall require by specification in the nomination form –
- (a) any current criminal proceedings against him before any court in the United Kingdom, the Isle of Man or the Channel Islands; or
  - (b) any other criminal proceedings before such a court as is mentioned in (1)(a) which have been formally commenced, but where the case has not yet begun to be heard.
- (2) In this Bye-Law, 'formally commenced' in the context of criminal proceedings means, in relation to the candidate, the commencement of proceedings by –
- (a) the issue of a summons or the taking of the equivalent step in such a court as is mentioned in (1)(a); or
  - (b) being charged with a criminal offence in any of the jurisdictions mentioned in (1)(a).
- 54E(1) Each candidate shall on or before the last day for receiving nominations disclose in writing to the Chief Executive, in such manner as the Chief Executive shall require by specification in the nomination form, any current or pending regulatory proceedings against the candidate.
- (2) In this Bye-Law, 'current or pending regulatory proceedings' means any regulatory proceedings which are currently taking place, or where notice has been given to the candidate that such proceedings are to be taken, before –
- (a) the Tribunal;
  - (b) the Solicitors Regulation Authority; or

- (c) any other regulatory body exercising statutory powers to whose jurisdiction the candidate is subject.

54F(1) Each candidate shall on or before the last day for receiving nominations disclose in writing to the Chief Executive, in such manner as the Chief Executive shall require by specification in the nomination form, any relevant investigation of which the candidate is, or might reasonably be taken to be, aware.

- (2) In this Bye-Law, 'any relevant investigation' means any current investigation being carried out wholly or partly in relation to the candidate by -
  - (a) any police force in the United Kingdom, the Isle of Man or the Channel Islands; or
  - (b) the Serious Organised Crime Agency, or any successor to that body.

### **Nomination Committee**

- 55(1) A Nomination Committee shall be established in any constituency if the last date for receipt of nominations has passed without any nomination for the vacancy being received by the Chief Executive.
- (2) The Nomination Committee shall consist of at least one representative of each of the local law societies in the constituency. If there is only one local law society within the constituency, the Nomination Committee shall be the committee of that society.
- (3) If the last date for receipt of nominations has passed, and no nomination for that vacancy has been received, the Chief Executive shall inform the Honorary Secretaries of each local law society in the constituency, one of whom shall act as Honorary Secretary of the Nomination Committee. The Honorary Secretary of the Nomination Committee shall then after reasonable notice convene a meeting of the Committee to select the required number of candidates for nomination and election.
- (4) If at least five clear days before the election date the Honorary Secretary has informed the Chief Executive in writing of the name of a selected candidate for each vacancy and sent to the Chief Executive for each selected candidate a nomination form duly completed, the candidate shall be deemed duly nominated and eligible for election.
- (5) If the Honorary Secretary has not informed the Chief Executive of the name of a candidate under paragraph (4), then a vacancy shall again occur and the Council shall fix another election date in accordance with Bye-Law 41.

### **Preliminary notice of election**

- 56 Preliminary notice of an election in a constituency shall be posted in the Society's Hall and published at least 70 clear days before the election date.
- 57 The preliminary notice of each election shall state:-
  - (a) the number of vacancies to be filled in each constituency;
  - (b) the reason for each vacancy; and
  - (c) a date, at least 42 clear days before the election date, by which nominations of candidates must have been received.

### **Treatment of nominations**

- 58(1) If the number of candidates duly nominated for any constituency does not exceed the number of vacancies, then:
- (a) if the vacancy arises by retirement in rotation, the person nominated shall be deemed elected from the end of the annual general meeting and the election shall be declared to the annual general meeting;
  - (b) if the vacancy arose in any other case, the person nominated shall be deemed elected from the day after the last date for receipt of nominations. The election shall be published in the next available issue of the Gazette.
- (2) If there are more candidates than vacancies in a constituency, an election by voting papers ('a poll') shall be held.
- (3) If the number of candidates is less than the number of vacancies in any constituency, the Chief Executive shall so inform the Honorary Secretaries of the local law societies in that constituency at least 25 clear days before the election date.

### **Poll by voting papers**

- 59(1) If a poll is necessary, the Chief Executive shall at least 20 days before the election date send a voting paper to all members eligible to vote in the constituency. The voting paper shall contain:
- (a) the candidates' names in alphabetical order and their registered addresses;
  - (b) the number of vacancies to be filled;
  - (c) the date on or before which the voting paper must be received by the Election Scrutineer;
  - (d) instructions on how to vote; and
  - (e) the address of the Election Scrutineer to which the voting paper should be returned.
- (2) The Chief Executive shall include in or with the voting paper, in such form as he shall determine –
- (a) a statement of any matters disclosed by any of the candidates in that election in accordance with Bye-Laws 54A - 54F; or
  - (b) where no matters were disclosed in accordance with Bye-Laws 54A-54F, a statement to that effect.

### **Electronic voting**

- 59A(1) The Council may authorise electronic voting in any poll or postal vote. Any member eligible to vote in such a poll or postal vote, may do so by electronic voting, if he so wishes.
- (2) Electronic voting shall be administered by the Election Scrutineer, which shall certify in writing to the Chief Executive not later than 42 clear days before the election date that the electronic voting procedures to be employed will safeguard the confidentiality of individual votes in the poll or postal vote and ensure that only members eligible to vote in the poll or postal vote are able to vote under those procedures.

- (3) All votes cast by electronic means shall be transmitted to the Election Scrutineer not later than the date on or before which voting papers in the poll concerned must be received by the Election Scrutineer.
- (4) A member who has returned a voting paper in any poll or postal vote shall not vote electronically in that poll or postal vote, and a member who has voted electronically in a poll or postal vote shall not return a voting paper in that poll or postal vote.

### **Duplicate voting papers**

- 60(1) A duplicate voting paper shall be sent to any member on written request if it appears to the Chief Executive that the original has not been received by the member or has been spoiled, lost or destroyed.
- (2) The Chief Executive shall also send with the voting paper a copy of any statement and photograph received under Bye-Law 54(3) and a reply-paid envelope for the return of the voting paper.

### **Completion of voting papers**

- 61(1) Subject to Bye-Law 61A and paragraph (2), the member to whom the voting paper is addressed shall complete the voting paper by personally placing a cross on the right-hand side of the voting paper opposite the name of the candidate for whom he wishes to vote, inserting his address in the place provided (unless it has already been so inserted) and personally signing the voting paper in the place provided.
- (2) Where a member has given a duly-executed power of attorney empowering him to do so, the attorney may (provided he is a member of the Society) complete the voting paper in accordance with paragraph (1) on behalf of the member to whom the voting paper had been addressed.
- (3) The Election Scrutineer shall reject any voting paper or purported voting paper delivered by facsimile transmission or through any electronic means.

### **Single transferable voting**

- 61A Where there are three or more candidates validly nominated in any election the election shall be conducted on the basis of single transferable voting in accordance with the rules contained in Appendix 2 and the member to whom the voting paper is addressed shall complete the voting paper in accordance with the procedure laid down in Appendix 2.

### **Return of voting papers**

- 62 All voting papers shall be sent to the Election Scrutineer to be received at least six clear days before the election date.

### **Scrutiny of votes**

- 63 The procedure for dealing with the voting papers shall be as follows:-
  - (1) The Election Scrutineer shall be responsible for receiving the voting papers, examining and counting them and certifying the result of the poll.
  - (2) The Election Scrutineer shall reject any voting paper which is unsigned, improperly completed, does not bear the member's address as at the time the voting paper was sent to him, or which is ambiguous in its intentions.

- (3) Once the voting papers have been examined and the result of the poll ascertained, the Election Scrutineer shall retain the voting papers for one month after the date of publication of the Election Scrutineer's report. If no requisition under Bye-Laws 65 has been received within that period, the voting papers shall then be destroyed.
- (4) The Election Scrutineer's report on the poll shall be signed by or, on behalf of, the Election Scrutineer, and shall contain:-
  - (a) the total number of voting papers received;
  - (b) the number of voting papers rejected and the grounds of rejection;
  - (c) the total number of votes cast for each candidate, where there are only two candidates in the election;
  - (d) information in such form as the Election Scrutineer shall think fit as to the preference votes received and how these have been transferred, where there are more than two candidates in the election; and
  - (e) the name of the candidate elected.
- (5) Where the election is between two candidates only and there is a tie, the election shall be decided by the drawing of lots, the draw being made by the responsible officer acting on behalf of the Election Scrutineer, and a statement to this effect shall be made in the Election Scrutineer's report.
- (6) In these Bye-Laws 'Election Scrutineer' means such person, or body of persons, as the Council may from time to time appoint.

### **Election scrutineer's report**

- 64 The report of the Election Scrutineer shall be published to the members by being posted on the Society's website as soon as may be following the election date. The Election Scrutineer's report shall be posted in the Society's Hall as soon as may be after it has been published. Subject to no requisition having been received under Bye-Laws 65, the report shall be conclusive despite any irregularity.

### **Challenge to election**

- 65(1) Any candidate in an election may within 14 days of the publication of the Election Scrutineer's report challenge the result of that election and require the matter to be referred to a challenge committee constituted in accordance with this Bye-Law.
- (2) The requisition shall be made in writing or by electronic communication, and shall be addressed to the Chief Executive.
  - (3) The challenge committee to consider the requisition shall consist of three presidents of local law societies nominated by the President or, if the President has been a candidate in the challenged election, by the Vice-President.
  - (4) The Chief Executive shall convene a meeting of the challenge committee to be held within 14 days after the requisition has been received. At that meeting, the challenge committee shall elect its own chairman and secretary.

- (5) The parties to the challenge procedure ('the parties') shall be the candidates in the election and the Chief Executive, provided that any candidate not wishing to take part in the proceedings may so indicate to the secretary of the challenge committee, and in that event such a candidate shall not be entitled to appear before, or submit representations to, the challenge committee, shall not be sent the papers for the meeting of the challenge committee at which the challenge will be determined, and the succeeding provisions of this Bye-Law shall be interpreted accordingly.
- (6) The parties shall be entitled to submit written representations to and make oral representations before the challenge committee on the subject of the challenge, subject to the procedural directions of the challenge committee.
- (7) The Election Scrutineer shall not be represented at the meeting of the challenge committee at which the challenge is to be determined, but shall supply such information and copies of documents relating to the challenged election as the challenge committee shall require.
- (8) The timetable for the stages in determining a challenge shall be as follows –
  - (i) The secretary of the challenge committee shall not later than 21 days from the date of receipt of the requisition notify the parties of the timetable for the challenge, and of the procedural directions of the challenge committee;
  - (ii) The parties shall send representations to the secretary of the challenge committee, in writing or by electronic mail, to be received not later than 35 days from the date of receipt of the requisition, and by the same date shall supply copies of those representations to the other parties;
  - (iii) The secretary of the challenge committee shall not later than 42 days from the date of receipt of the requisition supply the parties with copies of the agenda papers for the meeting of the challenge committee at which the challenge is to be determined;
  - (iv) The meeting of the challenge committee to determine the challenge shall be held not later than 49 days from the date of receipt of the requisition; and
  - (v) The decision of the challenge committee shall not later than 56 days from the date of receipt of the requisition be notified to the parties.
- (9) In the proceedings before the challenge committee it shall be for the candidate making the challenge to satisfy the challenge committee, on the balance of probabilities test, that the election should be set aside.
- (10) The challenge committee shall not set aside any election unless it is satisfied, on the balance of probabilities test –
  - (i) that the alleged defect complained of affected the result of the election; or
  - (ii) if the alleged defect did not affect the result, that the election was not conducted substantially in accordance with the Bye-Laws.

The challenge committee may take into consideration any relevant decision of a court on any Parliamentary or local government election.

- (11) The challenge committee shall, if it sets aside an election, give directions as to the conduct and timetable for the new election which shall be held, and the relevant provisions of these Bye-Laws shall be applied to the new election in accordance with those directions.
- (12) The challenge committee may dismiss summarily any challenge to an election which is based on any ground other than the conduct of the election process. In this paragraph, 'conduct of the election process' includes (but without limitation) the arrangements for the preparation, printing and despatch of voting papers, the counting and sorting of returned voting papers and any arrangements made for electronic voting.
- (13) The challenge committee may also dismiss summarily any challenge which it deems to be vexatious, or which appears to it to have no realistic chance of success.
- (14) The challenge committee shall reach its decisions by majority vote and, subject to the provisions of this Bye-Law, shall regulate its own procedure.
- (15) The decisions of the challenge committee shall be final. The challenge committee shall give reasons for its decisions, and these shall be communicated in writing or by electronic mail to the parties.
- (16) A summary of the decision of the challenge committee, settled by the chairman of the committee, shall be published on the Society's website and in the Gazette as soon as possible after it has been given, and copies of the full decision shall be supplied to any person on request.

### **Council members elected on a national basis**

- 66 Each of the seats on the Council to be filled on a national basis for solicitor-members shall bear a designation denoting the sector of the profession, type of solicitor or area of legal practice to be represented by the member filling that seat. The designation of such seats shall be decided by the Council on each occasion the seat becomes vacant or is due to become vacant by rotation, taking account of advice from the Committee established under Bye-Law 70(3).

### **Filling of vacancies among Council members elected on a national basis**

- 67 Where a casual vacancy arises for a Council member elected on a national basis, the Council shall fill the vacancy as soon as practicable or direct that it shall be filled by an election in accordance with one of the procedures set out in Appendix 3.

### **Withdrawal of nominations or death of a candidate**

- 67A(1) If a candidate withdraws his nomination, or notification of his death is received by the Chief Executive, after the last day for receiving nominations but before voting papers have been circulated, the procedure to be adopted shall be as follows -
- (a) if two or more candidates remain, the election shall proceed in all respects as if he had never been nominated;
  - (b) if one candidate only remains, that candidate shall be declared elected.

- (2) If a candidate withdraws his nomination, or notification of his death is received by the Chief Executive, after voting papers have been circulated but before the date on or before which they must be received by the Election Scrutineer, the procedure to be adopted shall be as follows -
  - (a) if two or more candidates remain, the election shall continue and in the count preference votes for the withdrawn or deceased candidate shall be redistributed accordingly;
  - (b) if one candidate remains, the voting papers shall be disregarded and that candidate shall be declared elected.
- (3) If a successful candidate withdraws his nomination, or notification of his death is received by the Chief Executive, after the date on or before which voting papers must be received by the Election Scrutineer but before the election date, the procedure to be adopted shall be as follows –
  - (a) the process described in (2)(a) shall be followed in the count with the necessary adaptations or, if the count has already taken place, it shall be re-opened for the purpose;
  - (b) if there was only one other candidate in the election, he shall be declared elected.
- (4) Where in any election two or more candidates are to be elected, the procedures described in this Bye-Law shall be followed with the necessary adaptations to achieve the corresponding result.

### **Mandatory Equality and Diversity Training for Council members**

- 67B(1) Each Council member first elected or appointed on or after 15 July 2004 shall complete a programme of equality and diversity training approved by the Council within a period specified by the Council, in default of which he shall thereafter be rendered ineligible to exercise any Council functions until that training has been completed.
- (2) A Council member elected or appointed prior to 15 July 2004 who continues to hold office as a Council member after that date and who has not completed the training referred to in (1) shall complete that training by a date specified by the Council, in default of which he shall thereafter be rendered ineligible to exercise any Council functions until that training has been completed.
  - (3) In this Bye-Law, 'Council functions' means any duties, powers or rights attaching to Council members individually or to the Council as a collective body, whether under the Charter, these Bye-Laws or any statutory provision and include, without limitation, the following –
    - (i) Attending (other than in pursuance of any permission to do so as a member of the Society), speaking and voting at meetings of the Council or being counted as part of the quorum for such meetings;
    - (ii) Voting in the election of the Deputy Vice-President under Bye-Law 74(1)(i) and in any other election where the electorate is restricted to Council members;
    - (iii) Standing as a candidate for election to the office of Deputy Vice-President or being a candidate for any post or appointment created by the Council by regulations;

- (iv) Serving as a member or chairman of any board, committee, sub-committee, working party or of any other body established by the Council or by any body subordinate to such a body established by the Council;
- (v) Attending, or receiving agenda papers, as an observer for any meeting of such a body as is mentioned in (iv); and
- (vi) Exercising any wider access to information held by the Society than applies to the public generally under the Freedom of Information Act 2000 (when this is made to apply to the Society) or the Code of Practice on Freedom of Information adopted by the Council.

### **Suspension of a Council member**

- 68(1) Where it appears to the Council that it is necessary for a Council member against whom a complaint has been made under the Society's Dignity at Work Policy to be separated from the complainant, or where this would facilitate any investigation into such a complaint, and where it is satisfied that no other means for achieving these objectives are available, the Council may suspend any Council member from acting for a period of up to 90 days, during which that member shall not be eligible to carry out any Council or other Law Society duties and shall refrain from going on to Law Society premises (other than those members' facilities open generally to members of the Society) and contact with staff of the Society, except to the extent authorised by the Council.
- (2) The power of suspension in (1) shall not be exercised except by a Council meeting convened on at least 14 days' notice where at least 25 members are present throughout the proceedings on the proposed suspension and 20 members of those present agree. The member who is the subject of the suspension procedure shall be given reasonable notice in writing of the matters in relation to which suspension is sought and shall have the opportunity to address the Council either in person or by a legal representative
- (3) Suspension of a Council member under this Bye-Law shall automatically act to suspend a member from acting as President, Vice-President or Deputy Vice-President.
- (4) The Council may continue any suspension of a Council member for a further period of up to 90 days, provided the same procedure as is set out in (1) and (2) is followed.

### **Removal of a Council member**

- 69(1) Subject to (2), the Council may by two-thirds majority of those present and voting (excluding the member concerned) at a meeting convened on not less than 21 days' notice remove a Council member from office if he –
- (a) shall be convicted of any criminal offence in any court in the United Kingdom, the Isle of Man or the Channel Islands, other than –
    - (i) one leading to an absolute or conditional discharge, or
    - (ii) a motoring offence where a fine or disqualification from driving for 12 months or less was imposed;

- (b) shall become the subject of findings by the Tribunal leading to –
    - (i) suspension from practice, either indefinitely or for a specified period,
    - (ii) payment of a financial penalty to Her Majesty, or
    - (iii) exclusion from legal aid work, either indefinitely or for a specified period;
  - (c) shall be adjudged, following an investigation and report by the Council Members' Conduct Committee, or by such other person or body as may be authorised by the Council, to have seriously breached the Code of Conduct for Council members in respect of any of the following matters –
    - (i) a breach of the rules regarding conflicts of interest,
    - (ii) a breach of the Dignity at Work Policy or the Protocol on Council Member/Staff Relations, or
    - (iii) neglect of duties other than a failure to attend meetings of the Council.
- (2) No Council member may be removed from office under this Bye-Law unless –
- (a) he has been given not less than 21 days' notice in writing of the proposal to remove him from office, together with a reasonably sufficient statement of the reasons for the proposal; and
  - (b) he has been afforded a reasonable opportunity to make representations to the Council, either in person or by a legal representative as he shall decide, on the subject of the proposed removal.
- (3) A Council member who is the subject of the removal procedure in this Bye-Law shall be automatically suspended while the procedure is followed and the consequences of suspension stated in Bye-Laws 68(1) and 68(4) shall apply to the member during such suspension as if he had been suspended under Bye-Law 68(1).

## **Regulations**

- 70(1) The Council may make, vary and rescind regulations for their meetings and proceedings, for the appointment of committees, and generally for the management of the Society, consistent with statute, the Charter and the Bye-Laws.
- (2) The regulations shall permit members of the Society to attend Council meetings subject to conditions decided by the Council.
  - (3) The regulations shall also provide for the appointment of a committee (with a majority of non-Council members) to keep under review the size of the Council, the constituency boundaries and the representative nature of the Council, to advise the Council on the designation of Council seats to be filled on a national basis and to advise the Council on the designation of sections, groups, associations and other bodies who should be appointed to hold group elections under Appendix 3.

- (4) The regulations shall also provide for the establishment of an Audit Committee (with a majority of non-Council members) which shall report to the Council on external and internal audit matters, financial control, value-for-money issues related to the Society's expenditure and corporate governance issues within the Society.

### **Minutes of Council meetings**

- 71 Minutes of every Council meeting shall be taken and shall be signed by the Chairman of that or the next meeting.

### **Record of attendances**

- 72 Information on how many times each Council member has attended Council and Committee meetings during the period covered by the last Annual Report shall be made available to any member of the Society on request.

### **Expenses**

- 73 Reasonable travelling and out-of-pocket expenses fixed by the Council shall be paid out of the Society's funds to Council members and members of Council and Law Society committees for attending Council and committee meetings or otherwise being engaged on the Society's business.

### **Compensation in respect of office-holders**

- 73A(1) Reasonable compensation shall be payable to the firm or employer of the President, Vice-President and Deputy Vice-President or, if the relevant office-holder so wishes, to him or her directly, such compensation to be payable in equal instalments during the period of office of the President, Vice-President and Deputy Vice-President and generally in accordance with arrangements approved by the Council.
- (2) The Council shall determine the amount of the compensation payable to the firm or employer of the President but this shall not exceed an amount equivalent to the annual salary payable in England and Wales to a District Judge. The compensation payable to the firms or employers of the Vice-President and the Deputy Vice-President shall be at the level of 50% and 25% respectively of that payable to the firm or employer of the President.
- (3) Reasonable compensation to be fixed by the Council may be payable, in accordance with arrangements made by the Council, to the firms or employers of Council members and non-Council solicitor members of boards and committees appointed by the Council, to be payable half-yearly in arrears on or after 31st December and 30th June, on the basis that the year for this purpose runs from 1st July to the next succeeding 30th June. Notwithstanding the foregoing, the firm or employer of the President, Vice-President and Deputy Vice-President shall receive no compensation under this paragraph.

## **President, Vice-President and Deputy Vice-President**

### **Election of officers**

- 74(1) (i) Subject to Bye-Law 67A and subject to the succeeding provisions of this paragraph, the Deputy Vice-President shall be elected by the solicitor-members of the Council from among the solicitor-members of

the Council. Subject to Bye-Law 67A all solicitor-members of the Council shall be eligible for election. (In this sub-paragraph, 'solicitor-member' includes a Council member who is a registered European lawyer.)

- (ii) The name of the candidate the Council has elected to be Deputy Vice-President shall be published as soon as practicable following the completion of the election procedure. If, within the period of 14 days following such publication, 500 members so demand in writing addressed to the Chief Executive, a ballot shall be held for the office of Deputy Vice-President, in which every member shall be eligible to vote. Additional candidates may be nominated in the written demand. The procedure and timetable for the ballot shall be decided by the Council. If no demand such as is mentioned in this sub-paragraph is received within the period of 14 days, the election by the Council shall be final.
  - (iii) The Deputy Vice-President shall hold office for one year and shall take office at the conclusion of the first session of the annual general meeting immediately following his election (whether by the Council or following a ballot of members), or on the day following completion of any ballot held in accordance with (ii), if this is later, in which latter event his period of office shall nevertheless expire at the conclusion of the first session of the next following annual general meeting.
- (2) Subject to (4) and (7), the Deputy Vice-President shall automatically succeed to the office of Vice-President at the conclusion of his term of office, providing he will still be a Council member for the ensuing year.
  - (3) Subject to (4) and (7), the Vice-President shall automatically succeed to the office of President at the conclusion of his term of office, providing he will still be a Council member for the ensuing year.
  - (4) Automatic succession to the offices of Vice-President and President in accordance with (2) and (3) respectively shall not apply if the Council has passed a resolution requiring an election to be held by the Council for the office concerned. Not less than fourteen days' notice shall be given of any meeting at which such a resolution as is mentioned in this paragraph is to be proposed. If the Council has passed such a resolution as is mentioned in this paragraph, the Council shall elect a Council member to fill the office to which automatic succession would have taken place but for the passing of that resolution.
  - (5) Where a person holding the office of Vice-President has succeeded to that office on filling a casual vacancy under Bye-Law 77(2), he shall, subject to (4), be treated as if he had automatically succeeded to the office, for the purpose of automatic succession to the office of President.
  - (6) Where a person holding the office of Deputy Vice-President or Vice-President has been elected by the Council to fill a casual vacancy in the relevant office under Bye-Laws 77(2) and 77(3) respectively, he shall, subject to (4), be treated as if he had automatically succeeded to the office, for the purpose of automatic succession to the office of Vice-President or President, as the case may be.

- (7) Automatic succession to an office shall not apply where the person holding the office of President has succeeded to that office on filling a casual vacancy under Bye-Law 77(1) later than a date six months after the immediately preceding Annual General Meeting, and in that event those persons holding the offices of President, Vice-President and Deputy Vice-President at the date of the Annual General Meeting shall continue to hold those offices respectively until the conclusion of the next following Annual General Meeting.

[Bye-Laws 75-76A deleted on 26 April 2001]

### **Casual vacancies**

- 77(1) If a casual vacancy occurs in the office of President, the Vice-President shall succeed immediately to the office and a casual vacancy shall arise in the office of Vice-President. If the Vice-President declines, the Deputy Vice-President shall succeed to the office and a casual vacancy shall arise in the office of Deputy Vice-President. If the Deputy Vice-President declines, the Council shall elect one of their members to hold the office until the next annual general meeting.
- (2) If a casual vacancy occurs in the office of Vice-President, the Deputy Vice-President shall succeed immediately to the office and a casual vacancy shall arise in the office of Deputy Vice-President. If the Deputy Vice-President declines, the Council shall elect one of their members to hold the office until the next annual general meeting.
- (3) If a casual vacancy occurs in the office of Deputy Vice-President, the Council shall elect one of their members to hold the office until the next annual general meeting.

### **Accommodation**

- 78 The Council may permit the President, Vice-President and Deputy Vice-President to live in any of the Society's premises.

### **Accounts and audit**

#### **Account**

- 79 The Council shall ensure that proper accounts are kept of the Society's income and expenditure, and its property, assets and liabilities.

#### **Auditors**

- 80(1) The auditors shall be appointed by the Council on the recommendation of the Audit Committee established under Bye-Law 70(4).
- (2) The auditors shall be a firm of registered auditors.
- (3) An auditor may at any time tender their written resignation to the Chief Executive.

#### **[Election of auditors]**

- [81] [Bye-Law 81 deleted on 19 July 2007]

### **[Resignation of auditors]**

[82] [Bye-Law 82 deleted on 19 July 2007]

### **[Casual vacancy of auditors]**

[83] [Bye-Law 83 deleted on 19 July 2007]

### **Audit of accounts**

- 84(1) The income and expenditure accounts and the balance sheet of the Society for the previous year ended on 31st December (or for such other financial year as the Council may decide to adopt) shall in each year be delivered to the auditors to be examined, audited and signed by them.
- (2) The signed accounts shall be published on the Society's website and hard copies of the signed accounts shall be made available to any member on request. The Council may circulate a summary of the accounts with the notice of the annual general meeting, so long as hard copies of the signed accounts are available to any member on request, and hard copies are available at the annual general meeting.

### **Presentation of accounts to annual general meeting**

85 The signed accounts shall be put to the annual general meeting for approval.

### **Common seal**

#### **Common seal**

- 86(1) The common seal of the Society shall be used only by authority of the Council.
- (2) Every document to which the common seal shall be applied shall be signed by a Council member and counter-signed either by the Chief Executive or by a second Council member and shall be recorded in a register.

### **Officers**

#### **Staff**

87 The Council may appoint and remove a Chief Executive and such staff as they shall think fit.

#### **Salaries**

88 The Council shall pay the Chief Executive and other staff of the Society such salaries as they shall think fit.

#### **Staff accommodation**

89 The Council may permit the Chief Executive and other staff members to live in any of the Society's premises, and may allocate to their use such accommodation as they shall think fit.

## **Use of the Society's Hall**

### **Use of Hall**

- 90 The Society's Hall shall be used for the provision of catering, library and other services for the members, for holding general meetings of the Society, and for any other purpose which the Council shall think beneficial to the Society

### **Regulations**

- 91 The Council may make regulations governing use of the Society's Hall and the members' facilities.
- 92 The Council may permit non-members to use the Society's Hall and shall regulate the conditions on which they do so.

### **Letting of premises**

- 93 The Council may let any of the Society's premises on such terms as they shall think fit.

## **Service of notices**

### **Service of documents**

- 94 Any notice sent to a member by post, addressed to him by his name and registered address, shall be deemed to have been properly given on the day on which it was posted. Any such notice or document may be sent through a document exchange service, and shall be deemed to have been properly given on the day when it is left at the relevant document exchange office. Any notice or other document required by these Bye-Laws to be published may be published on the Society's website, sent in or with the Gazette or published by such other means as the Council may direct.

### **Use of electronic communications**

- 94A Subject to Bye-Law 59A, any reference in these Bye-Laws to any form of document or to any procedure to be carried out in writing shall be taken to include a document in electronic form, and any such reference to any procedure to be carried out in writing shall be taken to include a procedure carried out wholly or partly using one or more documents in electronic form or using electronic communications.

## **Interpretation**

### **Interpretation**

- 95(1) In these Bye-Laws, except where the context otherwise requires:-

"The Society" means the Society incorporated by Royal Charter of 26th February 1845.

"The Charter" means the Royal Charter of 26th February 1845 and all supplemental Royal Charters.

"The Council" means the Council of the Society.

"Council Member" means a member of the Council, whether elected by a constituency or elected on a national basis, including a member who is not a solicitor, but not an honorary member of the Council.

"Directive 98/5/EC" means Directive 98/5/EC of the European Parliament and Council of 16<sup>th</sup> February 1998 to facilitate practice of the profession of lawyer on a permanent basis in a Member State other than that in which the qualification was obtained.

"The Gazette" means the Society's Gazette or Guardian Gazette, or any successor to those publications.

"Member" means a member of the Society including any member who is a registered European lawyer registered with the Society in accordance with Directive 98/5/EC other than an honorary or associate member.

"Motion" means any motion which is not inconsistent with the Charter or any statutory provision and "appropriate motion" means any motion which, in the opinion of the Council, relates in substance to a matter affecting the affairs of the Society or of the solicitors' profession.

"Notice" includes a letter.

"The Chief Executive" includes any deputy or person appointed by the Council to perform temporarily the duties of the office.

"Regulations" means regulations made by the Council.

"Local law society" means a society which is recognised by the Council as representative of solicitors in some part of England and Wales.

- (2) The Interpretation Act 1978 shall apply to these Bye-Laws as it applies to an Act of Parliament.
- (3) Any reference in these Bye-Laws to any Act shall be deemed to include a reference to that Act as subsequently amended, replaced or re-enacted.

## Appendix 1

### Constituency Boundary Descriptions

(The number in parentheses after each description is the number of Council members allocated to the constituency.)

#### 1 Central and South Middlesex

The London Boroughs of Hillingdon, Harrow, Brent, Ealing and Hounslow; that part of the London Borough of Richmond-upon-Thames lying west of the River Thames and the Borough of Spelthorne. (1)

#### 2 The City of London

The area of the City, together with designated addresses outside the City of firms undertaking financial, commercial and corporate practice who previously undertook such practice inside the City.

In this description, 'designated' means designated for this purpose by the committee established under Bye-Law 70(3), provided that the committee may make such a designation only –

- (a) on the recommendation of the City of London Law Society;
- (b) with the consent of the local law society in the area of which the relevant firm now has its address; and
- (c) following a ballot, conducted by the firm, of members whose registered address is the address in question, in which a majority of those voting have voted in favour of the designation. (5)

#### 3 Holborn

The area of the former Metropolitan Borough of Holborn enclosed by a continuous line drawn along the middle of the following streets or parts thereof - Torrington Place, Byng Place, south sides of Gordon Square and Tavistock Square, Tavistock Place, Marchmont Street, Coram Street, Kenton Street, Bernard Street, Herbrand Street, Guilford Street, Doughty Mews, Roger Street, Gray's Inn Road, Elm Street, Mount Pleasant, Warner Street, Herbal Hill, Clerkenwell Road, Farringdon Road, Charterhouse Street, Holborn, Chancery Lane, Carey Street, Serle Street, south side of Lincoln's Inn Fields, Sardinia Street, Kingsway, Kemble Street, Wild Street, Drury Lane, Shelton Street, Litchfield Street, West Street, Cambridge Circus, Charing Cross Road, St Giles Circus and Tottenham Court Road to its junction with Torrington Place. (2)

#### 4 North East London

The London Boroughs of Islington, Hackney and Tower Hamlets. (1)

#### 5 West London

The London Borough of Hammersmith and Fulham; the Royal Borough of Kensington and Chelsea; that part of the City of Westminster lying north of a line drawn along the middle of the Bayswater Road and Oxford Street from the junction of the Bayswater Road and Ossington Street to St Giles Circus; that part of the London Borough of Camden lying west of a line drawn along the middle of Tottenham Court Road from Torrington Place to St Giles Circus and lying north and east of a continuous line drawn along the middle of the

following streets or parts thereof - Torrington Place, Byng Place, south sides of Gordon Square and Tavistock Square, Tavistock Place, Marchmont Street, Coram Street, Kenton Street, Bernard Street, Herbrand Street, Guilford Street, Doughty Mews, Roger Street, Gray's Inn Road, Elm Street and Mount Pleasant. (2)

**6 North Middlesex**

The London Boroughs of Barnet, Enfield and Haringey. (1)

**7 South London**

The London Boroughs of Wandsworth, Lambeth, Southwark, Lewisham and Greenwich. (1)

**8 The City of Westminster**

The City of Westminster (excluding that part lying north of a line drawn along the middle of the Bayswater Road and Oxford Street from Queensway Tube Station to St. Giles Circus). (3)

**9 Croydon and North Kent**

The London Boroughs of Croydon, Bromley and Bexley; that part of the London Borough of Merton which was formerly the Borough of Mitcham; that part of the London Borough of Sutton which was formerly the Borough of Beddington and Wallington and the Urban District of Carshalton; those parts of the Districts of Dartford and Sevenoaks which were formerly within the Borough of Dartford and the Rural District of Dartford. (1)

**10 Kent**

The County of Kent excluding the District of Dartford (being those parts of the Districts of Dartford and Sevenoaks which were formerly within the Borough of Dartford and the Rural District of Dartford). The area of the unitary authority of the Medway Towns. (1)

**11 Surrey**

The County of Surrey (excluding the Borough of Spelthorne); the Royal Borough of Kingston-upon-Thames; that part of the London Borough of Sutton which was formerly the Borough of Sutton and Cheam; that part of the London Borough of Merton which was formerly the Borough of Wimbledon and the Urban District of Merton and Morden; that part of the London Borough of Richmond-upon-Thames lying east of the River Thames. (2)

**12 Inner Sussex**

The County of East Sussex (excluding the Boroughs of Eastbourne and Hastings, the District of Rother - excluding the Parishes of Burwash, Etchingam and Ticehurst - and that part of the Wealden District comprising the Parishes of East Dean, Folkington, Friston, Hooe, Jevington, Ninfield, Pevensey, Polegate, Westham, Willingdon and Wilmington) and the area of the unitary authority of Brighton and Hove. The County of West Sussex (excluding the Borough of Worthing and the Districts of Arun, Chichester and that part of the Adur District comprising the Parishes of Coombes, Lancing and Sompting). (1)

**13 Outer Sussex**

In the County of East Sussex the Boroughs of Eastbourne and Hastings, the District of Rother (excluding the Parishes of Burwash, Etchingam and Ticehurst) and that part of the Wealden District comprising the Parishes of East Dean, Folkington, Friston, Hooe, Jevington, Ninfield, Pevensey, Polegate, Westham, Willingdon and Wilmington. In the County of West Sussex the Borough of Worthing and the Districts of Arun, Chichester and that part of the Adur District comprising the Parishes of Coombes, Lancing and Sompting. (1)

**14 Oxfordshire and Buckinghamshire**

The Counties of Oxfordshire and Buckinghamshire and the area of the unitary authority of Milton Keynes. (1)

**15 Berkshire and North Hampshire**

The Royal County of Berkshire and that part of the County of Hampshire comprising the Districts of Basingstoke and Dene, Rushmoor and Hart. The areas of the unitary authorities of Bracknell Forest, Newbury, Reading, Slough, Windsor and Maidenhead and Wokingham. (1)

**16 Hampshire and the Isle of Wight**

The County of Hampshire excluding the areas of the Districts of Basingstoke and Dene, Rushmoor and Hart. The areas of the unitary authorities of Portsmouth, Southampton and the Isle of Wight. (1)

**17 Dorset**

The County of Dorset and the areas of the unitary authorities of Bournemouth and Poole. (1)

**18 West Country and Gwent**

The Counties of Cornwall, Devon, Gloucestershire, Somerset, Wiltshire and the Isles of Scilly. The areas of the unitary authorities of North Somerset, Bath and North East Somerset, South Gloucestershire, Plymouth, Torbay, Blaenau Gwent, Monmouthshire, Newport, Torfaen and Swindon and that part of the unitary authority of Caerphilly which was part of the former County of Gwent. (4)

**19 South Wales**

The areas of the unitary authorities of Bridgend, Cardiff, Merthyr Tydfil, Caerphilly (except that area which was part of the former County of Gwent), Rhondda Cynon Taff and Vale of Glamorgan. (1)

**20 Mid and West Wales**

The areas of the unitary authorities of Carmarthenshire, Ceredigion, Neath Port Talbot, Pembrokeshire and Swansea. (1)

**21 The Welsh Marches**

The area of the unitary authority of Powys, the County of Worcestershire and the County of Shropshire. The areas of the unitary authorities of Herefordshire and The Wrekin. (1)

**22 Coventry and Warwickshire**

The County of Warwickshire (excluding the towns of Coleshill, Polesworth and Curdworth); that part of the Metropolitan County of the West Midlands which includes Coventry, Meriden, and Balsall Common. (1)

**23 Birmingham and District**

The Metropolitan County of the West Midlands excluding in the North the town of Wolverhampton and the towns of Walsall, Bilston, Coseley, Darlaston, Wednesbury, Tettenhall, Wednesfield, Brownshills and Aldridge and also excluding in the East the City of Coventry, Balsall Common and Meriden; that part of the County of Warwickshire which includes the towns of Coleshill and Curdworth; and that part of the County of Staffordshire which includes the town of Enville. (2)

**24 Wolverhampton and Staffordshire**

The County of Staffordshire excluding the town of Enville and also excluding that part of the District of East Staffordshire east of the line so far as applicable of the A38 and A511 highways to include Burton-on-Trent; that part of the County of Warwickshire which includes the town of Polesworth and that part of the Metropolitan County of the West Midlands which includes the town of Wolverhampton, and the towns of Walsall, Bilston, Coseley, Darlaston, Wednesbury, Willenhall, Tettenhall, Wednesfield, Brownhills and Aldridge. The area of the unitary authority of Stoke-on-Trent. (1)

**25 Cheshire and North Wales**

The County of Cheshire (excluding the area of the unitary authority of Warrington, the portion of the area of the unitary authority of Halton which lies to the north of the River Mersey, the area of Neston in the District of Ellesmere Port, the District of Macclesfield and the former Rural District of Disley). The areas of the unitary authorities of Anglesey, Caernarfonshire and Merionethshire, Conwy, Denbighshire, Flintshire and Wrexham. (1)

**26 Merseyside and District**

The Metropolitan County of Merseyside; the District of Wigan in the County of Greater Manchester; the area of the unitary authority of Warrington, the portion of the area of the unitary authority of Halton which lies to the north of the River Mersey, and the area of Neston in the District of Ellesmere Port, all in the County of Cheshire; the areas of Ormskirk and Skelmersdale in the District of West Lancashire in the County of Lancashire. (2)

**27 Manchester, Salford, Stockport and District**

The Metropolitan Districts of Manchester and Salford; the Metropolitan Boroughs of Stockport, Tameside and Trafford (excluding Dunham Massey, Carrington, Warburton and Partington); Glossop and Tintwistle in the District of High Peak; in the County of Cheshire the District of Macclesfield; and the former Rural District of Disley. (2)

**28 Central Lancashire and Northern Greater Manchester**

In the County of Lancashire the Districts of Burnley, Chorley, Fylde, Hyndburn, Pendle (excluding the former Urban District of Barnoldswick and Earby and the former Rural District of Skipton), Preston, Ribble Valley (excluding the former Rural District of Bowland), Rossendale, South Ribble and Wyre. In the County of Greater Manchester the Districts of Bolton, Bury,

Oldham and Rochdale. The areas of the unitary authorities of Blackburn and Blackpool. (2)

**29 Cumbria and Lancaster**

The County of Cumbria and the District of Lancaster. (1)

**30 Northumbria**

The Counties of Northumberland, Durham, Tyne and Wear, and those parts of North Yorkshire being the former Rural Districts of Bedale, Leyburn, Richmond and Stokesley, the Borough of Richmond, the Parishes of Girsby and Over Dinsdale and the former Rural District and Urban District of Whitby. The areas of the unitary authorities of Darlington, Hartlepool, Middlesbrough, Redcar and Cleveland and Stockton-on-Tees. (2)

**31 Yorkshire**

In the County of North Yorkshire the District of Hambleton (except the former Rural Districts of Bedale and Stokesley and the Parishes of Girsby and Over Dinsdale); the Districts of Ryedale and Scarborough (except the former Rural District and Urban District of Whitby); the Districts of Craven, Harrogate, York and Selby. In the County of Lancashire the former Rural District of Bowland, the former Urban Districts of Barnoldswick and Earby and the Parishes of Bracewell, Brogden and Saltforth. The County of West Yorkshire (except the area of the Metropolitan District of Leeds). The County of South Yorkshire (except the northern part of the former Urban District of Harworth and the former Rural District of Finningley). The areas of the unitary authorities of York, the East Riding of Yorkshire and the City of Kingston-upon-Hull. (3)

**32 Derbyshire and East Staffordshire**

The County of Derbyshire (excluding Glossop and Tintwistle); that part of the District of East Staffordshire east of a line so far as applicable of the A38 and A511 highways (including Burton-on-Trent); and in the County of Nottinghamshire the former Borough of Worksop together with the Parishes of Carlton in Lindrick, Welbeck, Holbeck, Nether Langwith, Cuckney, Norton and Carburton. The area of the unitary authority of the City of Derby. (1)

**33 Nottinghamshire**

The County of Nottinghamshire, excluding the area of the former Borough of Worksop together with the Parishes of Carlton in Lindrick, Welbeck, Holbeck, Nether Langwith, Cuckney, Norton and Carburton. The area of the unitary authority of the City of Nottingham. (1)

**34 Lincolnshire**

The County of Lincolnshire. The areas of the unitary authorities of North Lincolnshire and North East Lincolnshire. (1)

**35 Leicestershire, Northamptonshire and Rutland**

The Counties of Leicestershire and Northamptonshire. The areas of the unitary authorities of the City of Leicester and Rutland. (1)

**36 Bedfordshire and Cambridgeshire**

The Counties of Bedfordshire and Cambridgeshire including the township of Saffron Walden in the County of Essex and the District of Forest Heath in the County of Suffolk. The areas of the unitary authorities of Luton and the City of Peterborough. (1)

**37 Hertfordshire**

The County of Hertfordshire. (1)

**38 Norfolk**

The County of Norfolk including the City of Norwich and also including the towns of Bungay, Beccles and Lowestoft in the County of Suffolk and that part of the County of Suffolk north of the line of the A46 highway between Harleston and Shadingfield to include Pakefield, Carlton Colville, Kessingland, Homersfield, St John and Ilketshall. (1)

**39 Suffolk and North Essex**

The County of Suffolk (excluding the District of Forest Heath and excluding the towns of Bungay, Beccles and Lowestoft and excluding that part of the County north of the line drawn between Harleston and Shadingfield to include Pakefield, Carlton Colville, Kessingland, Homersfield, St John and Ilketshall); the north-east part of Essex comprising the whole of the Districts of Colchester and Tendring and that part of the District of Braintree formerly comprising the Urban and Rural Districts of Halstead. (1)

**40 Essex**

The County of Essex (excluding the township of Saffron Walden and the north-east part of the County comprising the whole of the Districts of Colchester and Tendring and that part of the District of Braintree formerly comprising the Urban and Rural Districts of Halstead); the London Boroughs of Waltham Forest, Redbridge, Havering, Barking and Newham. The areas of the unitary authorities of Southend and Thurrock. (1)

**41 Leeds**

The area of the Metropolitan District of Leeds. (1)

**42 Bristol**

The area of the unitary authority of Bristol. (1)

## Appendix 2

### Rules for the conduct of Law Society Council elections by means of the Single Transferable Vote method of voting

#### A Where there is only ONE vacancy to be filled

- 1 Each member shall have one transferable vote.
- 2 Each member in recording his vote on the voting paper:
  - (1) must place on the voting paper the figure 1 opposite the name of the candidate for whom he votes;
  - (2) may indicate the order of his preference for as many other candidates as he pleases by placing against their respective names the figures 2, 3, 4 and so on.

#### Sorting the voting papers

- 3 The Election Scrutineer shall examine the voting papers and shall sort them into parcels according to the first preference recorded for each candidate, rejecting any that are invalid.

#### Counting the voting papers

- 4 The Election Scrutineer shall count the papers in each such parcel and shall credit each candidate with a number of votes equal to the number of valid papers on which a first preference has been recorded for that candidate.
- 5 If the vote for any one candidate equals or exceeds the votes of all the other candidates combined, that candidate shall be declared elected.
- 6 If not, the Election Scrutineer shall exclude together the two or more candidates with the least votes if the total vote of such two or more candidates does not exceed the vote of the candidate next above; otherwise the Election Scrutineer shall exclude the candidate having the fewest votes.
- 7 The papers of the excluded candidates shall be transferred to whichever of the continuing candidates is marked by the member as his next available preference, and the votes thus transferred shall be added to the first preference votes of those candidates.
- 8 Any voting paper on which no further preference is marked shall be set aside as non-transferable and the total of such voting papers shall be recorded.
- 9 This process shall be continued until the vote for some one candidate exceeds or equals the votes for all the other continuing candidates

#### Ties

- 10 If, when a candidate has to be excluded, two or more candidates have each the same number of votes and are lowest on the poll, the candidate having the lowest number of votes at the earliest stage in the count, at which the candidates in question had an unequal number of votes, shall be excluded.
- 11 If two or more candidates are still equal and lowest, the Election Scrutineer shall draw lots to decide which shall be excluded.

## **B Procedure where several vacancies to be filled**

The following procedures shall apply where there is more than one vacancy to be filled:

### **The first stage**

- 12 Each member shall have as many transferable votes as there are vacancies.
- 13 Each member in recording his vote or votes on the voting paper:
  - (1) must place on the voting paper the figure 1 opposite the name of one candidate for whom he wishes to vote;
  - (2) may indicate the order of his preference for as many other candidates as he pleases by placing against their respective names the figures 2, 3, 4 and so on.
- 14 The Election Scrutineer shall examine the voting papers and shall sort them into parcels according to the first preference recorded for each candidate, rejecting any that are invalid.
- 15 The Election Scrutineer shall count the papers in each parcel and shall credit each candidate with a number of votes equal to the number of valid papers on which a first preference has been recorded for that candidate. The total number of valid votes shall thereby be determined.
- 16 The quota for election shall be determined by dividing the total number of valid votes by one more than the number of places to be filled, the result being rounded up if not exact to the next whole number above.
- 17 Any candidate who is credited with a number of votes equal to, or exceeding, the quota shall be deemed to be elected, provided that the number of candidates deemed elected does not exceed the number of vacancies to be filled. This completes the first stage of the count.

### **Subsequent stages**

- 18 If one or more candidates have surpluses above the quota, and the total value of such surpluses together with any votes in suspense does not exceed the difference between:
  - (1) the number of votes credited to the candidate with the smallest number of votes and the number of votes credited to the candidate with the next smallest number of votes; or
  - (2) the total number of votes credited to the two or more candidates with the smallest numbers of votes and the number of votes credited to the candidate with the next smallest number of votes;the transfers of such surpluses shall be deferred.
- 19 Otherwise, if one or more candidates have surpluses, the largest surplus shall be transferred.
- 20 If the two or more candidates with the largest surpluses have equal surpluses, the surplus of the candidate who was credited with the largest number of votes at the earliest stage at which they had an unequal number of votes shall be transferred. If such two or more candidates have been credited with the same number of votes at all stages of the count, it shall be determined by lot (to be drawn by the Election Scrutineer) which surplus to transfer.

- 21 If, after all surpluses have been transferred or deferred, one or more vacancies remain to be filled, the candidate or candidates credited with the smallest number or numbers of votes shall be excluded.
- 22 The two or more candidates credited with the smallest numbers of votes shall be excluded together if the total number of votes of such two or more candidates together with the total of any deferred surpluses and any votes in suspense does not exceed the number of votes credited to the candidate with the next smallest number of votes.
- 23 Otherwise, the candidate credited with the smallest number of votes shall be excluded if the number of votes of such candidate together with the total of any deferred surpluses and any votes in suspense does not exceed the number of votes credited to the candidate with the next smallest number of votes.
- 24 If the two or more candidates credited with the smallest numbers of votes are each credited with the same number of votes, then the candidate who had the smallest number of votes at the earliest stage at which they had an unequal number of votes shall be excluded. If such two or more candidates have been credited with the same number of votes at all stages of the count, then it shall be determined by lot (to be drawn by the Election Scrutineer) which candidate to exclude.

#### **The transfer of a surplus**

- 25 In the case of a surplus arising at the first stage, all the voting papers received by a candidate shall be examined by the Election Scrutineer.
- 26 In the case of a surplus arising at a later stage consequential on the transfer of another surplus or from the exclusion of a candidate or candidates, only the last parcel of voting papers, all of one value, which gave rise to the surplus, shall be examined by the Election Scrutineer.
- 27 The voting papers to be examined shall be sorted into sub-parcels according to next available preferences for continuing candidates, any voting papers on which no next available preference is expressed being set aside.
- 28 The number of voting papers in each sub-parcel, the total number of transferable voting papers, and the number of non-transferable voting papers shall then be determined.
- 29 If the present total value of the transferable voting papers exceeds the surplus, the transfer value of each voting paper shall be determined by dividing the surplus by the number of transferable voting papers to two decimal places, ignoring any remainder, and the voting papers shall be marked with the new transfer value. Otherwise, the transfer value of each voting paper shall be its present value.
- 30 Each continuing candidate shall be credited with the value of any voting papers received, and any non-transferable difference between the total value of such voting papers and the surplus shall be added to the previous non-transferable total.
- 31 Any candidate who is now credited with a number of votes equal to or exceeding:
  - (1) the quota; or

- (2) the sum, divided by one more than the number of places remaining to be filled, of the votes credited to continuing candidates, any votes in suspense and any untransferred surpluses

shall be deemed to be elected, provided that the number of candidates deemed elected does not exceed the number of vacancies to be filled.

- 32 The transfer of a surplus constitutes a further stage in the count.

### **Exclusion of a candidate or candidates**

- 33 The voting papers of the excluded candidate or candidates, together with any voting papers held in suspense, shall be arranged in parcels in descending order of transfer value.

- 34 The parcel of voting papers of highest transfer value shall be sorted into sub-parcels according to next available preferences for continuing candidates, any voting papers on which no next available preference is expressed being set aside.

- 35 The number and value of voting papers in each sub-parcel, and the number and value of non-transferrable voting papers shall be determined.

- 36 Each continuing candidate shall be credited with the value of any voting papers received, and the value of any non-transferrable voting papers shall be added to the previous non-transferrable total.

- 37 Any candidate who is now credited with a number of votes equal to or exceeding:

- (1) the quota; or
- (2) the sum, divided by one more than the number of places remaining to be filled, of the votes credited to continuing candidates, the value of any parcels of voting papers not yet transferred, and any untransferred surpluses;

shall be deemed to be elected, provided that the number of candidates deemed elected does not exceed the number of vacancies to be filled.

- 38 Any remaining parcels of voting papers shall be sorted and transferred in turn in descending order of transfer value in the same way, and candidates deemed elected where appropriate.

- 39 After the transfer of a parcel of voting papers of any one value, if the total value of the remaining voting papers of lower value does not exceed the difference between:

- (1) the number of votes credited to the candidate with the smallest number of votes and the number of votes credited to the candidate with the next smallest number of votes; or
- (2) the total number of votes credited to the two or more candidates with the smallest numbers of votes and the number of votes credited to the candidate with the next smallest number of votes;

the transfer of the remaining parcels of voting papers may be deferred and their value held in suspense.

- 40 The exclusion of a candidate or candidates constitutes a further stage in the count.

### **Filling the last vacancies**

- 41 If at any stage, as a result of the proposed exclusion of one or more candidates, the number of continuing candidates would be equal to the number of places remaining to be filled, such continuing candidates shall be deemed elected.
- 42 If at any stage the number of candidates deemed elected is equal to the number of vacancies to be filled, no further transfer of voting papers shall be made, and the remaining continuing candidate or candidates shall be formally excluded.
- 43 The count is now concluded.

### **Definitions**

- 44 In this Appendix the following definitions shall apply:
- (1) 'first preference' means the figure 1 standing alone opposite the name of a candidate or the name of a candidate given first in the list of order of preference by the member;
  - (2) 'valid voting paper' means a voting paper on which a first or only preference is unambiguously expressed;
  - (3) 'invalid voting paper' means a voting paper on which no first or only preference is expressed, or on which any first preference is void for uncertainty;
  - (4) 'continuing candidate' means any candidates not yet excluded; and
  - (5) 'next available preference' means a second or subsequent preference recorded in consecutive numerical order for a continuing candidate or candidates, passing over earlier preferences for candidates already excluded.

## APPENDIX 3

### Election of non-constituency Council members

- 1 A non-constituency Council seat shall, subject to paragraphs 2, 3 and 5, be filled by a ballot administered by the Chief Executive, in accordance with Bye-Laws 56-65, with the necessary adaptations.
- 2 No ballot need take place in respect of a non-constituency Council seat where the Council, in the light of advice from the committee appointed under Bye-Law 70(3), has determined that the purpose of the seat is to represent the organisation designated.
- 3 If the Council has made a determination in accordance with paragraph 2, the governing body of the organisation may opt to nominate a member to the seat designated for that organisation, and if this option is exercised no ballot shall be held.
- 4
  - (1) Where an organisation has been designated under paragraph 2, and under paragraph 3 the organisation has opted to nominate a member to the seat designated for that organisation, it shall nominate a member to the seat in accordance with guidelines laid down from time to time by the committee established under Bye-Law 70(3).
  - (2) Each candidate for nomination under this paragraph shall by such date as the governing body of the organisation shall specify (which shall be earlier than the date on which the governing body considers the nominations) disclose in writing to the governing body and to the Chief Executive any matters which should be disclosed by a candidate for election under Bye-Laws 54A – 54F.
  - (3) A nomination under this paragraph shall be made in writing to the Chief Executive in a manner specified by him, and shall be signed by the Chair or Secretary of the organisation.
  - (4) Receipt by the Chief Executive of a nomination lodged in accordance with (3) shall, subject to the outcome of any investigation under paragraph 4A, complete the election of the person nominated.
- 4A If any complaint is made within 14 days after the receipt of a nomination by the Chief Executive to the effect that a nomination made under paragraph 4 has not been dealt with in accordance with the requirements of that paragraph, the Council may –
  - (a) order an investigation into the procedure that has been followed in making that nomination, such investigation to be conducted in such manner as it shall decide; and
  - (b) where it considers that the procedure has not been carried out substantially in accordance with the requirements of paragraph 4, order that the nomination in question shall be set aside, and that the nomination procedure shall be started afresh.
- 5 Those eligible to stand for election, nominate candidates and vote in a ballot conducted under paragraph 1 shall be –
  - (1) Those members of the Society (including trainee solicitors and students undertaking a Legal Practice Course in respect of any seat designated as representing such persons) who are members of a

section, group, association or other body relevant to the designation of the seat concerned; or

- (2) If there is no such section, group, association or other body relevant to the seat, those members of the Society who are comprised in the category of solicitors practising in the area of law represented in the designation of the seat or who are identifiable from the records of the Society as appearing to be so qualified or who have registered with the Chief Executive their wish to do so.

- 6 The ballot procedure in paragraph 1 shall not apply where the committee appointed under Bye-Law 70(3) has advised that the procedure is impracticable in the case of a particular seat, and in such a case the Council, acting in the light of that advice, may elect a member to the seat in question.