

Rules and Constitution of The Solicitors' Assistance Scheme (the SAS)

1. Definitions

1.1 "The Scheme" means the Solicitors' Assistance Scheme which comprises a group of solicitors who have joined together to provide services to the solicitors profession in accordance with the Objects of the Scheme.

1.2 "The Committee" means the Committee of Management for the time being of the Scheme.

2. Objects of the Scheme

2.1 The SAS aims to serve the solicitors' profession by providing solicitors and their staff with initial independent and confidential advice and assistance in respect of professional business or personal problems. In so doing it seeks to enable individuals requiring help to resolve their problems.

Note: The Scheme which was set up over 20 years ago, seeks to provide a lifeline to practitioners who are facing difficulties whether of a professional or personal nature. SAS members pan a wide range of specialist advice as well as proffering general counsel. See not to Rule 5.1 below.

3. Membership

3.1 The members of the Scheme shall be the founder members whose names are listed in Schedule 1 hereto and those individuals whom the Committee shall admit to membership from time to time in accordance with these rules.

- 3.2 The Committee shall in its discretion admit or refuse an application to membership of the scheme subject to a right of appeal at the next Annual General Meeting.
- 3.3 In exercising its discretion under paragraph 3.2 above the Committee shall take into consideration:
- 3.3.1 the extent to which the applicant has the appropriate skills and experience to provide services in fulfillment of the objects of the Scheme.
- 3.3.2 the need for the appointment of an additional member to the scheme in any particular specialism or geographical areas.
- 3.4 An individual shall be eligible to become a member of the Scheme upon satisfying the Committee of his good standing and reputation.

Note: Since the SAS is funded by the Law Society and it is intended to improve the expertise of SAS members by the issue of regular newsletters, information sheets and the provision of training in seminars, etc. there is a need to limit the number of SAS members. Furthermore it is obviously desirable to vet those applying to join the Scheme and it is recommended that references should be taken of the Law Society and relevant local law society.

4. Admission Procedure

- 4.1 Every application for membership of the Scheme shall be in writing duly signed by the Applicant and shall be in such form and include such information as the Committee either generally or in any particular case from time to time shall prescribe.

5. Duties of Members

Members shall

- 5.1 provide free initial advice to individuals seeking help via the Scheme
- 5.2 restrict advice to areas in which the Member has expertise and refer other queries to a relevant member of the Scheme or such other individual or organisation who is likely to have the ability and expertise to assist.
- 5.3. observe the solicitor's duty of confidentiality not only in relation to those seeking advice but also in discussion with other Scheme members concerning sensitive information issued for the purposes of training etc.
- 5.4 communicate the member's current address to the Chairman of the Scheme and to the Law Society Scheme administrator.

Note: The amount of advice given free of charge appears to vary from one member to another. It is proposed that every member offering advice under the Scheme should be prepared to give at least one hour's consultation free of charge.

Members should also be updated regularly with information about the expertise offered by other members so that they can refer "clients" on when appropriate.

6. Membership Rights

- 6.1 Unless and to the extent that his rights have been suspended or terminated

6.1.1 every member shall be entitled to receive notice of and to attend and to vote at every general meeting of the Scheme.

6.1.2 every member shall be entitled to participate equally with all other members of the Scheme in the facilities from time to time provided by the Scheme including the receipt of training, information and literature concerned with the objects of the Scheme.

7. Cessation and Suspension of Membership

7.1 A member shall automatically cease to be a member if:

7.1.1 he becomes bankrupt or makes any arrangement or composition with his creditors generally

7.1.2 he is or may be suffering from mental disorder and either:

7.1.2.1 he is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act 1983 or

7.1.2.2 an Order is made by a Court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his detention or for the appointment of a Receiver or other person to exercise powers with respect to his property or affairs.

7.1.2.3 he is for any reason prohibited from acting as a Solicitor.

7.2 Without prejudice to the other provisions of these rules the Scheme members may at any time on a resolution to that effect suspend remove from or refuse to renew the membership of any member of the Scheme subject to the member being given notice of the resolution at least 28 days prior to the meeting at which such resolution is to be proposed.

8. **The Committee**

8.1 Subject to clause 9.2 below the management of the Scheme is deputed to a Committee of not more than 5 members who shall be elected at the first annual general meeting of its members and who will comprise the Chairman and Secretary of the Scheme and up to 3 other members duly elected.

8.2 **Appointment and Retirement of Committee Members**

8.3 At each annual general meeting subsequent to the first annual general meeting all the Committee members shall retire from office.

8.4 If the Scheme at the annual general meeting at which a Committee Member retires does not fill the vacancy left by the retiring Committee Member he shall if willing to act be deemed to have been re-appointed unless at the meeting it was resolved not to fill the vacancy or unless a resolution for the re-appointment of the Committee Member is put to the meeting and lost.

8.5 Subject as aforesaid the Scheme may by resolution at a general meeting appoint a person who is willing to act as a Committee Member to fill a vacancy

- 8.6 Subject as aforesaid a Committee Member who retires at an annual general meeting shall retain office until the meeting appoints someone in his place or if it does not do so until the end of the meeting.

9. Duties of the Committee

- 9.1 The Committee shall be responsible for furthering the Objects of the Scheme and its activities for maintaining relations with the Law Society.
- 9.2 In furtherance of this the Committee shall:
- 9.2.1 arrange the circulation of such information as it thinks fit and organise such seminars, conferences or other training as may be appropriate.
 - 9.2.2 ensure insofar as is practicable the proper application of such funds as may be available for the Scheme.
 - 9.2.3 convene an annual general meeting of the Scheme each year at which will be considered the Chairman's report of the previous year's activities, approval of any financial statements, election of members of the Committee, any other business of which notice has been given or which the Chairman may allow to be considered.
- 9.3 In exercising its duties the Committee may appoint or co-opt any number of persons not exceeding 4 to co-ordinate and assist in the management and operation of the Scheme and its activities.

10. **General Meetings**

The Committee may whenever it thinks fit call general meetings and must do so within 56 days upon a requisition in writing stating the purposes for which the meeting is required from any members comprising not less than one fifth of the total membership entitled to vote.

11. **Notices of General Meeting**

11.1 An annual general meeting and a general meeting shall be called by at least 21 clear days notice.

11.2 No business other than that of which notice has been given may be brought forward at a general meeting.

11.3 The notice shall be given to all the members.

11.4 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

12. **Proceedings at General Meetings**

12.1 No business shall be transacted at any meeting unless a quorum is present. Save for motions proposing any repeal, addition to, or amendment of the rules and for motions relating to the expulsion of any member when the quorum shall be 10 the quorum at all general meetings shall be 5.

12.2 Members are entitled to vote in person or by proxy.

12.3 The Chairman or in his absence the Secretary or in their absence some other member nominated by the Chairman or the Secretary shall preside as chairman of the meeting, but if neither the Chairman, the

Secretary or the nominated member are present within 15 minutes after the time appointed for holding the meeting and willing to act, the members present shall elect one of their number to be chairman.

12.4 Every member present in person or by proxy is entitled to one vote upon every motion and in the case of equality of votes the chairman may have a second or casting vote.

13. **Dissolution of the Scheme**

13.1 If any any general meeting a resolution for the dissolution of the Scheme is passed by a majority of the members present and at a special general meeting held not less than 6 weeks later of which not less than 4 weeks written notice has been given to each member and at which not less than $\frac{1}{2}$ of the members are present that resolution is confirmed by a resolution passed by a majority of $\frac{2}{3}$ of the members voting on it the Committee with immediate effect shall notify the Law Society and upon the Law Society acknowledging receipt of the notice of dissolution the Scheme will be dissolved.

13.2 In the event of dissolution (other than for the purposes of reconstruction or amalgamation) the assets of the Scheme (if any) shall be transferred to the Solicitors Benevolent Association.

SCHEDULE

LIST OF FOUNDER MEMBERS