



The Bar Council

Notice of 2019 Annual General Meeting

The Annual General Meeting (AGM) of the Bar of England and Wales will be held at 11.00 on Saturday 7 September 2019 in The Old Hall, Lincoln's Inn. It will be preceded by a meeting of the Bar Council.

The agenda for the AGM will be made available to Subscribers, Circuits, Specialist Bar Associations and the Inns of Court as soon as possible after **the closing date for resolutions on Friday 16 August 2019**. In accordance with Part II, paragraph 15 of the Constitution, the Bar Council shall present its annual report and accounts at this meeting.

Regulation 31(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 9 February 2019 the members of the Bar Council unanimously agreed to the changes proposed by the Head of Governance to allow for online voting in officer and subscriber elections. It was explained that the changes would come into effect from the time of the Subscriber elections for 2020 and would, thereafter, apply to Officer and Subscriber elections.

For the Officer elections, no changes were needed to the wording in the Constitution which reads "*contested elections shall be conducted by ballot with the Chief Executive acting as a returning officer and, if there are more than two candidates, by single transferable vote*" (Part II, paragraph 11(b)).

For the Subscriber elections, however, the wording in Schedule 1, paragraphs 13-15, was amended as set out below (new wording is underlined and removed wording has been struck through):

a. Schedule 1, paragraphs 13-15 of the Bar Council Constitution:

13. Online voting shall be completed ~~All ballot papers when filled in and signed shall either be returned to the offices of the Bar Council or emailed to the elections inbox address~~ not later than 19 October or (if 19 October falls on a Saturday, Sunday or bank holiday) by 10 am on the next working day.

14. Any form that has not been correctly completed ~~ballot paper not filled in, signed and returned in accordance~~ with the requirements of this Schedule and within the time prescribed by the last preceding paragraph shall be void. The Chief Executive shall act as the returning officer, and shall determine all questions regarding the validity of any online ballot papers or of any vote.

15. No election of any member of the Bar Council shall be invalidated by reason of any defect in the online voting system ~~or invalidity of any voting paper used thereat~~ or by reason of any error however occasioned in the tally of votes cast.

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 16 August 2019.**

Directive Resolutions¹

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

- (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

¹ Constitution, Schedule V.

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).”

² Constitution, Schedule III, para 15.

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

Completed forms should be delivered to Malcolm Cree at the Bar Council by 11.00 on Friday 6 September 2019.

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.