

03.11.22 - CONSTITUTION
of the
GLASGOW BAR ASSOCIATION

NAME

1. The Association shall be called the “Glasgow Bar Association”.

OBJECTIVES

2. The objectives of the Association shall be: -
 - a. to promote, represent and protect the rights and interests of its Members in the practice of law;
 - b. to promote access to legal services and to justice;
 - c. to consider and, if necessary, formulate proposals and initiate action for law reform;
 - d. to consider and monitor proposals made by other bodies for law reform and draft legislation and to make comments, recommendations and representations thereanent to the appropriate quarters;
 - e. to arrange conferences and lectures and otherwise to provide opportunities for its Members and others to study and keep up to date with current and proposed law practice and procedures;
 - f. to take such steps as are reasonably practical to secure in appropriate circumstances the welfare of Members, former Members and their dependents; and
 - g. to organise and promote social functions and events for Members and their guests.

MEMBERSHIP

3. **CLASSES:** There shall be nine classes of Members, namely, (a) Practising Members, (b) Honorary Members, (c) Newly Qualified Members, (d) Trainee Members, (e) Country Members, (f) Student Members, (g) Corporate Members, (h) Affiliate Member Associations and (i) Retired Members as follows:-

(a) PRACTISING MEMBERS:

Practising Member status shall be open to all persons holding a Practising Certificate of the Law Society of Scotland regularly engaged in pleading in person before any Court or Tribunal within the territorial jurisdiction of Glasgow Sheriff Court and who has a place of practice, within the jurisdiction of Glasgow Sheriff Court or whom the Executive Committee otherwise determine to admit as Practising Members.

(b) HONORARY MEMBERS:

As a mark of honour and respect, the Association in General Meeting may confer Honorary Membership on any member of the legal profession who for 25 years at least has been engaged in Court practice. Honorary Membership shall be conferred automatically on all Past-Presidents of Glasgow Bar Association.

(c) NEWLY QUALIFIED MEMBERS:

Scottish solicitors who are newly qualified (up to three years qualified) may join the Association at the same rate of membership as trainee membership.

(d) TRAINEE MEMBERS:

Trainee membership shall be open to all Law Graduates undertaking traineeships within the profession in Scotland.

(e) COUNTRY MEMBERS:

Country membership shall be open to any solicitor who does not practise regularly, nor has a place of practice, within the jurisdiction of Glasgow Sheriff Court.

(f) STUDENT MEMBERS:

Student Membership shall be open to Law Students intending to qualify in the legal profession in Scotland.

(g) CORPORATE MEMBERSHIP:

Firms of solicitors (including incorporated practices) who wish to join the Association but who do not have a practice or areas of practice in which at least one-quarter of the solicitors therein regularly engage in pleading at Glasgow Sheriff Court, may become Corporate members at a rate agreed with the Executive Committee, which rate shall be dependent on the number of solicitors employed by the particular firm.

(h) AFFILIATE ASSOCIATION MEMBERSHIP:

Faculty and Bar Associations outwith Glasgow who wish to join the Association but do not have a practice or areas of practice in the jurisdiction of Glasgow Sheriff Court, may become Affiliate Members at a rate agreed with the Executive Committee.

(i) RETIRED MEMBERS:

Retired Member status shall be open to any solicitor who has previously been a member of the Association in another capacity for three consecutive years and is no longer practising.

4. APPLICATION: Each initial application for membership will be approved by the majority vote of the Executive Committee of the Association which may, at its discretion, refuse to admit any person or organisation. Thereafter, ongoing membership shall be assumed unless intimation of a change of status is provided.

5. SUSPENSIONS AND EXPULSIONS: The Committee shall have the power, on a vote by ballot, by a majority of its entire number, to suspend and if necessary expel from such date as it may fix, any Member whose conduct appears to the Committee to undermine the character, interest or good order of the Association or who acts in defiance of its Constitution.

(a) Any person may be expelled from membership by way of a resolution providing the following procedures have been observed:-

(i) At least 21 days' notice of the intention to propose the resolution must be given to the member concerned, specifying the grounds for the proposed expulsion.

- (ii) The member concerned shall be entitled to be heard on the resolution at the Committee meeting at which the resolution is proposed.

6. WITHDRAWAL FROM MEMBERSHIP: Any person who wishes to withdraw from membership shall sign, and lodge with the Association, a written notice to that effect (an email shall be sufficient for this purpose). On receipt of the notice by the Association; he/she/they shall cease to be a member.

EXECUTIVE COMMITTEE (The Committee)

- 7. GENERAL STRUCTURE:** The Office Bearers of the Association shall be a President, a Vice-President, a Secretary and a Treasurer and such Office Bearers shall, together with (a) not less than 3 and no more than 9 other members and (b) the immediate Past-President ex officio form the Executive Committee of the Association (hereinafter referred to as the Committee).
- 8. OPTIONAL STRUCTURE:** The Executive Committee may include one Trainee Member and one Country Member. The Committee, at its discretion, may from time to time allow any person who they reasonably consider appropriate, to attend to speak at any meeting and for the avoidance of doubt, they shall not be entitled to vote.
- 9. QUORUM:** Five Committee Members will be required to form a quorum.
- 10. VOTING:** Any vote will be by majority and the President shall have a casting vote if there is an equal vote. All members of the Committee shall be entitled to a vote on any matter considered at Executive Committee meetings.
- 11. ELECTION PROCEDURE:** Any person seeking to stand for election to the Committee must intimate to the Secretary no later than 14 days prior to the date of the Annual General Meeting his or her intention to do so, together with the name of a proposer and seconder, each of whom must be a member of the Association. Candidates must have been a member of the Association for at least three consecutive years prior to the election, apart from Trainee members. In the event of there being more than 9 members being proposed, there shall be an election at the Annual General Meeting by the members present. The election of Members to the Committee for the forthcoming year shall take place at the Annual General Meeting, when a vote, if necessary, shall be taken by ballot and the result thereafter immediately declared. Nominees gaining the most votes shall be elected. In the event of a tie there will be another vote taken in the same manner.
- 12. ADDITIONAL APPOINTMENT PROCEDURE:** The Executive Committee shall have power from time to time to appoint any person eligible to be elected to the Executive Committee to fill any vacancy on the Executive Committee subject to the confirmation of the said person at the next Annual General Meeting.
- 13. LENGTH OF SERVICE OF PRESIDENT, VICE-PRESIDENT AND IMMEDIATE PAST PRESIDENT:** The President and Vice-President shall be elected at the Annual General Meeting and shall hold office for one year but shall be

eligible for re-election to the said offices or to the Committee. The Immediate Past President shall ex-officio be a Member of the Committee, who will retire at the end of one year, but shall be eligible for re-election to the Committee.

- 14. ENGAGEMENT REQUIREMENTS:** If a committee member misses 2 meetings without tendering apologies or 3 meetings with apologies they will be deemed to have resigned from the committee, unless the committee resolve to the contrary.
- 15. TRANSACTION AUTHORITY:** Unless specifically conferred by the Committee, members of the Committee other than the Office Bearers shall have no authority to transact with any third party or to represent to any such party the views or opinions of the Association.
- 16. MEETING FREQUENCY:** Any unauthorised transactions or representations will not bind the Association. The Committee shall, at least once in each month, hold a Meeting for the dispatch of all competent business, but shall have the option of not holding a Meeting during the months of July or August.
- 17. MINUTES:** The Committee shall ensure that minutes are made of all proceedings at general and special meetings, Executive committee meetings and meetings of sub-committees; a minute of any meeting shall include the names of those present, and (as far as possible) a summary of discussions and decisions made.
- 18. TERMINATION OF OFFICE:** A member of the Committee shall automatically vacate office if: -
 - (a) He/she/they becomes incapable for medical reasons of fulfilling the duties of his/her/their office and such incapacity is expected to continue for a period of more than two months.
 - (b) He/she/they ceased to be a member of the Association.
 - (c) He/she/they become(s) an employee of the Association.
 - (d) He/she/they resign(s) office by notice to the Association.
 - (e) He/she/they breach this Constitution.
 - (f) He/she/they by any act or omission has the effect or intention of bringing the Association into disrepute.
- 19.** The Executive Committee shall be responsible for and entrusted with, subject to the other provisions hereof and the will of the Members in General Meeting, the formulation, direction and execution of the policy and other affairs of the Association.
- 20. HONORARIA:** The President and Vice President shall receive such payment by way of HONORARIA in respect of their period of office as shall be approved by the Executive Committee in their final Committee meeting of the current year and it shall be competent for any such payment to be so approved and paid to any Past President or other Office Bearer at any time within a period of 3 years after which he/she/they shall have demitted office as such.

CONDUCT OF BUSINESS

- 21. DECISION MAKING DISCRETION:** The decision on whether the approval of Members in General Meeting shall be required in relation to ongoing business, or any issue affecting Members of the Association, shall be at the discretion of the Executive Committee.
- 22. AGM DATE:** The Annual General Meeting of the Association shall be held during the month of November on a date fixed by the Committee, when the Office-Bearers and new Members of the Committee shall be elected, a fully examined and reviewed statement of the Association's affairs for the past financial year submitted to the Meeting and any other competent business transacted.
- 23. VOTING RIGHTS:** Honorary, Trainee, Student, Country and representatives of Corporate Members and representatives of Affiliate Members shall be entitled to participate in the deliberations of the Association in General Meeting or otherwise and may be appointed to ad hoc or research Committees of the Association; each Practising Member, Trainee and a single representative of each Corporate Member and each Affiliate Member shall have one vote, and be eligible to be nominated for election to the Executive Committee; Honorary, Student, Country Members and Retired Members shall not be entitled to vote on any matter.
- 24. MOTIONS FOR AGM:** Any motions or proposals by Voting Members for consideration at the Annual General Meeting shall be sent to the Secretary, signed by at least two Voting Members, not later than 14 days prior to the date assigned for the Annual General Meeting and intimated in the Agenda produced for the Annual General Meeting.
- 25. SPECIAL GENERAL MEETINGS:** The Committee shall have power to call Special General Meetings of the Association and shall be bound to call such a Meeting within one month on receiving a written requisition stating the business and signed by at least ten voting Members.
- 26. NOTICE OF GENERAL MEETINGS:** Notice of every general meeting shall be given by email to all the members of the Association. At least 14 clear days' notice must be given of any Annual General Meeting or Special General Meeting; the notice must indicate the general nature of any business to be dealt with at the meeting and, in the case of a resolution to alter the constitution, must set out the terms of the proposed alteration.
- 27. NOTICE PERIOD CALCULATION:** The reference to "clear days" in clause 26 shall be taken to mean that, in calculating the period of notice, the day when the notice is posted and also the day of the meeting, should be excluded.

FINANCES

- 28. FUNDS:** The funds of the Association shall be kept by the Treasurer who shall have power to operate bank accounts in the name of the Association and who shall keep properly vouched books of account of his/her/their intromissions therewith.

29. TREASURER: A Treasurer shall be elected at each AGM of the Association and it shall be his/her/their duty to liaise with the Association's accountants for the period until the Annual General Meeting immediately following upon their election when he/she or they shall report to the Members.

30. ANNUAL SUBSCRIPTION: (a) The annual subscription for each class of Member of the Association shall be fixed by the Committee each October and subsequently intimated to the members for the ensuing year and shall become due and payable each 1st November.

(b) Any person who immediately prior to an Annual General Meeting of the Association was a Member and whose subscription for the year following upon that Meeting remains unpaid at 31st January shall thereupon cease to be a Member. Payment of membership fees by instalments by standing order or direct debit commencing 1st November annually will promote continuity of membership.

31. DISSOLUTION: Upon dissolution of the Association the Committee shall have power to dispose of any assets remaining after satisfaction of the debts and liabilities of the Association for educational, social or charitable purposes. For the avoidance of doubt, no part of income, savings or capital shall be paid or transferred to the members.

32. SPONSORSHIP: It will be open to the Executive Committee from time to time to sponsor events or activities consistent with the objects of the Association as contained in Clause 2 hereof. At the discretion of the Executive Committee sponsorship can be received by the Association from individuals, professional groups or companies whose primary activities are consistent with the objects of the Association aforesaid.

33. GBA FACILITIES: As part of the membership subscription all classes of members will enjoy free use of the Association's office and information technology facilities and library, specifically to include the facility of sending and receiving facsimile transmissions and e-mails and the supply of legal aid forms as required. Modest photocopying and printing use will be free. If substantial photocopying/printing is required, co-ordination with staff/office bearers for an agreement on those costs will be required.

34. LEVY: The Association shall in General Meeting have the right to raise a levy on all Members.

BENEVOLENT FUND

35. Any three of the President, Vice-President, Immediate Past President, Treasurer and/or Secretary shall be sufficient and shall be a quorum for the purpose of decision making in respect of any request for payment from the Benevolent Fund. Procedurally, the process to be followed shall be:-

(a) A quorum shall meet to discuss and approve, in full or in part (including nil) the amount they consider appropriate as a grant in any single circumstance being considered under the Constitution Clause 2(f).

(b) Notes shall be kept at any such meeting. Said notes shall be signed by those office holders present and shall be retained by the GBA in a sealed envelope and shall be treated as confidential for a period no longer than five years. The names and any information which might identify the beneficiaries or any grant made shall be kept confidential and shall not appear in minutes or accounts or any form or report made available to the Membership. Necessary work in implementing any grant shall also be kept confidential (and sealed if necessary for that purpose). The information shall be retained for use, if needed, by the GBA Accountants or for tax purposes or for any other lawful reason.

AMENDMENTS OF THE CONSTITUTION

36. (a) This Constitution shall not be amended except by the vote of two thirds of the Members present and voting in General Meeting and the Standing Orders of the Association from time to time in force shall not be altered except by a majority of the Members present and voting in General Meeting.

(b) No amendment to the Constitution or alteration of Standing Orders shall be voted upon at a General Meeting unless the proposed amendment or alteration, as the case may be, shall have been specified in the Notice calling the Meeting.