

BYE-LAWS
of the
LAW SOCIETY OF IRELAND
(AS AMENDED)

**BYE-LAWS
OF THE
LAW SOCIETY
OF IRELAND**

Approved by the Council on 7 April 1989 and ordained and made at a General Meeting of Members
of the Society held at the Europa Hotel, Killarney, Co. Kerry, on
Friday,
5 May 1989.

And as amended at a General Meeting of Members of the Society held at the Connemara Coast Hotel,
Furbo, Co. Galway, on
Thursday,
20 May 1993.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
4 May 1995.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
25 July 1996.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
14 November 1996.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
6 November 1997.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Wednesday,
23 September 1998.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Wednesday,
4 November 1998.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
11 November 1999.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
9 November 2000.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
7 November 2002.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
11 November 2004.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
6 November 2008.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
2 November 2017.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Friday,
5 November 2021.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
3 March 2022.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
10 November 2022.

And as amended at a General Meeting of Members of the Society held at the Law Society on
Thursday,
13 November 2025.

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BYE-LAW 1

DEFINITIONS

(1) In these Bye-laws-

“the 1954 Act” means the Solicitors Act 1954 (No.36 of 1954).

“the 1960 Act” means the Solicitors (Amendment) Act 1960 (No.37 of 1960).

“the 1994 Act” means the Solicitors (Amendment) Act 1994 (No.27 of 1994).

“the 2002 Act” means the Solicitors (Amendment) Act 2002 (No.14 of 2002).

“the 2008 Act” means the Civil Law (Miscellaneous Provisions) Act 2008 (No.19 of 2008).

“the 2015 Act” means the Legal Services Regulation Act 2015 (No.65 of 2015).

“the Solicitors Acts 1954-2015” means the citation together of all Acts during the period 1954-2015 touching and concerning solicitors, including other Acts listed as referred to in the 2015 Act.

“the accounts of the Society” means the annual audited accounts of the Society for each calendar year ending 31 December, prepared pursuant to Bye-law 3(1).

“annual election” means the election conducted by the Society each year, pursuant to Bye-law 6, for the election (subject to Bye-law 6(13), where applicable) of ordinary members of the Council and, where the context so admits, includes the whole process of conducting the annual election from the nomination of candidates up to and including the final declaration of the results of the ballot of members of the Society at the annual general meeting next following the counting of the votes received by each candidate.

“annual general meeting” means the general meeting of the Society held each year in the month of November, pursuant to Bye-law 4(1).

“annual membership subscription” means the membership subscription payable by a member of the Society, as determined from time to time by the Council of the Society, pursuant to Bye-law 2(2) of these Bye-laws.

“the annual report” means the combination of reports, respectively, of the Council, the President, the Director General and chairpersons of committees of the Council and committees of the Society relating to aspects of the work and activities of the Council and of the Society during the immediately preceding twelve month period, transmitted to members of the Society each year prior to the annual general meeting.

“auditors” means the holders for the time being of the office of auditors to the Society appointed or re-appointed at each annual general meeting, pursuant to Bye-law 3(5).

“the Blackhall Place premises” means the premises owned by the Society and located at Blackhall Place, Dublin, which premises are the headquarters and principal place of business of the Society.

“Bye-law”, in the singular or plural, whether or not followed by a specific number and/or alphabetical reference, means these Bye-laws.

“candidate”, means a member of the Society who is duly nominated as a candidate in an annual election or a provincial election.

“the Charters” means, respectively, the Charter and the Supplemental Charter referred to in section 33(1) of the Act of 1960 and, respectively, dated 5 April 1852 and 14 December 1888.

“close of poll date”, in the case of an annual election or a provincial election, means the date appointed by the Council, pursuant to Bye-law 6(6), or in the case of a poll, the date provided for under Bye-law 4(8) or Bye-law 5(5) by which a vote should be duly submitted electronically, in a manner as provided for by the Society, by a member of the Society wishing to vote.

“a committee of the Council” means a committee appointed by the Council, pursuant to section 73 of the 1954 Act as amended by section 27 of the 1960 Act and section 7 of the 1994 Act, to which the Council delegates, with or without restrictions, the exercise of any functions of the Council.

“a committee of the Society” means a committee appointed by the Council, pursuant to section 73 of the 1954 Act as amended by section 27 of the 1960 Act and section 7 of the 1994 Act, to which the Council delegates, with or without restrictions, the exercise of any functions of the Society which are performable by the Council.

“Compensation Fund” means the fund maintained by the Society pursuant to section 21 of the 1960 Act as substituted by section 29 of the 1994 Act as amended by section 16 of the 2002 Act.

“co-option” (or “co-opt”) has the meaning as provided for in Bye-law 6(21).

“the Council” means the Council of the Society, composed as set forth in Bye-law 6(1), which (as provided for in the Solicitors Acts 1954 to 2015 and the Charters and in accordance with the Bye-laws and Regulations of the Council) performs certain functions, including the functions vested in the Society by or under the Solicitors Acts 1954 to 2015; and “outgoing Council” and “incoming Council” mean, respectively, the Council ceasing to hold office and the Council commencing to hold office at a particular annual general meeting; and references to the Council in relation to the carrying out of functions pursuant to the Bye-laws means the carrying out of such functions at a meeting of the Council or at a committee of the Council or at a committee of the Society.

“the Director General” means the person for the time being appointed as Director General by the Council pursuant to Bye-law 8(1).

“document” includes an electronic communication transmitted by electronic means.

“electronic mail address”, in relation to a member of the Society, means the electronic mail address of such member of the Society which at any particular relevant time has been furnished by or on behalf of such member of the Society to the Society and has been recorded by the Secretary in conjunction with the name and practice address of such member maintained by the Society pursuant to Bye-law 2(7); and Bye-law 2(7)(d) shall be construed accordingly.

“electronic means” (or **“electronically”**), includes electronic communications generated by means of electronic mail, web-enabled downloads, internet link or such other electronic means.

“eligible candidate” means an eligible member of the Society who is duly nominated as a candidate in a provincial election.

“eligible member of the Society”, in relation to a provincial election, means a member of the Society whose practice address is situated within, as applicable, either the province of Munster or the province of Leinster (excluding the County and the City of Dublin) or the province of Connacht or the province of Ulster (insofar as it is within the State); provided that where a member of the Society has two or more practice addresses and it becomes relevant to a provincial election to decide which one of those two or more practice addresses is the address of the principal place of business of that member of the Society, the scrutineers, after such enquiry as the scrutineers deem reasonable and appropriate, shall be entitled to so decide; and, thereupon, the address of such principal place of business so decided upon by the scrutineers shall be deemed to be the sole practice address of that member of the Society for the purpose of ascertaining whether such member is an eligible member of the Society and, if so, in respect of which such province.

“extraordinary member of the Council” means a member of the Society or other person who has been nominated and appointed (or re-appointed), pursuant to Bye-law 6(3), to be a member of the Council for one period of office of the Council.

“the Gazette” means the periodical, called the “Gazette”, published by the Society.

“general meeting” means, in its context, either an annual general meeting or a special general meeting, including an adjourned annual general meeting or an adjourned special general meeting.

“home address” means the residential address of a member of the Society where it is entered on the Members’ Register.

“Junior Vice-President” means the holder for the time being of the office of Junior Vice-President of the Council and who is also designated Junior Vice-President of the Law Society of Ireland, elected pursuant to Bye-law 7(3).

“member of the Council” means a serving member of the Council, whether serving as an elected ordinary member of the Council or as an elected provincial delegate or as an appointed extraordinary member of the Council.

“Members’ Register” has the meaning assigned to it in Bye-law 2(7)(a).

“member of the Society” means a person who becomes and is a member of the Society, pursuant to Bye-law 2(1).

“office-holders of the Council” means the President, the Senior Vice-President and the Junior Vice-President and each of them.

“ordinary member of the Council” means a member of the Society who has been elected (or re-elected) as a member of the Council in an annual election; or co-opted pursuant to Bye-law 6(21).

“past President’s privilege” has the meaning designated in Bye-law 6(22).

“period of office of the Council” means, in relation to the Council, the period specified in Bye-law 6(2)(a) without prejudice to the fact that the term of office of an ordinary member of the Council (as provided for in Bye-law 6(4)(a) and (b)) and the term of office of a provincial delegate (as provided for in Bye-law 6(5)(a) and (b)) is for two periods of office of the Council.

“poll” means a poll of all, or a relevant geographic section of, the members of the Society conducted electronically pursuant to Bye-law 4(8) in relation to a resolution presented to and debated at an annual general meeting or at a special general meeting; or a poll conducted electronically pursuant to Bye-law 5(5) in relation to an issue or issues connected with the business of the Society.

“practice address” means the address of the principal place of business of a member of the Society which, at any particular relevant time, is a place of business entered on the register of practising solicitors established and maintained pursuant to section 47 of the 1954 Act (as substituted by section 54 of the 1994 Act) and referred to in these Bye-laws as the Members’ Register; or the home address of such member; or, where for good and legal reason, such address of a member of the Society as appears on the Roll or as otherwise notified by or on behalf of such member of the Society to the Secretary and as entered in the Members’ Register.

“present”, in relation to attendance at and (where it arises) voting at an annual general meeting (as per Bye-law 4) or at a special general meeting (as per Bye-law 5), may include virtual attendance and/or virtual voting by electronic means subject to such reasonable and appropriate pre-conditions, such as prior registration with the Society by a member of the Society indicating their wish and intention to do so virtually and such other pre-conditions as may be duly promulgated by the Society in advance of any such meeting.

“President” means the holder for the time being of the office of President of the Council and who is also designated President of the Law Society of Ireland, appointed pursuant to Bye-law 7(1).

“provincial delegate” means a member of the Society who has been elected (or re-elected) as a member of the Council in one of the provincial elections; or co-opted pursuant to Bye-law 6(21).

“provincial elections” means the provincial elections conducted by the Society each year, pursuant to Bye-law 6, for the election of provincial delegates to be members of the Council; and, where the context so admits, includes the whole process of conducting the provincial elections from the nomination of eligible members of the Society as candidates up to and including the final declaration of the results of the ballot or ballots of eligible members of the Society at the annual general meeting next following the counting of the votes received by each eligible candidate.

“Registrar of Solicitors” means the holder of the office of registrar of solicitors appointed by the Society pursuant to section 8 of the 1954 Act.

“the Regulations of the Council” means the regulations made by the Council pursuant to Bye-law 10.

“resolution”, in relation to the functioning of a general meeting, means any resolution, motion, proposition, question, issue or other matter which arises and which requires, in the opinion of the chairperson of the meeting or a majority of members of the Society present at the meeting, to be voted upon.

“the Roll” means the roll of solicitors established and maintained pursuant to section 9 of the 1954 Act (as substituted by section 65 of the 1994 Act) containing a record of all solicitors admitted as solicitors pursuant to section 10 of the 1954 Act.

“the scrutineers” means the members of the Society (together with the Director General) appointed (or re-appointed) annually by the Council as (and at any particular relevant time convening as) scrutineers of and for the annual election and the provincial elections pursuant to Bye-law 6(9) or, where it arises, as scrutineers of and for a poll.

“the Secretary” means the Secretary of the Society; and where any Bye-law provides for the receipt by the Secretary of a document, notification or communication, same shall mean either due and acknowledged receipt (including by electronic means) by the Secretary personally at the Blackhall Place premises or, in the absence or unavailability of the Secretary at the Blackhall Place premises, by another employee of the Society duly acting on behalf of the Secretary.

“Senior Vice-President” means the holder for the time being of the office of Senior Vice-President of the Council and who is also designated Senior Vice-President of the Law Society of Ireland, elected pursuant to Bye-law 7(2).

the singular includes the plural where the context so permits.

“the Society” means the Law Society of Ireland.

“special general meeting” means a general meeting of the Society convened pursuant to Bye-law 5.

“the State” means the Republic of Ireland.

“they” (and **“their”** or **“them”**) and cognate plural words, when used in these Bye-laws, denote all personal pronouns.

“transmitted (or “transmit” or “transmission”), in relation to a document originating from the Society, means transmitted by the Society to a member of the Society -

- (i) electronically to the electronic mail address of such member of the Society; or
- (ii) by prepaid ordinary post, document exchange or similar distribution agency or by hand to the practice address of such member of the Society -

whether such document so transmitted is transmitted separately or together with (or included in) the Gazette or together with (or included in) another document or other documents originating from the Society.

“time”, in relation to these Bye-laws, means Irish Standard Time.

“virtually” means conducted (in whole or in part) by electronic means.

“vote”, means voting by means of a voting form electronically generated pursuant to these Bye-laws, in a manner as provided for by the Society.

“written” includes words transmitted electronically.

“year”, in relation to membership of the Society and payment of the annual membership subscription, means the period commencing on 1 January in one year and ending on 31 December in the same year; being the same period as the practice year pursuant to the Solicitors Acts 1954 to 2015.

BYE-LAW 2

MEMBERS

(1)	Any member of the Society whose name is on the Roll and does not stand suspended from practice may become and may continue to be a member of the Society on payment, pursuant to this Bye-law, of the annual membership subscription for the current year and each subsequent year.	Who is a Member
(2)	The annual membership subscription for each year shall be as determined by the Council.	Annual Membership Subscription
(3)	The request by the Society for the amount of the annual membership subscription for any year shall be transmitted to an existing member of the Society prior to the commencement of that year; provided that where, for any reason, a member of the Society does not receive such a request, it shall remain the obligation of such member of the Society to pay the annual membership subscription.	Payment of Subscription
(4)	The Society shall, between 1 June and 1 July in each year, transmit a notice to each member of the Society whose annual membership subscription for that year remains unpaid, advising each such member of the Society of the provisions of clause (5) of this Bye-law.	Unpaid Subscriptions
(5)	Any member of the Society who has not paid their annual membership subscription for the current year by not later than 30 September in that year shall, with effect from 1 October in that year, thereby and thereupon forfeit their membership of the Society and shall not be entitled to any of the privileges of membership of the Society provided for in these Bye-laws.	Forfeiting Membership

(6) Where, pursuant to clause (5) of this Bye-law, a solicitor shall have forfeited their membership of the Society by non-payment of their annual membership subscription, such solicitor may again become a member of the Society (if still eligible to do so pursuant to clause (1) of this Bye-law) by paying their annual membership subscription for the following or any subsequent year, such resumed membership to take effect from the date of such payment.	Renewal of Membership
(7) (a) The name and practice address and (where applicable) the electronic mail address of each member of the Society shall be entered in a register to be maintained by the Secretary for that purpose, called the Members' Register, which may be maintained in physical form or by electronic means or both. (b) On first becoming a member of the Society, the practice address of a solicitor entered on the Members' Register shall, unless otherwise notified to the Secretary by the solicitor, be deemed to be the address of that solicitor as appears on the Roll. (c) Any member of the Society who at any time changes their practice address as maintained on the Members' Register shall immediately give written notice of such change to the Secretary. (d) The transmission by the Society of a document to the practice address or the electronic mail address of a member of the Society as entered at that time in the Members' Register, shall, as soon as practicable, be deemed to be sufficient compliance by the Society with its obligations to notify such member of the Society of the contents of such document.	Members' Register
(8) Any member of the Society may resign their membership at any time by due written notice to the Secretary, such resignation to take effect on the date such written notice is received and acknowledged by the Secretary.	Resigning Membership

(9)	(a) Subject to these Bye-laws and to the Regulations of the Council, the Blackhall Place premises may be used, on normal business days (Monday to Friday, inclusive) and during normal business hours, for the resort of members of the Society, their spouses or partners or their duly indentured apprentices/trainees and for such other purposes as the Council may consider to be for the benefit of the Society. (b) No meeting, assembly, function or other form of gathering of people (whether comprised entirely of members of the Society or including one or more of such members) shall take place in the Blackhall Place premises unless authorised by the Council pursuant to the Regulations of the Council. (c) No written notice shall be posted in the Blackhall Place premises unless authorised pursuant to the Regulations of the Council. (d) No person, except a member of the Society, their spouse, partner and/or their duly indentured apprentices/trainees, shall be entitled to admission to any part of the Blackhall Place premises unless authorised by the Council pursuant to the Regulations of the Council; provided however that a member of the Law Society of Northern Ireland or the Law Society of England and Wales or the Law Society of Scotland, on the introduction of a member of the Society and pursuant to the Regulations of the Council, shall be entitled to the same privileges as a member of the Society in the Blackhall Place premises for a period or periods in total of not longer than thirty individual days in any one year.	Use of the Blackhall Place Premises
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BYE-LAW 3
ACCOUNTS AND AUDITORS

(1) The financial year of the Society shall terminate on 31 December in each year and the accounts of the Society shall be made up annually to that date and shall at the least comprise: (a) an income and expenditure account; (b) a balance sheet; (c) a statement of source and application of funds; and (d) an auditors' report.	Society's Annual Accounts
(2) The audit and examination of the books and accounts of the Society for the immediate preceding year to 31 December shall be carried out by the auditors by not later than 31 March in the following year.	Annual Audit
(3) A copy of the accounts of the Society for the immediate preceding year to 31 December shall be posted on the Society's website and a user-friendly comprehensive report and summary of the accounts transmitted to each member of the Society by not later than 31 May in the following year.	Copy of Accounts to Members
(4) (a) The accounts of the Society for each year ending 31 December shall be submitted to the annual general meeting held in the next following November for discussion and adoption. (b) Upon adoption of the accounts of the Society by the annual general meeting, the President (or, in their absence, the Senior Vice-President), as the chairperson of the annual general meeting, shall approve same in testimony of such adoption; and such accounts of the Society shall thereupon be deemed to be conclusive by all members of the Society. (c) Where, for any reason, the accounts of the Society for any year ending on the preceding 31 December are not submitted to (or, where submitted, are not adopted by) the next following annual general meeting, the Council, as soon as practicable and having due regard to any discussion that may have occurred at such annual general meeting, shall have the right to adopt such accounts of the Society; and the President (or, in their absence, the Senior Vice-President), as the chairperson of the Council, shall duly approve same in testimony of such adoption; and such accounts of the Society shall then be deemed to be conclusive by all members of the Society, subject only to written notice of such approval by the Council being, as soon as practicable, transmitted to each member of the Society.	Approval of Society's Annual Accounts

(5)	(a) The holders of the office of auditors to the Society shall be a practising firm of auditors and accountants of appropriate size and professional competence; and shall be appointed (or re-appointed) at each annual general meeting to hold office as auditors to the Society from the date of one annual general meeting to the date of the next annual general meeting; with the function of auditing and examining the books and accounts of the Society for the year ending on the 31 December immediately following the annual general meeting at which they were appointed or re-appointed; and such auditors shall be remunerated out of the funds of the Society. (b) Where, for any reason, an annual general meeting fails to appoint (or re-appoint) auditors, the appointment (or re-appointment) of auditors shall be made by the Council at a meeting of the Council to be held before the 31 December immediately following that annual general meeting.	Auditors
(6)	Notwithstanding the provisions of clause (5) of this Bye-law, the Council shall have the right to instruct (and to remunerate out of the funds of the Society) the auditors to the Society, or another or other firms of auditors and accountants, to carry out other functions of an appropriate kind for the Society.	Other Accountants
(7)	Where, for any reason, a vacancy occurs in the office of auditors to the Society between one annual general meeting and the next following annual general meeting, the Council shall, as soon as practicable after such vacancy occurs, appoint another firm of auditors and accountants of appropriate size and professional competence to hold office as auditors to the Society up to the date of the next following annual general meeting.	Vacancy in Office of Auditors

BYE-LAW 4
ANNUAL GENERAL MEETING

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|---|---|
| <p>(1) The annual general meeting of the Society shall be held –</p> <ul style="list-style-type: none"> (i) in the Blackhall Place premises (or, in the event of the Blackhall Place premises being in the opinion of the Council unavailable or unsuitable, in such other suitable premises as the Council may by resolution determine), or, (ii) virtually (whether entirely or in part together with (i) by electronic means) – <p>on a date in the month of November to be determined by an annual general meeting or by the Council.</p> | <p>Annual General Meeting</p> |
| <p>(2) (a) The agenda for the annual general meeting shall be prepared by the Secretary in consultation with the President; provided however that the following items shall always be included on the agenda for each annual general meeting:</p> <ul style="list-style-type: none"> (i) Reading of notice convening the meeting; (ii) Minutes of the last general meeting; (iii) Adoption of annual accounts; (iv) Appointment (or re-appointment) of auditors; (v) Report of scrutineers on the annual election and the provincial elections and the final declaration of results; (vi) Consideration of the annual report; (vii) Appointing date of next annual general meeting; (viii) Any other business properly arising. <p>(b) A notice convening the annual general meeting together with the agenda therefor shall be transmitted to each member of the Society at least fourteen days prior to the date of the annual general meeting.</p> | <p>Agenda of Annual General Meeting</p> |
| <p>(3) (a) Notwithstanding the provisions of clause (2) of this Bye-law, any resolution connected with the business of the Society may be discussed and dealt with at an annual general meeting on the proposal of at least two members of the Society; provided that a written requisition for such a resolution, duly proposed by at least</p> | <p>Motions from Members</p> |

two members of the Society, shall have been transmitted to the Secretary at least twenty-eight days before the date of such annual general meeting.

- (b) Notwithstanding that a requisition in writing for such resolution has been duly transmitted to the Secretary pursuant to sub-clause (a) of this clause, the Secretary may, after consultation with the President, reject the requisition in question (and so notify the requisitioning members of the Society), where the Secretary is of the opinion that:

- (i) the requisition in question is already encompassed by an item or items on the agenda for the particular annual general meeting and that no extension of the agenda is required to enable the resolution in question to be discussed and dealt with; or
- (ii) the requisition in question has already been discussed and dealt with as a specific item on the agenda at an annual general meeting or special general meeting within the preceding two years and that no change of circumstances makes it reasonable or appropriate that the requisition in question be again discussed and dealt with;

provided that any such decision of the Secretary to so reject the requisition in question may be questioned by either of the requisitioning members of the Society under the 'any other business properly arising' item on the agenda at the annual general meeting.

- (c) Where the Secretary duly receives a requisition that a resolution connected with the business of the Society be discussed and dealt with at an annual general meeting and does not decide to reject such requisition pursuant to sub-clause (b) of this clause, then the Secretary shall proceed as follows:

- (i) where the notice convening the particular annual general meeting and the proposed agenda therefor has not yet been transmitted to each member of the Society, the Secretary shall include the resolution concerned as a separate item on the agenda for the annual general meeting to be transmitted to each member of the Society; or
- (ii) where the notice convening the particular annual general meeting and the proposed agenda therefor has already been transmitted to each member of the Society, the Secretary shall, as soon as practicable, transmit to each member of the Society written notice of the resolution and stating the fact of its inclusion as a separate item on the agenda for the annual general meeting.

(4) After the agenda for an annual general meeting has been completed, any business which the chairperson (whether or not after such prior consultation with the Council as they might have deemed appropriate) shall regard as proper to introduce shall, with the approval of the meeting, be entered upon and discussed, and the opinion of the meeting in the form of a resolution shall, if deemed necessary or appropriate, be taken thereon.	President's Business
(5) After any business introduced by the chairperson shall have been completed, it shall be competent for any member or members of the Society present, with the approval of the meeting, to submit any resolution in connection with the business of the Society which may be legally entertained at such meeting or to recommend any resolution which they may think should be considered at a future annual general meeting or special general meeting.	Other Business
(6) (a) An annual general meeting may be convened to take place on any day of the week other than a Sunday or a public holiday. (b) An annual general meeting may be convened to commence on the convened day not earlier than 9:00 am and not later than 8:00 pm.	Time of Annual General Meetings
(7) At all annual general meetings: (a) the President or, in their absence, the Senior Vice-President, shall be chairperson; (b) a member of the Society shall not be permitted to speak more than once on the same resolution (other than for the purpose of explanation when no new matter may be introduced), except that the proposer of same shall have a right to reply, after which the debate on same shall be closed; (c) subject, where applicable, to clause (8) of this Bye-law, any resolution shall be decided by a majority of votes of those members present and voting; (d) in the event of an equality of votes on a resolution, the chairperson shall have a casting vote in addition to their first vote; and (e) in the case of a dispute, doubt or difficulty arising, not provided for in these Bye-laws, the decision of the chairperson thereon shall be final and conclusive.	Procedure at Annual General Meetings
(8) (a) After the presentation and the debating of a resolution at an annual general meeting and immediately prior to any vote thereon, a poll on the resolution may be requested: (i) by the chairperson, or	Request for Poll on a Resolution

- (ii) by at least 25% of the members of the Society present, being not less than 21 in number, or
 - (iii) by a request to that intent duly approved by not less than one hundred members of the Society, being duly transmitted to the Secretary at least forty-eight hours prior to the notified commencement date and time of such annual general meeting.
- (b) Where a poll on a resolution has been requested pursuant to sub-clause (a) of this clause, the chairperson shall direct that a poll on the resolution be conducted either of all the members of the Society or (as may be reasonable and appropriate having regard to the subject matter of the resolution) of a relevant geographic section of the members of the Society.
- (c) Where a poll on a resolution is directed pursuant to sub-clause (b) of this clause, the chairperson shall thereupon:
 - (i) request the annual general meeting to nominate and direct, respectively, a named proponent of the resolution and a named opponent of the resolution to be responsible for the preparation of, respectively, a memorandum summarising the arguments advanced at the annual general meeting in support of the resolution and a memorandum summarising the arguments advanced at the annual general meeting in opposition to the resolution, each such memorandum to be of no more than 500 words and each to be electronically transmitted to the Secretary within a period of not more than fourteen days following the date of the presentation and the debating of the resolution at the annual general meeting in question; and
 - (ii) nominate a close of poll date not less than two months and not more than three months thereafter, by 5:00pm on which date a vote in support of the resolution or in opposition to the resolution should be duly electronically transmitted to the Society.
- (d) Where, for any reason, a memorandum in writing in support of the resolution or a memorandum in writing in opposition to the resolution, or both, is or are not transmitted to the Secretary within the period provided for in sub-clause (c) of this clause, the Secretary, in lieu thereof, shall cause to be prepared (subject to the final approval of the scrutineers) a memorandum in writing objectively summarising the arguments advanced at the annual general meeting in question in support of the resolution or in opposition to the resolution or both, as the case may be.

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| <ul style="list-style-type: none"> (e) A poll on a resolution directed pursuant to sub-clause (b) of this clause shall be conducted electronically in a manner as provided for by the Society and as approved by the scrutineers. (f) There shall be transmitted to each member of the Society (or, where applicable, to each member of the Society whose practice address is situated within a relevant geographical area) within a period of not more than twenty-eight days following the date of the presentation and the debating of the resolution at the annual general meeting in question, the means of access on the Society's website to the following: <ul style="list-style-type: none"> (i) a resolution voting form electronically generated, as provided for by the Society and as approved by the scrutineers, showing the resolution and the manner in which a vote may be cast in support of the resolution or in opposition to the resolution; and (ii) the memorandum in support of the resolution and the memorandum in writing in opposition to the resolution, prepared pursuant to sub-clause (c) or (d) of this clause. (g) In relation to all matters concerning the carrying out of this electronic resolution voting process, the scrutineers shall have the duty and the right to ensure that the process is conducted in a reasonable and appropriate manner and their decision(s) in that regard shall be final and conclusive. (h) Following the electronic counting of votes submitted, the scrutineers shall notify the Secretary of the result of the poll and the Secretary shall cause that result to be promulgated as soon as practicable in the Gazette. (i) Where the result of the poll is that the resolution in question is supported by a majority of the votes cast, the resolution shall be deemed to be "a resolution passed pursuant to a poll" as provided for in clause (10)(b)(v) of this Bye-law. (j) Where the result of the poll is that the resolution in question is not supported by a majority of the votes cast, the resolution shall be deemed to be a resolution not passed at the annual general meeting in question. | <ul style="list-style-type: none"> (9) In the event of any irregularity occurring in the convening of an annual general meeting or in the conducting of an annual general meeting (including any voting or other proceedings at such annual general meeting) and such irregularity being not publicly noticed and objected to at such annual general meeting, all proceedings at such annual general meeting shall be of the same force and validity as if no irregularity had |
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Effect of
Irregularity

occurred; provided that if any irregularity shall be publicly noticed and objected to at such annual general meeting the annual general meeting shall decide thereon and such decision shall be final and conclusive.

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| <p>(10) (a) A resolution decided by an annual general meeting shall not be binding on the Society until it has been adopted by the Council or has been confirmed at a special general meeting convened pursuant to Bye-law 5(1)(b); and it shall be the duty of the Council, where it does not adopt such resolution, to bring such resolution before such a special general meeting to be held within a period of three months after the annual general meeting at which such resolution was decided.</p> <p>(b) Sub-clause (a) of this clause shall not apply in a case of –</p> <p style="padding-left: 40px;">(i) the enactment, alteration or repeal of a Bye-law;</p> <p style="padding-left: 40px;">(ii) a resolution proposed by the chairperson pursuant to clause (4) of this Bye-law and carried at the annual general meeting at which it was proposed;</p> <p style="padding-left: 40px;">(iii) a resolution pursuant to Bye-law 13 for the removal from office or the suspension for a period of a member of the Council; or</p> <p style="padding-left: 40px;">(iv) a resolution pursuant to Bye-law 14 for the expulsion or suspension of a member of the Society from membership of the Society; or</p> <p style="padding-left: 40px;">(v) a resolution passed pursuant to a poll.</p> | <p>Effect of
Resolution at
Annual General
Meeting</p> |
| <p>(11) (a) In the event of an annual general meeting being adjourned for any reason to another day, the business to be transacted at the adjourned annual general meeting shall be specified at such annual general meeting prior to the adjournment taking place and shall be entered in the draft minutes of such annual general meeting; provided that no business shall be transacted at such an adjourned annual general meeting which shall not have been so specified and entered.</p> <p>(b) At any such adjourned annual general meeting the business to be transacted shall be taken in the order in which it shall have been entered in the minutes of the annual general meeting from which the adjournment took place.</p> | <p>Adjourned
Annual General
Meetings</p> |

BYE-LAW 5
SPECIAL GENERAL MEETINGS

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| <p>(1) (a) The Council may at any time convene a special general meeting for a purpose connected with the business of the Society or in connection with the suspension or removal of a member of the Council (as provided for in Bye-law 13) or the suspension or expulsion of a member of the Society (as provided for in Bye-law 14).</p> <p>(b) Subject to sub-clause (c) of this clause, the Council shall convene a special general meeting to be held within a period of three months after an annual general meeting or a special general meeting where a resolution decided by that annual general meeting or special general meeting has not been adopted by the Council; and such resolution shall be brought before such special general meeting and, where confirmed by such special general meeting, shall be binding on the Society.</p> <p>(c) Where an annual general meeting is convened to be held within a period of three months after a special general meeting and a resolution decided by that special general meeting has not been adopted by the Council, such resolution shall be brought before such annual general meeting and, where confirmed by such annual general meeting, shall be binding on the Society.</p> | <p>Council
Convening
Special General
Meeting</p> |
| <p>(2) (a) Subject to the provisions of this Bye-law, a special general meeting may be requisitioned for a purpose connected with the business of the Society upon a written requisition to that end, duly approved by at least one hundred identified members of the Society, being duly transmitted to the Secretary.</p> <p>(b) Upon receipt of such a written requisition for a special general meeting, the Secretary shall immediately bring same to the attention of the Council by transmitting a copy of such written requisition to each member of the Council.</p> <p>(c) Within fourteen days of the receipt by the Secretary of such a written requisition, the Council shall, either by formal decision at a meeting of the Council or acting through the initiative of the President, convene a special general meeting to be held -</p> <p style="padding-left: 40px;">(i) in the Blackhall Place premises (or, in the event of the Blackhall Place premises being in the opinion of the Council unavailable or unsuitable, in such other suitable premises as the Council may by resolution determine), or</p> | <p>Requisition for
Special General
Meeting</p> |

- (ii) virtually (whether entirely or in part together with (i) by electronic means) -

within thirty-six days next following the receipt by the Secretary of such a written requisition.

- (d) Subject to clause (3) of this Bye-law, after the expiration of twenty-one days from the date of the delivery of such written requisition to the Secretary, the Council has not complied with that requisition for a special general meeting, the members of the Society who have duly approved such a written requisition may themselves, after the expiration of fourteen days from the date of the delivery of such a written requisition to the Secretary and by at least twenty-one days' notice transmitted to each member of the Society, duly convene a special general meeting.

- (e) Where the members of the Society who have duly approved such a written requisition for a special general meeting in circumstances as provided for under sub-clause (d) of this clause, then (in the event of the special general meeting so deciding) the vouched reasonable cost incurred by such members in so convening such a special general meeting shall be reimbursed by the Society to such members.

- (3) (a) Notwithstanding the provisions of clause (2) of this Bye-law, the Council shall have the right to refuse to convene a special general meeting pursuant to a written requisition of members, where the purpose connected with the business of the Society specified in such a written requisition is a purpose which has been the subject matter of a resolution which has already been discussed and dealt with as a specific item on the agenda at a previous general meeting within the two years immediately preceding the delivery of such a written requisition to the Secretary and that no change of circumstances makes it reasonable or appropriate in the considered view of the Council that such purpose connected with the business of the Society be again discussed and dealt with at that time.

Proper Refusal to
Convene Special
General Meeting

- (b) The members of the Society who have duly approved such a written requisition, on being so advised in writing by the Secretary of the Council's refusal pursuant to sub-clause (a) of this clause to convene a special general meeting, shall themselves have no right to themselves duly convene a special general meeting or to be entitled to be reimbursed by the Society for the vouched reasonable cost incurred in purporting to do so.

- (4) Except where inconsistent with the provisions of this Bye-law, the provisions of Bye-law 4 shall apply to the convening and conducting of a special general meeting and to the effect of a resolution decided at a

Applicability of
Bye-law 4

special general meeting and, specifically, the application of the provisions of Bye-law 4(8) relating to a request for a poll on such resolution.

- (5) (a) The Council may at any time decide that a poll of all, or a relevant geographic section, of the members of the Society should be conducted in relation to an issue or issues connected with the business of the Society in order to ascertain the views of the members of the Society (or a relevant geographic section thereof) on such issue or issues.
- (b) Any such poll of members of the Society (or a relevant geographic section thereof) shall be conducted electronically under the supervision of the scrutineers by means of a voting form electronically generated, in a manner as provided for by the Society and as approved by the scrutineers, showing the issue or issues in relation to which a vote may be cast in support of or in opposition to same, and further (where applicable) in accordance with the provisions of Bye-law 4(8) relating to a request for a poll on a resolution.
- (c) In relation to all matters concerning the carrying out of such an electronic voting process, the scrutineers shall have the duty and the right to ensure that the process is conducted in a reasonable and appropriate manner and their decision(s) in that regard shall be final and conclusive.
- (d) After the result of any such poll is known, the Council, after due consideration, may take such action in relation to such issue or issues connected with the business of the Society as the Council may deem reasonable and appropriate.

Poll of members

BYE-LAW 6

THE COUNCIL

(1) The Council shall consist of: (a) a total of thirty-one ordinary members who shall (if necessary) be chosen by a majority of votes of members of the Society in an annual election conducted pursuant to the provisions of this Bye-law. (b) four provincial delegates being one for each of the provinces of Munster, Leinster (excluding the County and the City of Dublin), Connacht and Ulster (insofar as it is within the State), who shall (if necessary) be chosen by a majority of votes of eligible members of the Society in provincial elections conducted pursuant to the provisions of this Bye-law; and (c) a total of thirteen extraordinary members who shall be nominated and appointed (or re-appointed) pursuant to the provisions of clause (3) of this Bye-law.	Composition of Council
(2) (a) The period of office of the Council shall be from the date of one annual general meeting to the date of the next annual general meeting in the following year; the incoming Council commencing to hold office and the outgoing Council ceasing to hold office upon the final declaration of the results of the ballot or ballots pursuant to sub-clause (b) of this clause. (b) The annual general meeting held next following the provisional declaration by the scrutineers of the results of the ballot or ballots in the annual election and provincial elections held pursuant to the provisions of this Bye-law shall finally declare the results of the ballot or ballots in such annual election and provincial elections.	Period of Office of Council
(3) (a) In the month of November in each year the Council shall: (i) invite the council of the Law Society of Northern Ireland to nominate five of its number to be extraordinary members of the incoming Council which takes office at the annual general meeting held during that month; (ii) invite the council of the Southern Law Association to nominate five of its number to be extraordinary members of the incoming Council which takes office at the annual general meeting held during that month; provided that each of the persons so nominated shall be members of the Society; and	Extraordinary Members of Council

	(iii) invite the council of the Dublin Solicitors' Bar Association to nominate three of its number to be extraordinary members of the incoming Council which takes office at the annual general meeting held during that month; provided that each of the persons so nominated shall be members of the Society. (b) At its meeting immediately following upon the receipt of all or any such nominations the Council (unless for any grave and serious reason it deems it unreasonable and inappropriate so to do) shall appoint those persons so nominated to be extraordinary members of the Council until the next following annual general meeting. (c) No more than: (i) three of the five extraordinary members of the Council nominated by the council of the Law Society of Northern Ireland shall be entitled to attend and vote at the same time at any meeting of the Council; and (ii) three of the five extraordinary members of the Council nominated by the council of the Southern Law Association shall be entitled to attend and vote at the same time at any meeting of the Council. (4) (a) Without prejudice to the generality of clause 2(a) of this Bye-law and for relevant historical purposes, the term of office of the ordinary members of the Council elected in the annual election conducted by the Society pursuant to this Bye-law in the months of October and November 1996 and who commenced to hold office as members of the Council from the date of the annual general meeting held in November 1996 was, respectively, as follows: (i) the term of two years (expiring on the date of the annual general meeting held in November 1998) for the sixteen ordinary members of the Council whom the Council determined by lot on or before 31 December 1996; such determination by lot having been approved by the Council, at the first meeting of the Council held following upon the annual general meeting held in November 1996; and (ii) the term of one year (expiring on the date of the annual general meeting in November 1997) for the other fifteen ordinary members of the Council. (b) Without prejudice to the generality of clause 2(a) and (where applicable) clause 13(a) of this Bye-law, and for relevant historical purposes:	Term of Office of Ordinary Members of Council
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	(i) the annual election conducted by the Society pursuant to this Bye-law in the months of October and November 1998 and similarly every two years thereafter was and continues to be to elect sixteen ordinary members of the Council for a term of two years (commencing from the date of the annual general meeting following the annual election and expiring on the date of the annual general meeting two years later and being equivalent to two periods of office of the Council); and (ii) the annual election conducted by the Society pursuant to this Bye-law in the months of October and November 1997 and similarly every two years thereafter was and continues to be to elect fifteen ordinary members of the Council for a term of two years (commencing from the date of the annual general meeting immediately following the annual election and expiring on the date of the annual general meeting two years later and being equivalent to two periods of office of the Council).	
(5) (a)	Without prejudice to the generality of clause 2(a) of this Bye-law, and for relevant historical purposes, the term of office of the four provincial delegates elected in the four provincial elections conducted by the Society pursuant to this Bye-law in the months of October and November 1996 and who commenced to hold office as members of the Council from the date of the annual general meeting held in November 1996 was, respectively, as follows: (i) the term of two years (expiring on the date of the annual general meeting held in November 1998) for the two provincial delegates whom the Council determined by lot on or before 31 December 1996; such determination by lot having been approved by the Council, at the first meeting of the Council held immediately following upon the annual general meeting held in November 1996; and (ii) the term of one year (expiring on the date of the annual general meeting held in November 1997) for the other two provincial delegates representing, respectively, the other two of the four provinces. (b) Without prejudice to the generality of clause 2(a) of this Bye-law and for relevant historical purposes, (i) the two provincial elections conducted by the Society pursuant to this Bye-law in the months of October and November 1998 and similarly every two years thereafter was and continues be to elect for a term of two years	Term of Office of Provincial Delegates

(commencing from the date of the annual general meeting immediately following each of the two provincial elections and expiring on the date of the annual general meeting two years later and being equivalent to two periods of office of the Council) a provincial delegate for each of the two provinces whose provincial delegates had been determined by lot pursuant to sub-clause (a)(i) of this clause; and

- (ii) the two provincial elections conducted by the Society pursuant to this Bye-law in the months of October and November 1997 and similarly every two years thereafter was and continues to be to elect for a term of two years (commencing from the date of the annual general meeting immediately following each of the two provincial elections and expiring on the date of the annual general meeting two years later and being equivalent to two periods of office of the Council) a provincial delegate for each of the two provinces whose provincial delegates had not been so determined by lot pursuant to sub-clause (a)(i) of this clause.

(6) (a) The Council shall on or before 15 September in each year:

- (i) appoint a final date for receipt of nominations of candidates for the annual election and for the provincial elections to be held during the immediately following months of October and November; and
- (ii) appoint a close of poll date, by 5:00pm on which date a vote should be duly submitted electronically, in a manner as provided for by the Society, by a member of the Society wishing to vote, where (in the event of clause (13)(a) of this Bye-law not becoming applicable) it is necessary to conduct a ballot of members of the Society in the annual election or (in the event of clause (13)(b) of this Bye-law not becoming applicable) it is necessary to conduct a ballot of eligible members of the Society in relation to any one or two of the provincial elections.

(b) There shall be transmitted to each member of the Society not later than fourteen days before the final date for receipt of nominations:

- (i) a written communication of the provisions of clause (7) of this Bye-law (relating to the right to nominate candidates for the annual election and the provincial elections) and of clause (8) of this Bye-law (relating to the final date for the receipt of nomination forms); and

Nomination Date
and Close of Poll
Date

	(ii)	the means of access by members of the Society on the Society's website to an annual election nomination form electronically generated and the means of access by eligible members of the Society on the Society's website to a provincial election nomination form electronically generated, as each provided for by the Society and as approved by the scrutineers.	
(7)	(a)	In every year every candidate for the annual election shall be a member of the Society and shall be nominated by two other members of the Society and each such candidate shall electronically indicate their consent to being such a candidate as set out in the appropriate annual election nomination form as provided for in clause 6(b)(ii) of this Bye-law.	Nomination of Candidates
	(b)	In every year every candidate for one of the provincial elections shall be an eligible member of the Society and shall be nominated electronically by two other eligible members of the Society and each such candidate shall electronically indicate their consent to being such a candidate as set out in the appropriate provincial election nomination form as provided for in clause 6(b)(ii) of this Bye-law.	
	(c)	In any year a member of the Society (together with another member of the Society) may in any year nominate up to but not more than two candidates for election as members of the Council; provided that the then current office-holders of the Council may not nominate any candidate(s) for election as members of the Council.	
(8)	(a)	In any year, it shall be the sole responsibility of each intended candidate for the annual election or for one of the provincial elections to ensure that a nomination form duly completed and signed pursuant to clause (7) of this Bye-law shall be duly electronically transmitted and electronically acknowledged by or on behalf of the Secretary before 5:00pm on the final date for the receipt of such nomination forms; provided that any issue arising concerning such transmission and acknowledgement of such a nomination form shall be determined by the scrutineers and their decision in that regard shall be final and conclusive.	Receipt of Nomination Forms
	(b)	In any year, the Secretary and the scrutineers shall be entitled to assume (in the case of every electronically completed and submitted nomination form duly received and acknowledged nominating a member of the Society or an eligible member of the Society to be a candidate or an eligible candidate either for the annual election or for one of the two applicable provincial elections, together with their respective two nominators) that each such person has consented to being such a candidate or eligible candidate or such nominators; provided that the Secretary, in the	

case of any doubt or uncertainty in that regard, shall be at liberty immediately to communicate with such nominated candidate or eligible candidate or such nominators in order to verify that each has so consented to being such a candidate or eligible candidate or such nominators.

(9) (a)	The Council shall each year appoint (or re-appoint) as scrutineers not fewer than ten and not more than fifteen members of the Society, together with the Director General, all of whom, subject to the approval of the next following annual general meeting, shall be the scrutineers of and for the next following annual election and the next following applicable provincial elections and, where it arises, of and for a poll; with the authority (with three of their number constituting a quorum) to do all things reasonable and appropriate in relation to the conducting of such annual election or such provincial elections or such a poll.	Scrutineers
(b)	In the event of a scrutineer so appointed being nominated as a candidate for an annual election or for one of the two applicable provincial elections and in the event of such scrutineer accepting such nomination as a candidate, that scrutineer shall thereupon immediately resign as such scrutineer and cease to perform the functions of a scrutineer; but without prejudice to the validity of any prior functions of the scrutineers relating to such annual election or provincial elections in which such scrutineer may have participated.	
(c)	The scrutineers may be assisted in the exercise of all or any of their functions (pursuant to the provisions of Bye-law 4 or Bye-law 5 or this Bye-law) by officers or employees of the Society.	
(10) (a)	It shall be permissible for a solicitor who is a member of the Society to be validly nominated as a candidate for the annual election and, as an eligible member of the Society, to be concurrently in the same year validly nominated as a candidate for an applicable provincial election; provided that: (i) having recorded all votes duly received by each candidate (including the solicitor) in the annual election concerned, or (ii) where the number of validly nominated candidates (including the solicitor) for the annual election does not exceed the number required for a ballot of members of the Society to take place as provided for in clause (13) of this Bye-law, the scrutineers have provisionally declared elected (among others) the solicitor as an ordinary member of the Council, the solicitor shall thereupon be deemed not to have been a candidate for the	Where solicitor nominated as candidate for annual election and for a provincial election in the same year

applicable provincial election concerned and the scrutineers shall proceed (as provided for in clause (18) of this Bye-law) in relation to the provincial election concerned as if the name of the solicitor concerned did not appear on such provincial election voting form included in the count and (where there are one or more other candidates involved) shall disregard any votes received by the solicitor concerned in participating in that count.

(b) Where, in consequence of the application of the provisions of sub-clause (a) of this clause, there is no other validly nominated candidate for the applicable provincial election concerned, the provisions of clause (21) of this Bye-law shall apply in relation to the co-option by the Council of an eligible member of the Society to fill the vacancy thereby created.

(c) For the removal of doubt, a member of the Council, whether serving as an ordinary member of the Council or as a provincial delegate, whose term of office is not due to expire until the date of the annual general meeting in the year following the year in question shall not be eligible to be nominated as a candidate for the annual election or for one of the provincial elections in the year in question unless prior to being so nominated they resign as such member of the Council and transmit to the Secretary a written notice of that fact; and the Council may then fill the vacancy in the membership of the Council thereby created in accordance with clause (21) of this Bye-law.

(11) (a) On the third working day following the final date by which nominations of candidates for the annual election or the provincial elections should have been received, the scrutineers shall meet (either in person at the Blackhall Place premises and/or virtually by electronic means) at 12:00noon and shall examine each nomination form duly transmitted electronically as required in accordance with clause (8)(a) of this Bye-law; and the scrutineers shall be the sole and final arbiters of the validity of each such nomination form.

Scrutiny of
Nominations

(b) Any member of the Society shall have the right to attend before the scrutineers at such meeting, between 12:00noon and 1:00pm, and to object to the nomination of any candidate or candidates so received and to state a reason or reasons for such objection or objections; provided that, after reasonable and appropriate consideration of any such objection or objections, the scrutineers shall be the sole and final arbiters as to the validity or non-validity of any such nomination or nominations so objected to.

(c) At the conclusion of such meeting of scrutineers, the scrutineers shall agree upon and shall provide the Secretary with a full list of candidates found by the scrutineers to have been validly

nominated as candidates for the annual election and for each of the two applicable provincial elections.

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| (12) Notwithstanding the provisions of this Bye-law, in any year, in the event of the member of the outgoing Council who is then serving as Senior Vice-President being validly nominated as a candidate for the annual election, that member of the Council shall thereupon be deemed elected to the incoming Council; unless, prior to the last date for receipt of nominations for such annual election, that member of the outgoing Council notifies the Secretary of their intention not to present themselves as a candidate for appointment by the incoming Council as President pursuant to Bye-law 7(1) of these Bye-laws. | Senior Vice-President
Deemed Elected |
| (13) (a) Where, in any year, the number of validly nominated candidates for the annual election does not exceed fifteen or sixteen (as the case may be pursuant to clause (4)(b) of this Bye-law) then no ballot of members of the Society shall take place and the scrutineers shall provisionally declare all such validly nominated candidates to be elected and shall report that outcome to the next following annual general meeting. | Whether Number
of Candidates
Requires Ballot |
| (b) Where, in any year, the number of validly nominated eligible candidates for any one or two of the applicable provincial elections does not exceed one then no ballot of eligible members of the Society shall take place in respect of that provincial election or those provincial elections and the scrutineers shall provisionally declare each sole validly nominated eligible candidate to be elected and shall report that outcome to the next following annual general meeting. | |
| (c) Where, in any year, the number of validly nominated candidates for the annual election exceeds fifteen or sixteen (as the case may be pursuant to clause 4(b) of this Bye-law) then a ballot of members of the Society shall take place. | |
| (d) Where, in any year, the number of validly nominated candidates for any one or two of the applicable provincial elections exceeds one then a ballot of eligible members of the Society in that provincial election or those provincial elections shall take place. | |
| (14) (a) Where, in any year, a ballot of members of the Society in the annual election is to be conducted, an annual election voting form shall be electronically generated, in a manner as provided for by the Society and as approved by the scrutineers, which shall facilitate the showing of the following: | Electronically
Generated Voting
Form |
| (i) the name and practice address of each validly nominated candidate for such annual election in alphabetical order of surname; | |

- (ii) the names of the two members of the Society who have nominated each candidate;
 - (iii) where a member of the outgoing Council, the number of attendances of each such candidate at Council meetings out of the total number held during the preceding two years from the November at the commencement of the first year period of office of the Council up to and including the September at the end of the second year period of office of the Council that such member was eligible to attend;
 - (iv) in the case of the Senior Vice-President, where they are a validly nominated candidate who is deemed elected pursuant to clause (12) of this Bye-law, the following words opposite their name in the column otherwise reserved for the marking (with an X) of the voter's preference or preferences: "Senior V.P.: deemed elected pursuant to Bye-law 6(12)"; and
 - (v) the close of poll date, by 5:00pm on which date the annual election voting form should be duly transmitted electronically, in a manner as provided for by the Society, by a member of the Society wishing to vote.
- (b) Where, in any year, a ballot of eligible members of the Society in one or more of the provincial elections is to be conducted, a provincial election voting form shall be electronically generated in each instance, in a manner as provided for by the Society and as approved by the scrutineers, which shall facilitate the showing of the following:
- (i) the name and practice address of each validly nominated eligible candidate for such provincial election in alphabetical order of surname;
 - (ii) the names of the two eligible members of the Society who have nominated each such eligible candidate;
 - (iii) where a member of the outgoing Council, the number of attendances of each such eligible candidate at Council meetings out of the total number of Council meetings held during the preceding two years from the November at the commencement of the first year period of office of the Council up to and including the September at the end of the second year period of office of the Council, that such member was eligible to attend and;
 - (iv) the close of poll date, by 5:00pm on which date the provincial election vote should be duly transmitted

electronically, in a manner as provided for by the Society, by an eligible member of the Society wishing to vote.

Electronic
Availability of
Voting Forms

(15) (a) In the case of an annual election:

- (i) at least ten days before the close of poll date, an annual election voting form (as provided for in clause (14)(a) of this Bye-law) shall be electronically made available and accessible, in a manner as provided for by the Society and as approved by the scrutineers, to each member of the Society wishing to vote; and
- (ii) canvassing material for each candidate of not more than 500 words or otherwise in a manner as provided for by the Society and as approved by the scrutineers shall concurrently be electronically made available and accessible (at the option of each such candidate) to each member of the Society wishing to vote, provided that each such candidate, wishing to avail of this option, has electronically submitted such material to the Society, in a manner as provided for by the Society and as approved by the scrutineers, at least twenty-one days before the close of poll date.

(b) In the case of a provincial election;

- (i) at least ten days before the close of poll date, a provincial election voting form (as provided for in clause (14)(b) of this Bye-law) shall be electronically made available and accessible, in a manner as provided for by the Society and as approved by the scrutineers, to each eligible member of the Society wishing to vote; and
- (ii) canvassing material for each eligible candidate of not more than 500 words (or otherwise in a manner as provided for by the Society) shall concurrently be electronically made available and accessible (at the option of each such eligible candidate) to each eligible member of the Society wishing to vote, provided that each such candidate, wishing to avail of this option, has electronically submitted such material to the Society, in a manner as provided for by the Society and as approved by the scrutineers, at least twenty-one days before the close of poll date.

(c) Without prejudice to the generality of clause (17) of this Bye-law, the scrutineers shall meet (either in person at the Blackhall Place premises and/or virtually by electronic means) on the day immediately before the day on which it is intended to

electronically make available and accessible, in accordance with sub-clauses (a) and (b) of this clause, the annual election voting form and the provincial election voting form (or each of them), in order to satisfy themselves that clause (14) of this Bye-law has been duly complied with.

- (d) As far as is practicable, the Secretary shall use their best endeavours to transmit an electronic mail to each member of the Society and (if applicable) each eligible member of the Society within one working day after subclauses (a) and/or (b) of this clause have been duly implemented and advising each such recipient of the email of that fact and also reminding each such recipient of the close of poll date.

- (16) (a) A member of the Society wishing to vote in an annual election shall, upon accessing the annual election voting form, in the manner as provided for by the Society and as approved by the scrutineers:

Electronic Voting

- (i) electronically mark or indicate a preference opposite the name of each candidate for whom they wish to vote (not to exceed the maximum of fifteen or sixteen or one less as the case may be (where clause (12) of this Bye-law becomes applicable) as in alternate years provided for in this Bye-law); and
- (ii) duly transmit (in the manner indicated on such voting form) their vote electronically by not later than 5:00pm on the close of poll date.

- (b) An eligible member of the Society wishing to vote in a provincial election shall, upon accessing the provincial election voting form, in the manner as provided for by the Society and as approved by the scrutineers:

- (i) electronically mark or indicate a preference opposite the name of the eligible candidate for whom they solely wish to vote; and
- (ii) duly transmit (in the manner indicated on the voting form) their vote electronically by not later than 5:00pm on the close of poll date.

- (17) (a) In the event of the scrutineers at any time during the course of an annual election or provincial election becoming aware of any matter which in their considered opinion could irreparably undermine the integrity of such election, the scrutineers shall immediately report that matter to the Secretary, who, after due consultation with the President and the Society's legal advisers, shall immediately convene a special meeting of the Council.

Scrutineers' Duty
to Report
Irregularity

(b)	The Council, at such special meeting, after due consideration of the report of the scrutineers and the advices of the Society's legal advisers, may decide to take no action; or may take such action as the Council deems appropriate, including the immediate conducting of another annual election and/or another one or two provincial elections.	Conduct of the Counting of Votes by the Scrutineers
(18) (a)	As soon as practicable following the close of poll date, the scrutineers shall meet together (either in person at the Blackhall Place premises and/or virtually by electronic means) in respect of the annual election and (where applicable) each provincial election and review, first in respect of the annual election and then in respect of each provincial election:	
(i)	the total number of votes submitted electronically for all candidates;	
(ii)	the individual number of votes submitted for each candidate;	
(iii)	whether any of the votes submitted should be deemed invalid for any particular reason; and	
(iv)	in relation to a provincial election, whether clause (10) of this Bye-law becomes applicable.	
(b)	The scrutineers shall then proceed to provisionally declare the result of the annual election and (if applicable) the result of each provincial election and so report that result or results to the next following annual general meeting for final declaration by that annual general meeting.	Where Equality of Votes
(19)	Where, in the electronic counting of votes in the annual election or in an applicable provincial election, the scrutineers find, after conducting such investigation as they deem reasonable and appropriate, that two or more candidates have received an equal number of votes and the circumstances are such that it is necessary to place those candidates in an order of priority one before the other, such priority shall be duly determined by lot under the supervision of the scrutineers.	
(20) (a)	The seniority of ordinary members of the Council 'inter se' shall be determined as follows:	Seniority of Members of Council
(i)	An ordinary member of the Council who is continuously elected for a greater number of periods of office of the Council shall have seniority over another ordinary member of the Council who has been continuously elected for a lesser number of periods of office of the Council.	

- (ii) Among ordinary members of the Council who have been continuously elected for the same number of periods of office of the Council, the seniority of one such ordinary member of the Council over another such ordinary member of the Council shall be determined by the number of votes obtained by each such ordinary member of the Council in the first annual election in which each was elected to be an ordinary member of the Council, with the ordinary member of the Council who received the greater number of votes in such annual election having seniority over the ordinary member of the Council who received the lesser number of votes in such annual election.
 - (iii) In the event of an ordinary member of the Council failing to be elected as an ordinary member of the Council for any period or periods of office of the Council, their seniority as an ordinary member of the Council shall be determined by the number of periods of office of the Council for which they have been elected as an ordinary member of the Council; and in the event of such ordinary member of the Council having the same number of periods of office of the Council as an ordinary member of the Council as has another ordinary member of the Council, the seniority of one such ordinary member of the Council over another such ordinary member of the Council shall be determined by the number of votes obtained by each such ordinary member of the Council in the first annual election in which each were common candidates and in which each was elected to be an ordinary member of the Council, with the ordinary member of the Council who received the greater number of votes in such annual election having seniority over the ordinary member of the Council who received the lesser number of votes in such annual election.
- (b) An ordinary member of the Council shall be deemed to have seniority over either a member of the Council elected as a provincial delegate or an extraordinary member of the Council.
- (c) The seniority of one member of the Council elected as a provincial delegate over another member of the Council elected as a provincial delegate shall be determined in the same manner as, pursuant to sub-clause (a) of this clause, is the seniority of one ordinary member of the Council over another ordinary member of the Council; and, in case of any doubt, such seniority among members of the Council elected as provincial delegates shall be determined by lot.

(d)	A member of the Council elected as a provincial delegate shall be deemed to have seniority over an extraordinary member of the Council.	
(e)	The seniority of extraordinary members 'inter se' shall be determined by the number of periods of office of the Council for which they have served as an extraordinary member; and otherwise shall be determined by lot.	
(21) (a)	Where, in any year, the number of validly nominated candidates for the annual election is less than fifteen or sixteen (as the case may be pursuant to clause (4)(b) of this Bye-law) the incoming Council may, as it sees fit, co-opt one or more members of the Society, who are not already ordinary members of the Council, to serve as ordinary members of the Council for the same term of office as if they had been elected in such annual election, such number of co-options not to exceed the number by which the number of validly nominated candidates for such annual election falls short of fifteen or sixteen (as the case may be).	Filling Council Vacancies by Co-option
(b)	Where, in any year, there is no validly nominated candidate for a provincial election, the Council may, as it sees fit, co-opt an eligible member of the Society who is not already an ordinary member of the Council, to serve as a provincial delegate for the same term of office as if they had been elected in the provincial election.	
(c)	Where, not later than two months prior to an annual general meeting, a vacancy occurs among the ordinary members of the Council, the Council may, as it sees fit and subject to sub-clause (f) of this clause, co-opt a member of the Society, who is not already an ordinary member of the Council, to fill such vacancy for the balance of the term of office remaining; provided that in giving consideration to such a co-option, the Council (where applicable) shall first give consideration to the member of the Society who was the candidate with the greatest number of votes who was not elected in the annual election in which the former ordinary member of the Council (whose departure from the Council gave rise to the vacancy) was last elected; and (where necessary) the Council shall thereafter give consideration to the member or members of the Society next not so elected in such annual election in the order of the votes received.	
(d)	Where, not later than two months prior to an annual general meeting, a vacancy occurs among the members of the Council who are provincial delegates, the Council may, as it sees fit and subject to sub-clause (f) of this clause, co-opt an eligible member of the Society, who is not already an ordinary member of the Council, to fill such vacancy for the balance of the term of office remaining; provided that in giving consideration to such a co-	

option, the Council (where applicable) shall first give consideration to the eligible member of the Society who was the candidate with the greatest number of votes who was not elected in the provincial election in which the former provincial delegate (whose departure from the Council gave rise to the vacancy) was last elected; and (where necessary) the Council shall thereafter give consideration to the eligible member or members of the Society next not so elected in such provincial election in the order of the votes received.

- (e) Where, in giving consideration to the co-option to the Council of a member of the Society or an eligible member of the Society pursuant to sub-clauses (c) or (d) of this clause, the Council are unable for any reason to resolve (pursuant to sub-clause (f) of this clause) to co-opt a member of the Society who had been an unsuccessful candidate at the annual election or the provincial election in which the former ordinary member of the Council or provincial delegate (whose departure from the Council gave rise to the vacancy) was last elected, the Council may, as it sees fit and subject to sub-clause (f) of this clause, co-opt a member of the Society or an eligible member of the Society (as the case may be) who is not already an ordinary member of the Council to fill such vacancy for the balance of the term of office remaining.
- (f) A resolution of the Council to co-opt a member of the Society to be a member of the Council, pursuant to sub-clauses (a), (b), (c), (d) or (e) of this clause, in order to be carried, shall require the affirmative vote of at least twenty-five members of the Council present.
- (g) Where a member of the Society, who has been co-opted to serve as a member of the Council, is validly nominated as a candidate in the next following annual election, the annual election voting paper, in showing the attendance record of such co-opted member of the Council, shall show both the number of Council meetings attended and the total number of Council meetings which have taken place since the co-option of such member of the Council.

- (22) (a) A past President, who ceases to be a member of the Council, may (so long as they are a member of the Society), for a maximum of three periods of office of the Council following upon their ceasing to be a member of the Council, have the privilege of receiving notices and agenda papers for and attending (but not voting) at all Council meetings (in the Bye-laws designated as “the past President’s privilege”); provided that they duly notify the Secretary of their desire to so participate in the affairs of the Council. The past President’s privilege shall, with respect to a past President, automatically terminate where any of the circumstances which cause a Council Member to be deemed to have resigned from Council apply to that past President.

Right of Past Presidents to attend Council Meetings

(b) A past President availing of the past President's privilege provided for in sub-clause (a) of this clause, as an indication of their continued desire to so participate in the affairs of the Council, shall be expected, in the period between one annual general meeting and the next following annual general meeting, to attend at least three meetings of the Council.	
(23) Reasonable travelling and out-of-pocket expenses, to be fixed from time to time by the Council, shall be paid to members of the Council out of the funds of the Society in respect of their attendance at meetings of the Council or meetings of committees of the Council or committees of the Society, or in respect of they being otherwise duly engaged in the business of the Society.	Payment of Expenses to Members of the Council
(24) (a) Each member of the Council is expected to attend each meeting of the Council convened pursuant to the Regulations of the Council. (b) Where a member of the Council repeatedly fails without reasonable excuse to attend meetings of the Council, the Council may, on due prior notice being given to that member of the Council and all other members of the Council, by resolution passed by the Council with the affirmative vote of at least twenty-five members of the Council present, withdraw from that member of the Council the privilege of receiving, pursuant to the Regulations of the Council, notices and agenda papers for future Council meetings during the remaining period of their term of office as a member of the Council and any other privileges appertaining to them as a member of the Council.	Requirement of member of the Council to attend Council meetings
(25) (a) A member of the Council shall be deemed to resign their membership of the Council and of committees of the Council and/or committees of the Society immediately upon appointment or election to serve on any of the following offices or bodies and such member shall not be eligible for re-election to the Council while continuing to serve in or on such office or body, namely: (i) Dáil Éireann, (ii) Seanad Éireann, (iii) the Judiciary, (iv) the Legal Services Regulatory Authority, (v) the EU Commission, (vi) the EU Parliament, (vii) an office of ombudsman, (viii) an office of regulator. (b) A member of the Council shall be deemed to resign their membership of the Council and of committees of the Council and/or committees of the Society upon appointment or election to any other office or body (other than those expressly listed in sub-	Deemed resignation of a Council member

clause (a) of this clause) in circumstances where the Council was '*prima facie*' of the opinion (after due consideration) that continued service by that member of the Council in or on such other office or body would reasonably give rise to an actual, potential or perceived conflict of interest with the duties of such member as a member of the Council and as a member of a committee of the Council or as a member of a committee of the Society; provided that no final decision of the Council shall be made in such regard without due written notice being given by the Council to such member before any resolution to that effect is put to a vote of the Council; and any such resolution of the Council shall not be passed by the Council without the affirmative vote of at least twenty-five members of the Council present and voting; and provided that the meeting of the Council at which such a resolution was to be considered may include or exclude, in whole or in part, such member of the Council concerned, as deemed reasonable and appropriate by a majority of the Council so present.

- (c) Where a member of the Council is deemed to have resigned membership of the Council or of a committee of the Council or of a committee of the Society following a resolution passed pursuant to sub-clause (b) of this clause that person shall not be eligible for re-election to the Council during the term of their service in or on such office or body concerned.
- (d) Nothing in this clause of this Bye-law shall restrict the appointment of consultants to committees of the Council or to committees of the Society.

BYE-LAW 7
THE PRESIDENT AND VICE-PRESIDENTS

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| (1) (a) | At the first meeting of the Council immediately following upon the annual general meeting in each year, the Council shall appoint the outgoing Senior Vice-President as the President of the Council for the period ending at the equivalent meeting of the Council in the following year. | Appointment of
President of
Council |
| (b) | Where, for any reason, the outgoing Senior Vice-President cannot be appointed as President in accordance with sub-clause (a) of this clause, the Council shall elect a President from among the ordinary members of the Council who are eligible pursuant to clause (2) of this Bye-law to be Senior Vice-President. | |
| (c) | The President of the Council shall also be designated as the President of the Law Society of Ireland. | |
| (2) (a) | At the first meeting of the Council immediately following upon the annual general meeting in each year, the Council shall elect the Senior Vice-President of the Council from among the ordinary members of the Council who comply with sub-clause (b) of this clause, provided that an ordinary member of the Council who is serving or has previously served as President or as Senior Vice-President shall not be eligible for election as Senior Vice-President. | Election of
Senior Vice-
President of
Council |
| (b) | The ordinary members of the Council eligible for election as Senior Vice-President shall be those who have each completed service of a minimum of six periods of office of the Council as a member of the Council on the date of the annual general meeting immediately preceding the meeting of the Council at which the election of the Senior Vice-President is to take place pursuant to sub-clause (a) of this clause; provided that those ordinary members of the Council shall each have served at least two periods of office of the Council as a member of the Council immediately preceding the said meeting of the Council. | |
| (c) | For the avoidance of doubt, any period of service as a member of the Council prior to the date of the annual general meeting in November 1997 shall be taken into account in reckoning the minimum service of six periods of office of the Council for the purposes of compliance with sub-clause (b) of this clause. | |
| (d) | The Senior Vice-President of the Council shall also be designated as the Senior Vice-President of the Law Society of Ireland. | |

(3) (a)	At the first meeting of the Council immediately following upon the annual general meeting in each year, the Council shall elect the Junior Vice-President of the Council from among the ordinary members of the Council who comply with sub-clause (b) of this clause, provided that an ordinary member of the Council who is serving or has previously served as President or as Senior Vice-President or as Junior Vice-President shall not be eligible for election as Junior Vice-President.	Election of Junior Vice-President of Council
(b)	The ordinary members of the Council eligible for election as Junior Vice-President shall be those who have each completed service of a minimum of four periods of office of the Council as a member of the Council on the date of the annual general meeting immediately preceding the meeting of the Council at which the election of the Junior Vice-President is to take place pursuant to sub-clause (a) of this clause; provided that those ordinary members of the Council shall each have served at least two periods of office of the Council as a member of the Council immediately preceding the said meeting of the Council.	
(c)	For the avoidance of doubt, any period of service as a member of the Council prior to the date of the annual general meeting in November 1997 shall be taken into account in reckoning the minimum service of four periods of office of the Council for the purposes of compliance with sub-clause (b) of this clause.	
(d)	The Junior Vice-President of the Council shall also be designated as the Junior Vice-President of the Law Society of Ireland.	
(4) (a)	Where more than two candidates offer themselves for election to the office of Senior Vice-President or Junior Vice-President pursuant to sub-clause (2)(a) or (3)(a) of this Bye-law, the election shall be conducted on a proportional representation (single transferable vote) basis.	Conduct of Elections
(b)	An ordinary member of the Council is prohibited from offering themselves for election to the office of Senior Vice-President and Junior Vice-President in the same year.	
(5)	During their term of office, the President shall be paid a subvention by the Society, the amount of the subvention to be fixed by the Council having regard to what the Council considers to be the amount required to employ for a period of eighteen months an assistant solicitor of three years' experience in private practice.	Subvention to President

BYE-LAW 8
OFFICERS AND STAFF OF THE SOCIETY

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| (1) The Council shall appoint the Director General to be the chief executive officer of the Society; and, unless the Council otherwise expressly decides to the contrary, the Director General shall also hold the office of Secretary and the office of Registrar of Solicitors. | Appointment of
Director General |
| (2) (a) The Council shall also appoint, after due consultation with the Director General, all other officers and employees of the Society.

(b) In the event of the Director General or any other officer or employee of the Society being, for any reason, unavailable to attend to their duties for a period that is or is likely to be significant, the Council may appoint a temporary acting deputy to carry out such duties during such period. | Appointment of
other Officers
and Employees |
| (3) (a) The Council shall have ultimate authority and control over the Director General and the other officers and employees of the Society and, subject to law, shall have the ultimate authority:

(i) to fix the terms and conditions of their employment and to vary them as deemed reasonable and appropriate; and

(ii) to appoint a committee tasked with, or to delegate to an appropriate committee, the power to terminate the employment of the Director General, or, in conjunction with the Director General, the power to terminate the employment of an employee designated as a Director.

(b) The Council shall have the right to delegate to the Director General some or all of its functions in relation to the supervision of all the Society's other officers and employees. | |

BYE-LAW 9
MONIES OF THE SOCIETY

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| (1) Monies received by the Society and disbursements of the Society shall be dealt with in accordance with the Regulations of the Council. | Society's
Receipts and
Disbursements |
| (2) Any borrowing of money by the Society shall first be approved of by the Council in accordance with the Regulations of the Council. | Borrowing by the
Society |
| (3) (a) Notwithstanding the provisions of sub-clause (b) of this clause, the Council may, on such terms as the Council may direct, appoint a sub-committee comprising the President, the Senior Vice-President and the two immediate Past Presidents to purchase, on behalf of the Society, any interest in freehold or leasehold property/premises, on such terms as the said sub-committee shall decide; and the Society may borrow such sums as are necessary to complete the purchase, stamping and registration of title of any such interest; and any development costs or other expenditure in respect of such property/premises shall be subject to sub-clause (b) of this clause. | Monies in excess
of €2 million |
| (b) No monies in excess of a maximum aggregate sum of €2 million euro (two million euro) shall be borrowed by or on behalf of the Society or expended by or on behalf of the Society on any one capital project or series of related capital projects without the prior approval of the members of the Society in General Meeting, provided that nothing in this clause shall prevent the performance of the Society's statutory functions in relation to the Compensation Fund. | |

BYE-LAW 10
REGULATIONS OF THE COUNCIL

(1) The Council may from time to time make regulations (to be called the “Regulations of the Council”) for any of the following objects: (a) the establishment of committees of the Council and of committees of the Society; (b) the duties of members of the Council; (c) the conducting of the proceedings of meetings of the Council and of committees of the Council and of committees of the Society; (d) the management of the Society’s premises including the conduct of business and functions therein; and (e) the management of the Society’s business by officers and employees of the Society.	Council’s Power to Make Regulations
(2) (a) The Council may add to, vary or rescind any of the Regulations of the Council. (b) The Council, in so making or amending the Regulations of the Council, shall only do so with the express approval of a majority of the members of the Council. (c) Upon the Council so making or amending the Regulations of the Council, the Society shall, as soon as practicable thereafter, appropriately promulgate that fact in the Gazette.	Amending of Regulations Approval and Promulgation of Regulations

BYE-LAW 11
SOCIETY'S COMMON SEAL

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| (1) The Council shall have the custody of the common seal of the Society and the seal shall not be affixed to any document unless such document shall have been presented at a meeting either of the Council or of a duly authorised committee of the Council or committee of the Society and approved by the Council or by such duly authorised committee. | Affixing of Seal
to Documents |
| (2) The common seal of the Society shall be affixed only by authority of a resolution of the Council or of a duly authorised committee of the Council or of a committee of the Society; and shall be authenticated by the signatures of the President or the Senior Vice-President or the Junior Vice-President and one other member of the Council together with the Secretary or acting Secretary. | Authority to
Affix Seal |
| (3) The common seal of the Society shall be retained in secure custody by the Secretary. | Custody of Seal |

BYE-LAW 12
MINUTES OF THE COUNCIL AND COMMITTEES

- (1) Minutes of the proceedings of every meeting of the Council Secretary or by some other person appointed by the chairperson of the Council and shall be duly approved by the chairperson of the Council at a succeeding meeting of the Council.

Minutes of the
Council

BYE-LAW 13

SUSPENSION OR REMOVAL OF MEMBERS OF THE COUNCIL

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| <p>(1) The Council may, after due consideration and for what the Council deems grave and serious reason, suspend a member of the Council from acting as a member of the Council for such period as the Council may deem reasonable and appropriate up to a maximum of thirty-six days; provided that at least twenty-five members of the Council be present at the meeting of the Council at which such suspension shall be resolved upon and that at least two-thirds of the members of the Council so present shall by vote consent thereto.</p> | <p>Suspension by Council</p> |
| <p>(2) Whenever the Council, in accordance with clause (1) of this Bye-law, has suspended any member of the Council from acting as a member of the Council, the Council shall immediately thereafter duly convene a special general meeting to be held within a period of not greater than thirty-six days from the date of such suspension; which special general meeting, by a majority of members of the Society present and voting, shall have the right either to remove such member of the Council from their office as a member of the Council or to continue the period of suspension of such member of the Council from membership of the Council, if deemed by such special general meeting as reasonable and appropriate so to do; or to otherwise act under the circumstances as deemed by such special general meeting as reasonable and appropriate.</p> | <p>Removal or Suspension by Special General Meeting</p> |

SUSPENSION OR EXPULSION OF MEMBERS OF THE SOCIETY

- 46

BYE-LAW 15
EFFECTIVENESS OF THESE BYE-LAWS

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| (1) Upon being made and ordained at a general meeting, these Bye-laws or amendments thereto shall become and be effective and the previously existing Bye-laws of the Society shall become and be rescinded and of no further effect, without prejudice to the validity of any act or thing previously carried out, done, made or suffered pursuant to such rescinded Bye-laws. | Coming into Effect |
| (2) In the event of any question arising on the interpretation of the Bye-laws, the Council shall determine such question, and such determination thereon shall be final and conclusive. | Interpretation of Bye-laws |
| (3) Upon these Bye-laws coming into effect, the Society shall, as soon as practicable thereafter, appropriately promulgate that fact in the Gazette. | Promulgation of Bye-laws |