

## **THE RULES OF THE SOCIETY OF LEGAL SCHOLARS**

### NAME

1. The Society shall be styled:  
‘THE SOCIETY OF LEGAL SCHOLARS IN THE UNITED KINGDOM AND IRELAND’.

### OBJECTS

2. The object of the Society shall be the advancement of legal education in Great Britain and Northern Ireland. In furtherance of this object, but not further or otherwise, the Society shall have the following powers:
  - (a) to hold discussions and enquiries
  - (b) to publish documents
  - (c) to take such other steps as may from time to time be deemed desirable.

### DEFINITION OF LEGAL SCHOLARS

3. For the purpose of these Rules, the expression ‘legal scholars in the United Kingdom and Ireland’ shall include all persons regularly and continuously engaged in law teaching and/or legal scholarship in the United Kingdom or Ireland in virtue of an appointment by a university, university college, or any body, not being excluded by the proviso as to profits immediately below, which is currently providing law teaching for a degree or a postgraduate legal qualification, or any other person or class of person involved in law teaching and/or legal scholarship and approved by the Council so long as not engaged by a body established or existing for the purpose of making pecuniary profit divisible among its members. The Council may require evidence of such qualifications if it thinks fit; and on any question that may arise as to the interpretation and application of this rule the decision of the Council shall, unless and until reversed by a general meeting of the Society, be conclusive.

### MEMBERSHIP

4. There shall be six classes of Members of the Society, to be called respectively:
  - (1) Patron Members.
  - (2) Honorary Members.
  - (3) Emeritus Members.
  - (4) Ordinary Members.
  - (5) Associate Members.
  - (6) Institutional Members.

Council shall prescribe from time to time what publications shall be delivered to each member as well as what information shall be accessible to each member *via* the internet, providing that the council may prescribe differently for different classes of members.

### PATRON MEMBERS

5.
  - (1) Council shall have power to admit as a Patron Member any person, company, firm or other body.
  - (2) Every patron member (and every member or employee of it, if it be a partnership or a company or a set of chambers) shall be entitled on the same terms as an ordinary member to attend the society’s annual conference and other activities promoted by the society, provided that a patron member (and any member or employee of it) shall have no voting rights in any society affairs.
  - (3) A Patron Member shall pay such annual subscription as Council shall from time to time determine and the Council shall have power to fix different subscriptions for different classes of Patron Member.

### HONORARY MEMBERS

6. Any person who has in times past been engaged in law teaching and/or legal scholarship in Great Britain or Ireland under the conditions prescribed in Rule 3 above, any person who is or has been so engaged in other countries, and any person interested in legal education who shall have conferred

important benefits on the Society or on legal education, by pecuniary gifts or otherwise, may be invited by the Council to become, and shall on giving her or his consent become, an Honorary Member of the Society. Honorary members shall not be called upon for any subscription, but they shall have no voting rights in any society affairs, although they shall be entitled on the same terms as an ordinary member to attend the society's annual conference and other activities promoted by the society.

#### EMERITUS MEMBERS

7. The Council may elect to be an Emeritus Member of the Society in recognition of services rendered to legal education any person who has been a member of the Society and who has ceased to be engaged in law teaching and/or legal scholarship as prescribed in rule 3 above. Emeritus members shall not be called upon for any subscription, but they shall have no voting rights in any society affairs, although they shall be entitled on the same terms as an ordinary member to attend the society's annual conference and other activities promoted by the society.

#### ORDINARY MEMBERS

8. Ordinary Members of the Society shall be such persons engaged in law teaching and/or legal scholarship in Great Britain or Ireland as prescribed in rule 3 above as shall signify to the Honorary treasurer of the Society their wish to become members, shall duly pay their subscriptions, and shall conform to the rules of the Society; provided that no-one shall become an Ordinary Member until her or his acceptance as such has been formally notified to her or him by the Honorary Secretary after placing her or his name before a meeting of the council, but that Council may, if it thinks fit, after giving the candidate an opportunity of explanation, refer the question of the acceptance of any Ordinary Member to the next or any general meeting of the Society, whose decision shall be final.

#### ASSOCIATE MEMBERS

9. Associate Members shall be:

(a) Ordinary Members who have ceased to hold a post in Great Britain or Ireland entitling them to Ordinary membership under Rule 8 who have expressed their desire to become Associate Members; provided that such persons shall, on resuming any such post, cease to be Associate Members, but shall be entitled to resume their positions as Ordinary Members under Rule 8 – *or*

(b) persons engaged in law teaching and/or legal scholarship by virtue of an appointment held in such law schools or other bodies in the United States of America, members of the Commonwealth, members of the European Union and of such other countries as the Council may approve for the purpose, provided they have been elected Associate Members by the Council. Such Associate Members shall be entitled to maintain this membership after ceasing to hold their appointment.

Associate members shall have no voting rights in any society affairs, although they shall be entitled on the same terms as an ordinary member to attend the society's annual conference and other activities promoted by the society.

#### INSTITUTIONAL MEMBERS

10. Any institution the law teachers or legal scholars of which would fall within rule 3 were it not situated outside the UK and Ireland shall be entitled to apply to Council to become an institutional member paying such annual subscription as Council shall from time to time determine as appropriate for the applicant. An institutional member's law teachers or legal scholars shall be entitled on the same terms as an ordinary member to attend the society's annual conference and other activities promoted by the society, but an institutional member (or its teachers and scholars) shall have no voting rights in any society affairs.

#### SUBSCRIPTIONS

11. The expenses of the Society shall be met from subscriptions of Members of the Society and from such funds as the Society may by donation or otherwise acquire. The amount of the annual subscription of each Ordinary and Associate Member shall be prescribed from time to time by the Council and shall

be payable by standing order (or such other method as the Honorary Treasurer allows or requires) delivered to the honorary treasurer along with the application to join the Society. No Ordinary Member shall vote at any meeting or election whilst her or his subscription is in arrears; and a delay of twelve months in payment of any subscription shall *ipso facto* in the absence of an excuse satisfactory to the Council be equivalent to resignation by the member concerned, who may not rejoin the society without paying the arrears.

#### RESIGNATION

12. Any member wishing to resign shall do so in writing sent to the honorary treasurer to take effect at the end of the yearly period for which the member's last subscription was paid.

#### THE FUNDS OF THE SOCIETY

13. (1) All subscriptions and other property received for the purposes of the Society shall be kept by the Honorary Treasurer under the supervision of the Council. The Council shall have power to direct or approve the expenditure of the Society's funds in such manner as they think fit in accordance with these rules, but shall ordinarily leave matters of expenditure to the executive committee.
- (2) The Council may allow any of the funds of the Society to remain at any bank in the name of the Society and may authorise an Officer to draw cheques thereon.
- (3) Any part of the funds of the Society may be invested in the names of not less than two nor more than four trustees who shall be Ordinary or Associate or Emeritus Members of the Society in or upon the purchase of or at interest upon the security of such stocks funds shares securities or other property of whatsoever nature and wheresoever and whether involving liabilities or not as the Council shall in their absolute discretion think fit.
- (4) The trustees for the time being shall give effect to any directions given from time to time by the Council and shall be entitled to be indemnified out of the funds of the Society against any claims or liability arising from acts done under such direction as aforesaid.
- (5) The trustees shall hold office until attaining the age of 70 years or death or resignation or until removal from office by the Council. Where by reason of such age, death, resignation or removal it is necessary to appoint a new trustee or new trustees the Council shall nominate the person or persons to be appointed and the President for the time being shall by deed appoint the person or persons so nominated.
- (6) The Council may revocably delegate its powers of directing investments and of directing the variation and transposition of investments to the trustees or to the Honorary Treasurer and the trustees who shall be entitled to be indemnified out of the funds of the Society against any claim or loss arising from any act done in good faith in exercise of the powers so delegated.

#### OFFICERS

14. The officers of the Society shall be a President, a Vice-President, an Honorary Treasurer, an Honorary Secretary, a Secretary of the Subject Sections, a Convenor for Scotland and a Convenor for Ireland. There shall be an Administrative Secretary who shall be expected to be in attendance at meetings of the Executive Committee and of Council.

#### ELECTION OF OFFICERS

15. The officers of the Society shall be elected from among the Ordinary Members of the Society at its annual general meeting by the members present thereat so as to take up office on 1st October in the calendar year following election except that in the case of the vice-president she or he shall go on to take up the office of President on 1st October two calendar years following election as the Vice-President. No Ordinary Member shall (save as hereinafter provided) be eligible, unless her or his candidature, supported by her or his signature, together with those of her or his proposer and seconder, is notified to the Honorary Secretary at least two weeks before the AGM. The name of such person shall appear as that of a candidate for the office in question in the summons convening the meeting or in a separate notice, provided that such be despatched by post at least 7 days before the meeting with intent to reach every Ordinary Member, whether directly or *via* the relevant constituency council

Member or the secretary of the head of the relevant law school in which the Ordinary Member works, or be despatched by electronic mail at least 7 days before the meeting with intent to reach such members whether directly or indirectly as aforesaid. It shall be the duty of the Honorary Secretary to circulate all duly notified nominations in due time for the annual general meeting; and, in the event of no nomination for an office having been duly notified two weeks before the AGM, it shall be the duty of the Council to present a suitable nomination at the meeting. Officers shall, in each instance, be elected for one year only, but shall be re-eligible, and the person elected Vice-President for one year shall immediately thereafter become President for one year. Any casual vacancy occurring among the officers or the Council may be provisionally filled by the Council until the next annual general meeting or annual election of Council respectively.

#### COUNCIL

16. The affairs of the Society shall be controlled by a Council, consisting of the officers of the Society, former Presidents of the Society for a period of three years from their ceasing to hold office as such, the Editors of the Society's publications and such other Ordinary Members as shall from time to time be elected or co-opted under the provisions following. Subject to the control of any general meeting, the Council shall be entitled to take any action on behalf of the Society which it shall deem to be conducive to the interests of the Society. It shall be the duty of the President to present at each annual general meeting the minutes of its proceedings during the previous year and a brief report on his or her year of office.

#### CO-OPTED MEMBERS OF COUNCIL

17. The Council may from time to time co-opt, for any period not exceeding three years, not more than three Ordinary Members of the Society to serve on the Council, and may renew such appointments from time to time.

#### ELECTION OF COUNCIL

18. (1) Elections to Council shall take place in June each year, for the calendar year next following.
- (2) The Ordinary Members of the Society shall elect the members of Council other than those who hold their seats as officers of the Society or as editors of the Society's publications, by constituencies as follows, each constituency electing one member:
- (i) the Ordinary Members of the Society within any qualifying law school in the United Kingdom shall be a constituency of the Society, under the name of the university or other institution to which that school belongs; and
  - (ii) Ordinary Members of the Society not within any constituency under the provision immediately foregoing shall together be a constituency of the Society under the name of 'the United Constituency', provided however that the Council of the Society shall have power to divide the United Constituency into up to three constituencies, whether regionally or on such other basis as the Council shall see fit.
- (3) For the purpose of this rule the phrase 'qualifying law school' means any faculty, department or other teaching unit having among its staff and associates twelve Ordinary Members of the Society, provided however that
- (i) all Ordinary Members within one university or other institution shall be presumed to fall within one constituency unless it is established to the satisfaction of Council that different units having Ordinary Members among their staff and associates are geographically and organisationally distinct and that it would be in the best interests of the Society that they should not be treated as a single constituency, and
  - (ii) any qualifying law school which has become a constituency of the Society shall retain that status and shall not fall back within the United Constituency unless on the 30th June of any year the number of Ordinary Members of the Society within it is found to have fallen below ten.
- (4) All members of the Council shall, in each instance, be elected for one year only but shall be re-eligible.
- (5) In the event of there being an equality of votes for two or more candidates for any one constituency, it shall be the duty of the President to exercise a casting vote.

- (6) It shall be competent for any member of the Council, subject to prior written notification to the President, to appoint any other Ordinary Member to attend a meeting of Council in her or his place.

#### EXECUTIVE

19. There shall be an Executive Committee of the Society taking up office on 1st October each year and consisting of
- (a) the officers of the Society;
  - (b) the immediate past President of the Society;
  - (c) the Vice-President elect;
  - (d) the persons appointed by the Council to be Editors of the Society's publications;
  - (e) the Chair of the Society's Legal Education Sub-Committee;
  - (f) the person appointed by Executive as the Society's Webmaster; and
  - (g) nine members of the Society of whom three shall be 'recent' members of the Society (being members of recent professional standing who, at the date of their election, have fewer than eight years membership), such persons to be appointed by the Council to the Executive Committee to serve for no more than three years. Once appointed to serve for a three year term and re-elected for a further three year term, a member shall not be eligible for re-appointment until one year after expiry of such term.

In appointing such nine members as set out in sub-paragraph (g) above, Council shall, so far as practicable, procure a reasonable balance in such appointments, taking account of factors such as gender, ethnicity, regional representation, type of institution and subject section representation.

The functions of the said Executive Committee shall be to manage the affairs of the Society, with power to direct or approve expenditure of the Society's funds and to provide for such committees as it may from time to time deem useful, prescribing the duties of such committees and how membership (not restricted to members of the Executive Committee) is to be determined. It shall be the duty of the Executive Committee to report any action it has taken to the meeting of the Council next following such action.

#### SUBJECT SECTIONS

20. The Executive Committee, *via* the Secretary of the subject sections, shall ensure that there are subject sections covering most areas of legal scholarship and that a convenor of each subject section appointed by the Executive Committee takes all reasonable steps to develop a thriving section, meeting at least during the annual conference of the society and carrying on such other activities considered appropriate for furthering study and research and dissemination of ideas in the area of scholarship covered by such section.

#### GENERAL MEETING

21. The annual general meeting of the Society shall be held in each year on a date to be fixed by the Council. The President shall have power to summon a special general meeting whenever she or he may deem it advisable to do so; and she or he shall do so on being thereto requested in writing by forty Ordinary Members of the Society. At any general meeting, the President, or, failing her or him, the Vice-President shall take the chair; but in the absence of both of them the meeting shall elect a chairman.

#### BUSINESS OF THE ANNUAL GENERAL MEETING

22. The business at the annual general meeting shall include, unless the meeting otherwise decides –
- (i) minutes of the last general meeting
  - (ii) election of new officers
  - (iii) replies by the officers to questions
  - (iv) motions proposed
  - (v) balance sheet.

Notices of all motions, including the names of proposers and seconders, shall reach the Honorary Secretary at least fourteen days before the day fixed for holding the meeting.

#### EXPULSION

23. Any member of the Society who may be guilty of any conduct which in the opinion of the Council renders her or his membership detrimental to the interests of the Society may be requested to resign, and if she or he refuses to do so, may be expelled, by a resolution of the Council, subject to an opportunity being given to her or him to explain her or his conduct. Any resolution shall require a majority of not less than two-thirds of the Council present and voting.

#### ALTERATION OF RULES

24. Any of these Rules may be rescinded or amended by a resolution passed at any annual or special general meeting of the Society by a two-thirds majority of the ordinary members present and voting. Provided that:
- (i) such a majority shall consist of not less than ten ordinary members;
  - (ii) notice of such resolution, stating the nature of the proposed alteration and the name of the proposer and seconder, shall have reached the Honorary Secretary at least fourteen days before the date fixed for the meeting;
  - (iii) in the event of a resolution being passed to rescind or amend any part of Rules 1 to 9 and Rule 18, or this Rule, such resolution shall not be effective until confirmed by a simple majority vote of ordinary members voting in a postal ballot to be conducted within two months after the date of the meeting at which it was passed;
  - (iv) no amendment alteration or deletion should be made to Rule 2 or this rule, or that would cause the Society to cease to be a Charity in law.