

LAW SOCIETY RULES

PART 1 – ORGANIZATION

Division 1 – Law Society

Meetings

Annual general meeting

- 1-8** (1) The Benchers must hold an annual general meeting of the members of the Society each year.
- (2) Subject to subrule (3) and Rule 1-9 [*Telephone connections*], the Executive Committee may determine the place and time of the annual general meeting.
- (3) Unless the Benchers direct otherwise, the President must preside at the annual general meeting from a location in the City of Vancouver.
- (4) At the annual general meeting, the Benchers must present a report of their proceedings since the last annual general meeting.
- (5) At least 60 days before an annual general meeting, the Executive Director must, ~~by electronic or other means, distribute~~ issue a notice of the date and time of the annual general meeting. to Benchers and members of the Society in good standing a notice of the date and time of the meeting.
- (6) In order to be considered at the annual general meeting, a resolution must be
- (a) signed by at least 2 members of the Society in good standing, and
 - (b) received by the Executive Director at least ~~40~~35 days before the annual general meeting.
- (6.1) On receipt of a resolution under subrule (6), the Executive Director must promptly issue a notice of the resolution, including the text of the resolution and the names of the 2 members who signed it.
- (6.2) Not later than 21 days before the annual general meeting, the 2 members who signed a resolution submitted under subrule (6) may, by notifying the Executive Director in writing,
- (a) withdraw the resolution, or
 - (b) make changes to the resolution.

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- (7) Before advance voting is permitted under Rule 1-13.1 and At at least 21-16 days before an annual general meeting, means, make available to Benchers and members of the Society in good standing the Executive Director must issue
- (a) -a notice containing the following information:
 - (i) the locations at which the meeting is to be held, and before an annual general meeting, the Executive Director must, by electronic or other
 - (ii) each resolution received in accordance with subrules (6), with any changes submitted under subrule (6.2), unless the resolution has been withdrawn under that subrule, and
 - (iii) notice of advance voting if it is to be permitted under Rule 1-13.1 [Voting in advance of general meeting], and
 - (b) the audited financial statement of the Society for the previous calendar year.
- (8) The accidental failure to comply with any requirement under subrule (5), (6.1) or (7) does not invalidate anything done at the annual general meeting.
- (9) A notice or other document required to be issued under this rule must be made available to Benchers and members in good standing by electronic or other means.

Telephone and internet connections

- 1-9** (3) The local chair must record the names of those in attendance and, unless the Executive Director directs otherwise, may dispense with registration and voting, non-voting and student cards under Rule 1-13 [*Procedure at general meeting*].

Special general meeting

- 1-11** (5) At least 21 days before a special general meeting, the Executive Director must, by electronic or other means, distribute to Benchers and members of the Society in good standing
- (a) a notice of the meeting stating the business that will be considered at the meeting, and
 - (b) any resolution to be voted on under Rule 1-13.1 [Voting in advance of general meeting].

Procedure at general meeting

- 1-13** (1) Benchers, members of the Society in good standing and articulated students are entitled to be present and to speak at a general meeting.
- (1.1) Despite subrule (1), a person participating in a general meeting by way of internet connection is not entitled to speak at the meeting.

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- (2) The Executive Director must register all persons attending a general meeting as follows:
 - (a) members of the Society in good standing who have not previously voted on any resolution under Rule 1-13.1 [Voting in advance of general meeting], who must be given a voting card;
 - (a.1) members of the Society in good standing who have previously voted on any resolution under Rule 1-13.1, who must be given a non-voting member card;
 - (b) articulated students, who must be given a student card;
 - (c) appointed Benchers and persons given permission to attend the meeting by the President, who may be given a card for identification only.
- (3) As an exception to subrule (2), the Executive Committee may authorize the Executive Director to dispense with registration or voting and student cards at a special general meeting.
- (4) At a general meeting, the President may allow a person who is not a Bencher, a member in good standing ~~in possession of a voting or a~~ student ~~card~~ to speak.
- (5) Subject to subrules (6) and (7), in the absence of the President, the First Vice-President or the Second Vice-President must preside at a general meeting and assume the duties of the President under Rules 1-8 to 1-13.
- (6) In the absence of the President and Vice-Presidents, one of the other Benchers present must preside at a general meeting and assume the duties of the President under Rules 1-8 to 1-13.
- (7) The members of the Society present at a general meeting must choose one of their number to preside at the meeting if
 - (a) no Bencher is present 30 minutes after the time appointed for holding the meeting, or
 - (b) all Benchers present are unwilling to preside.
- (8) At the beginning of the meeting, the President must declare whether or not a quorum is present.
- (9) If a quorum is not present 30 minutes after the time appointed for a general meeting, the meeting
 - (a) if convened at the written request of members, is terminated, or
 - (b) in any other case, may be adjourned to a specified place and a new date within one week, as determined by the President.

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- (10) No business, other than the election of a presiding Bencher and the adjournment or termination of the meeting, can be begun unless and until a quorum is present.
- (11) If the President has declared that a quorum is present, a quorum is deemed to remain present until a member present at the meeting challenges the quorum.
- (12) The Executive Committee is authorized to set the agenda for a general meeting.

(12.1) A resolution on which members have voted in advance of the general meeting must not be amended, postponed or referred at the general meeting.

- (13) ~~A dispute concerning the~~The President must decide questions of procedure to be followed at a general meeting not provided for in the Act or these Rules ~~is to be resolved in accordance with the most recent edition of *Robert's Rules of Order Newly Revised*.~~
- (14) When a decision of the President is appealed, the President must call a vote of all members present, without debate, on whether they are in favour of or opposed to sustaining the President's decision.

(15) to (17) [moved to Rule 1-13.2]

- (18) A general meeting may be adjourned from time to time and from place to place, but no business can be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

Voting in advance of general meeting

1-13.1 (1) The Benchers may authorize the Executive Director to permit members of the Society in good standing to vote by electronic means on general meeting resolutions in advance of the general meeting.

(2) When advance voting is permitted under subrule (1), all members of the Society in good standing must have the opportunity to vote by electronic means on all general meeting resolutions.

(3) The Executive Director

(a) may retain a contractor to assist in any part of electronic voting on general meeting resolutions,

(b) must ensure that votes cast electronically in a secret ballot remain secret, and

(c) must take reasonable security measures to ensure that only members entitled to vote can do so.

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- (4) A ballot on a general meeting resolution may be produced electronically, and to cast a valid vote, a member must indicate his or her vote in accordance with instructions accompanying the ballot.
- (5) The period of voting in advance of a general meeting must be at least 15 days ending at the close of business on the last business day before the general meeting.
- (6) A person who has voted electronically in advance of the meeting is present at the meeting for the purpose of calculation of a quorum under Rule 1-12 [Quorum].

Voting at general meeting

1-13.2 (15) A member of the Society in good standing who is present at a general meeting and has not previously voted on any resolution under Rule 1-13.1 [Voting in advance of general meeting] is entitled to one vote.

- ~~(15.12)~~ A member of the Society must not
- (a) cast a vote or attempt to cast a vote that he or she is not entitled to cast, or
 - (b) enable or assist a person
 - (i) to vote in the place of the member, or
 - (ii) to cast a vote that the person is not entitled to cast.
- ~~(163)~~ Voting at a general meeting must be by show of voting cards, or by show of hands if voting cards have not been issued, unless the President orders a secret ballot.
- ~~(174)~~ A member of the Society is not entitled to vote by proxy.

Elections

Second Vice-President-elect

- 1-19** (1) The election of a Second Vice-President-elect is held at the annual general meeting each year.
- (2) A nomination for election as Second Vice-President-elect is valid only if
- (a) the nominator is a member of the Society in good standing,
 - (b) the candidate is a Bencher and a member of the Society in good standing, and
 - (c) the candidate consents to the nomination.
- (3) All members of the Society in good standing in attendance are entitled to vote for Second Vice-President-elect.
- (4) A vote for Second Vice-President-elect must be conducted by secret ballot.

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- (5) If only one candidate is nominated, the President must declare that candidate the Second Vice-President elect.

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- (3) Unless the Benchers direct otherwise, the President must preside at the annual general meeting from a location in the City of Vancouver.
- (4) At the annual general meeting, the Benchers must present a report of their proceedings since the last annual general meeting.
- (5) At least 60 days before an annual general meeting, the Executive Director must , issue a notice of the date and time of the annual general meeting.
- (6) In order to be considered at the annual general meeting, a resolution must be
- (a) signed by at least 2 members of the Society in good standing, and
 - (b) received by the Executive Director at least 35 days before the annual general meeting.
- (6.1) On receipt of a resolution under subrule (6), the Executive Director must promptly issue a notice of the resolution, including the text of the resolution and the names of the 2 members who signed it.
- (6.2) Not later than 21 days before the annual general meeting, the 2 members who signed a resolution submitted under subrule (6) may, by notifying the Executive Director in writing,
- (a) withdraw the resolution, or
 - (b) make changes to the resolution.
- (7) Before advance voting is permitted under Rule 1-13.1 and at least 16 days before an annual general meeting, the Executive Director must issue
- (a) a notice containing the following information:
 - (i) the locations at which the meeting is to be held,

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- (ii) each resolution received in accordance with subrule (6), with any changes submitted under subrule (6.2), unless the resolution has been withdrawn under that subrule, and
 - (iii) notice of advance voting if it is to be permitted under Rule 1-13.1 [*Voting in advance of general meeting*], and
 - (b) the audited financial statement of the Society for the previous calendar year.
- (8) The accidental failure to comply with any requirement under subrule (5), (6.1) or (7) does not invalidate anything done at the annual general meeting.
- (9) A notice or other document required to be issued under this rule must be made available to Benchers and members in good standing by electronic or other means.

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- 1-9** (3) The local chair must record the names of those in attendance and, unless the Executive Director directs otherwise, may dispense with registration and voting, non-voting and student cards under Rule 1-13 [*Procedure at general meeting*].

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- (a.1) members of the Society in good standing who have previously voted on any resolution under Rule 1-13.1, who must be given a non-voting member card;
 - (b) articulated students, who must be given a student card;
 - (c) appointed Benchers and persons given permission to attend the meeting by the President, who may be given a card for identification only.
- (3) As an exception to subrule (2), the Executive Committee may authorize the Executive Director to dispense with registration or voting and student cards at a special general meeting.
 - (4) At a general meeting, the President may allow a person who is not a Bencher, a member in good standing or a student to speak.
 - (5) Subject to subrules (6) and (7), in the absence of the President, the First Vice-President or the Second Vice-President must preside at a general meeting and assume the duties of the President under Rules 1-8 to 1-13.
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 - (9) If a quorum is not present 30 minutes after the time appointed for a general meeting, the meeting
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- (5) The period of voting in advance of a general meeting must be at least 15 days ending at the close of business on the last business day before the general meeting.
- (6) A person who has voted electronically in advance of the meeting is present at the meeting for the purpose of calculation of a quorum under Rule 1-12 [*Quorum*].

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Voting at general meeting

- 1-13.2** (1) A member of the Society in good standing who is present at a general meeting and has not previously voted on any resolution under Rule 1-13.1 [*Voting in advance of general meeting*] is entitled to one vote.
- (2) A member of the Society must not
- (a) cast a vote or attempt to cast a vote that he or she is not entitled to cast, or
 - (b) enable or assist a person
 - (i) to vote in the place of the member, or
 - (ii) to cast a vote that the person is not entitled to cast.
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- (4) A vote for Second Vice-President-elect must be conducted by secret ballot.
- (5) If only one candidate is nominated, the President must declare that candidate the Second Vice-President elect.