

CONSTITUTION OF THE SCOTTISH YOUNG LAWYERS ASSOCIATION
(An unincorporated association)

1. INTERPRETATION

- (a) In this constitution, unless the context otherwise requires, the following words and expressions shall have the following meanings:-
- (i) "Standing Orders" means the standing order adopted from time to time under this constitution;
 - (ii) "Committee Member" means any member of the Committee, including, for the avoidance of doubt, the President, and the Past President;
 - (iii) "Diploma", "Degree in law of a Scottish University", "post-Diploma training contract" have the same meanings as ascribed thereto in the Admission as Solicitor (Scotland) Regulations 1981
- (b) References to the masculine included the feminine and the singular includes the plural and vice versa.

2. NAME

The Association shall be known as the Scottish Young Lawyers Association and it may also be referred to as the "S.Y.L.A" (hereinafter referred to as "the Association").

3. OBJECTS

The Association is formed to carry on the following objects, on a non-profitmaking basis, in the interests of the members:-

- (a) to organise conferences, seminars and study groups on any topic which may be of interest to its members;
- (b) to represent the interests of members in all matters relating to the teaching and practice of law, including without prejudice to the foregoing generality, the making of submissions and representations to relevant professional and academic bodies;
- (c) to represent the views of the members in regard to all matters relating to the law directly or indirectly affecting Scotland;
- (d) to establish and maintain relations with other associations or bodies of young lawyers or the equivalent institutions anywhere in the world;
- (e) to publish or cooperate in the publishing of books, articles, papers, pamphlets and styles relating to the substance and practice of the law of Scotland;
- (f) to provide opportunities for social contact between young lawyers both in Scotland and elsewhere;
- (g) to carry out any other activity which can reasonably be held to be in the interests of the members, the decision of the Committee being final in this regard;

4. MEMBERSHIP

- 1) Membership of the Association shall be open to any person entitled to be a member by virtue of being:-
 - (a) a student carrying on studies on a course leading to a degree in law of a Scottish University, or Diploma;
 - (b) a trainee solicitor employed under either a post-Diploma training contract or, a pre-Diploma training contract;
 - (c) a devil or an advocate, which devil is being trained in accordance with the Rules and Regulations of the Faculty of Advocates;
 - (d) a person admitted as a solicitor for a period not exceeding ten years and who is qualified to practice as a solicitor in terms of section 4 of the Solicitors (Scotland) Act 1980;
 - (e) an Advocate of not more than ten years' standing, admitted according to the Regulations of the Faculty of Advocates
 - (f) a person holding a Junior Academic Post in Legal Studies at any Institution of Higher Education in Scotland;
 - (g) any other applicant considered eligible by the Committee.

PROVIDED ALWAYS that no one will be prohibited from becoming a member of the Association by reason of the fact that he does not presently fall within any of the categories listing in this Clause 4 if, he would have qualified for membership at any time within the three months immediately prior to an application for membership being made by him;

- 2) The membership year shall commence on the date of the AGM in any one year until the date of the AGM in the following year. A person becomes eligible for membership during the membership year shall continue to be a member until the end of that membership year, unless the Committee decide otherwise. The decision of the Committee being final in this regard.

5. OFFICE-BEARERS

There will be a minimum of four office bearers of the Association, namely a President, Vice-President, Secretary and Treasurer (the "Office Bearers") who shall be elected in conformity with the Procedures detailed in this Constitution and the Standing Orders. The Committee shall, at their sole discretion, appoint further Office Bearers as required, which further Office Bearers shall be appointed in accordance with Condition 9 hereof.

6. PAST PRESIDENT

There shall be the role of past-president, which post shall be held by the person who was president immediately prior to the member elected as President for the current membership year. The Past President shall be entitled to attend and vote at all meetings of the Committee and receive notice thereof.

7. COMMITTEE

- (a) The business will be carried on will be carried on by a committee of not more than twelve members, including the President and Past President (in this constitution, unless the context requires otherwise, collectively referred to as “the Committee”);
- (b) Four members of the Committee, to include an Office Bearer, will form a quorum;
- (c) In the event of an equality of votes on any motion at any meeting of the Committee, other than a motion in respect of the election of Office Bearers or other Committee members, the President, or the chairman presiding, shall have casting vote.

8. SUB-COMMITTEE

The Committee will have power to appoint Sub-Committees and form ad hoc committees, which committees may be comprised of Committee members or members or any combination thereof. A Sub-Committee may be delegated such powers as the Committee may determine and subject to such terms as the Committee sees fit.

9. ELECTION OF PRESIDENT, OFFICE BEARERS AND COMMITTEE MEMBERS

- (a) The President, other Office Bearers and ordinary Committee Members will be elected at the Annual General Meeting of the Association, subject to the decision of any Extraordinary General Meeting in the course of a year;
- (b) Any vacancy on the Committee may be filled by the co-option of members by the Committee. Should the post of President become vacant during the course of the year, this will be filled by means of an election amongst the remaining members of the Committee at a Committee Meeting for the purpose, of which not less than 14 days’ notice has been given; the quorum of the meeting will be seven;
- (c) Any member may stand for election to the Committee but any person wishing to stand for election as President must currently be a Committee Member and previously have served as a Committee Member for not less than 12 months.

10. ANNUAL GENERAL MEETING

The Annual General Meeting of the Association will take place not later than the end of the membership year. The Secretary shall be obliged to give at least 21 days clear written notice of such meeting. The placing of an advert in The Journal of The Law Society of Scotland shall be deemed to be a sufficient method of providing such written notice.

At the Annual General Meeting, in addition to normal business, the following will take place:-

- (1) The President will present an Annual Report for the past membership year.

- (2) The Treasurer will present the audited accounts for the financial year immediately prior to the date of the Annual General Meeting for approval
- (3) An auditor will be elected; and
- (4) Elections will take place for the posts of President, Office Bearers and Committee Members

11. EXTRAORDINARY GENERAL MEETINGS

An Extraordinary General Meeting (“EGM”) of the Association may be called at any time by the Committee on the written request of 25 members of the Association being sent to the Secretary, which written request must state the business to be conducted at the meeting. The Secretary will be obliged to give notice of such meeting within 14 days of receipt of the request or the Committee Meeting calling the EGM; such meeting shall be held not earlier than 14 days after the date of such notice and not later than 28 days. The business of the EGM so called will be stated in the Agenda, circulated by the Secretary, and no other business will be discussed at the meeting.

12. VOTING AT GENERAL MEETINGS

- (a) At a General Meeting of the Association every member of the Association shall have one vote on any motion before the meeting;
- (b) The President, whom failing the Vice-President, whom failing an office bearer nominated by the Committee, or the Past-President, shall act as Chairman;
- (c) With the exception of a resolution to amend this constitution or the Standing Orders any resolution shall be passed by simple majority; in the event of an equality of votes the Chairman shall have a casting vote;
- (d) Members may vote by proxy; a proxy must be a member of the Association.

13. ALTERATION OF CONSTITUTION AND STANDING ORDERS

No alteration to the Constitution or Standing Orders of the Association may occur other than at the Annual General Meeting or at a General Meeting of the Association called for the purpose and of which notice has been given, and then only by a majority of at least two thirds of those Committee Members and other members present and entitled to vote either in person or proxy.

14. TITLE AND CONTRACTS

The assets and funds of the Association will be held in the name of the Office Bearers for the time being of, and trustees for, the Association and all contracts will be entered into by one or more of the said Office Bearers or any Committee Member authorised by the Committee for and on behalf of the Association.

15. INDEMNITY

Any Committee Member of the Association who incurs personal liability arising out of a contractual obligation entered into by him for, or on behalf of, the Association and with the authority of the shall be entitled to be indemnified out of the funds of the Association.

16. INTERPRETATION

Any matter concerning the interpretation of the Constitution or the Standing Orders arising at any General Meeting of the Association will be decided by the Chairman, and, at any other time, by the majority decision of the Committee.

STANDING ORDERS

1. These Standing Orders of the Scottish Young Lawyers Association are made in terms of the Constitution except where the context requires otherwise; word and expressions used in the Constitution and appearing herein have the same meaning ascribed thereto in the Constitution.

2. NOMINATIONS

- (a) All nominations for the posts of any Office Bearer or other Committee Member shall be in writing and shall be lodged with the Secretary at or in advance of the General Meeting at which such elections are to take place.
- (b) Nominations must be signed by the nominee and must be seconded either in writing, by virtue of a signature on the written nomination, or orally at the General Meeting at which such elections are to take place.
 - (i) in the case of nomination for President, by ten other members;
 - (ii) in the case of nomination for an Office Bearer or Committee Member, by five members;
- (c) In the event that less than 12 nominations are received for the posts of Committee Member the Chairman may, at his sole discretion, and notwithstanding the above provisions, invite nominations at the General Meeting for the remaining posts of Committee Member.

3. VOTING

- (a) At any meeting of the Association when a vote of hands unless a ballot is requested by a member or instructed by a Chairman;
- (b) When a vote requires to be taken for the election of an Office Bearer the following procedures shall apply:-
 - (i) where there are only two nominees for a particular post the decision shall be taken by simple majority;
 - (ii) where there are three or more nominations for the particular post, the decision shall be taken by use of the Single Transferable Vote Method set forth below;
- (c) When a decision requires to be taken in regard to the election of persons to the posts of ordinary Committee Member (other than the Office Bearers) each member present, including the nominees, shall have one Vote for each vacant post. The total number of votes cast for each candidate shall then be counted and the twelve nominees with the highest number of votes shall be declared as duly elected. For the avoidance of doubt no member may vote more than once for each nominee.
- (d) Where a decision requires to be taken by use of the Single Transferable Vote method the following shall apply:-

(i) all nominees shall be listed on a ballot paper and members shall indicate their preference by writing the figure "1" against their first choice, the figure "2" against their second choice until, if they so wish, they have listed a numbered preference against each nominee;

(ii) the number of "first choice" votes secured by each candidate shall be calculated;

(iii) the nominee with the least number of "first choice" votes shall be eliminated and the "second choice" votes of the members voting for that nominee shall be distributed amongst the remaining nominees;

(iv) the total number of votes cast for each nominee shall be calculated again and, if necessary, the nominee with the least number of "first" and "second" choice votes shall be eliminated, the next numbered "choice" of the members voting for that nominee shall be distributed amongst the remaining candidates;

(v) this procedure shall continue until only two nominees remain; the nominee who has secured more than 50% of the vote cast shall be duly elected.

4. PROXIES

Votes of proxy in writing with the secretary not later than 48 hours prior to the meeting at which the proxy is to be used; the proxy form must be signed and dated by the member.

5. PROCEDURE

All member present at meetings shall accept the Chairman's guidance in matters of procedure during the meeting.