



Notice of 2017 Annual General Meeting

The Annual General Meeting (AGM) of the Bar of England and Wales will be held at 11.00 on Saturday 16 September 2017 in the Bingham Room at Gray's Inn. It will be preceded by a meeting of the Bar Council.

The agenda for the AGM will be distributed to Chambers, Circuits & Specialist Bar Associations and posted in the Inns of Court as soon as possible after **the closing date for resolutions on Friday 25 August 2017**. In accordance with Part II, paragraph 14 of the Constitution, the Bar Council shall present its annual report and accounts at this meeting.

Regulation 30(c) of Part II of the Constitution of the General Council of the Bar states that the terms of any alteration to the Regulations in the Constitution shall be notified to all Subscribers in the notice convening the General Meeting (whether Annual or Extraordinary) next following the meeting of the Bar Council at which the alteration was made.

In compliance with that undertaking, this notice confirms that on Saturday 20 May 2017 the Bar Council approved, by extraordinary resolution (as per Part II, paragraph 30(b) of the Bar Council Constitution), a proposal to change the definition of "Chairman of the Bar" to "Chair of the Bar". This followed discussions at both the General Management Committee and Bar Council where it was agreed that the title was outdated. By implication the following changes were made to the Bar Council Constitution's and its Standing Orders:

- a) *All references to Vice-Chairman of the Bar or Chairman-Elect were amended to read 'Vice-Chair of the Bar' and 'Chair-Elect';*
- b) *All references to Chairmen of the Bar Council Committees were amended to read 'Chair';*
- c) *References to Chairmen of the joint Finance and Audit Committee were amended to 'Chair';*
- d) *The joint Bar Council/BSB Chairmen's Committee title was changed to 'Chair's Committee'; and*
- e) *The title of Special Advisor to the Chairman was amended to 'Special Advisor to the Chair'.*

At its meeting on Saturday 8 July 2017, the Bar Council approved the proposal (previously agreed to by GMC on 23 May 2017) to remove the category of 'Subscriber elected by the Society of Justices' Clerks' from its membership as listed in the Constitution.

There are now fewer legally qualified magistrates' court clerks and the membership of the Society of Justices' Clerks has changed as there are now fewer barrister members. Therefore, Part II, b(vii) of the Constitution was amended as below:

"4 subscribers elected by the Bar Association for Commerce Finance and Industry, the Crown Prosecution Service and the Government Legal Service through the FDA and the Bar Association for Local Government and the Public Service all of whom shall be self-employed barristers or employed barristers at the date of their election."

A copy of the current Constitution is available on the Bar Council website.

The Constitution, at Part II, paragraph 16, reads:

- "16. (a) *In this Regulation the expression "a Directive Resolution" shall mean a resolution of the Bar passed in accordance with the provisions of Schedule V.*
- (b) *Except in the case of a Directive Resolution the Bar Council and its officers shall not be bound to give effect to any resolution of any Annual or Extraordinary General Meeting (and whether passed on a show of hands or upon a ballot) and it shall not be competent for any Annual or Extraordinary General Meeting to exercise, or to attempt to exercise, any function or power which by these Regulations is exercisable by the Bar Council or by any person, committee or sub-committee to which, in accordance with these Regulations, the exercise of such functions or power has for the time being been delegated.*
- (c) *In the case of a Directive Resolution the Bar Council and its officers shall be bound to do all things which are required of them to implement such resolution."*

The Constitution provides that any barrister holding a valid practising certificate or subscribing voluntarily to the Bar Council (other than retired or overseas subscribers) is at liberty to bring forward any resolution (whilst noting the provisions of paragraph 7 of Part II, Schedule III of the Constitution of the General Council of the Bar) for discussion and decision of the AGM, provided that prior notice of the intention to do so shall have been given in writing to the Chief Executive, and provided that the resolution is seconded by another subscriber. **Resolutions should be forwarded to Malcolm Cree at the Bar Council by 16.00 on Friday 25 August 2017.**

Directive Resolutions¹

"1. A Directive Resolution is any resolution of an Annual or Extraordinary General Meeting which satisfies the following conditions:

¹ Constitution, Schedule V.

- (a) when proposed and seconded notice is given to the Chief Executive that it is intended to be a Directive Resolution and a written explanation is lodged of its financial implications (if any).
 - (b) the Chair of the Bar has certified that he is satisfied that it would not if passed commit the Bar Council or the Bar to a policy or course of action which is not permitted or is beyond its powers, or is contrary to or inconsistent with the obligations of the Bar Council under any provision of or made under the Legal Services Act 2007 (including its obligations in relation to the principle of regulatory independence as defined in rule 1 of the Internal Governance Rules 2009).
 - (c) the resolution is passed by a majority of two thirds of those present and voting at the meeting (persons abstaining being disregarded).
 - (d) If so required by the Chair of the Bar or by 80 subscribers at or within fourteen days after such meeting the resolution has furthermore been passed on a ballot by two thirds of those voting.
2. On any ballot under sub-paragraph (d) above there shall be circulated the material lodged on the giving of notice of the intention to propose the resolution as a Directive Resolution plus three memoranda of not more than five pages each as follows, namely:
 - one from the proposer and seconder summarising the reasons for passing the resolution as a Directive Resolution
 - one from such person or persons as shall be nominated for this purpose by the Chair of the Bar summarising the reasons for not passing the resolution or not passing it as a Directive Resolution
 - one from the Chair of the Bar indicating his views (if any) whether or not the resolution should be so passed
 3. No resolution intended to be put forward as a Directive Resolution shall be capable of amendment in any way unless the Chair of the Bar or of the meeting as the case may be certifies that the amendment in question does not alter the substance of the resolution."

Proxy Voting²

"A Subscriber shall be entitled to vote by proxy at an Annual General Meeting if he or she shall at least 24 hours in advance of the meeting have delivered or caused to be delivered to the Chief Executive a certificate that he or she is prevented from attending the meeting for due medical or religious cause and shall have nominated either some specified Subscriber present in person at the meeting or the Chair of the meeting ex officio to vote on his or her behalf (in which case any show of hands shall be so conducted as to ensure that the proxy has a further vote on behalf of the Subscriber in question in addition to his or her own vote)."

Forms for the certification and lodging of proxy votes can be obtained from the Executive Office.

² Constitution, Schedule III, para 15.

Completed forms should be delivered to Malcolm Cree at the Bar Council by 11.00 on Friday 15 September 2017.

AGM speaking limits³

“No Subscriber shall be permitted without the consent of the Chair of the meeting to speak more than once or for more than five minutes on the same matter, save in the case of the proposer of the resolution under debate, who shall be entitled to speak for not more than seven minutes.”

³ Constitution, Schedule III, para 9.