

# **CONSTITUTION OF THE NORTH WEST ATTORNEYS ASSOCIATION OF THE LAW SOCIETY OF SOUTH AFRICA**

## **1 . NAME**

The name of the Association is the North West Attorneys Association of the Law Society of South Africa.

## **2. OFFICES**

The offices of the Association shall be in Rustenburg.

## **3. OBJECTIVES**

The objectives of the Association are the following:

- a. To co-operate with the Law Society of South Africa, and fellow the Provincial Councils;
- b. To monitor, advance and protect the interest of the legal profession;
- c. To establish closer relations with other Associations and between members of the legal profession;
- d. To promote and support legal studies;
- e. To liaise with stakeholders relevant to the legal profession;
- f. To provide assistance to any member or past member or the families of any member or past member, who is in distress or is, for any reason, in need of such assistance and to apply any funds of the Association for that purpose and to raise and collect any additional or special funds that may be required for that purpose;
- g. To mediate between members and adjust and settle differences between them, whenever called upon to do so by members;
- h. To express its views on matter of common concern and interests to its members and to make representations on behalf of its members to any and all bodies and/or organisations including the Legal Practice Council and Provincial Councils;
- i. To acquire rights or privileges which the Association may regard as necessary or convenient for its purposes;
- j. To purchase, take on lease, hire or otherwise acquire, any moveable or immovable property and to erect buildings thereon, and to sell, improve or lease or otherwise deal with all or any of the property or assets of the Association;
- k. To invest moneys of the Association upon such securities and unit trust as may be from time to time determined;

1. To raise or borrow money from time to time in such a manner as the Association may deem fit and to mortgage or hypothecate all or any of the property of the Association present as well as future;
- m. To sponsor and supervise the making by members of gifts or donations in money or in kind to any person or organisation approved by the North West Provincial Council;
- n. To do all such other things as are incidental or conductive to the attainment of these objects;
- o. To conduct lectures; symposia, seminars and study courses for its members;
- p. To establish processes and to set mechanisms in place for the settlement of disputes between members and between members and their clients concerning fees or any other matters;
- q. From time to time, at the discretion of the North West Provincial Council, to make donations to institutions, bodies corporate, welfare organisations and/or universities where this is considered necessary to further the interest of the profession or its members. The Association shall however not be permitted to distribute any of its profits or gains to any person, but shall be required to utilise its funds solely for the investment or objects for which it has been established. To upon its winding-up or liquidation, it shall be obliged to give or transfer its assets remaining after the satisfaction of its liabilities to another association or Societies with objects similar to those of the Association;
- r. To act in the general interest of members of the profession so as to ensure that state mechanisms, including the Constitution of the Republic of South Africa, Act 108 of 1996, fundamental human rights, legislation, the judicial system, the common law and the Rule of Law are maintained, upheld and developed in such a manner as to ensure maximum protection of the general well-being of the profession, including safeguarding of the interest of attorneys in their freedom to make their skill available to those requiring their legal expertise, in a profitable matter;
- s. To partake in legal proceedings in any capacity which the North West Provincial Council may deem necessary so as to advance} protect, uphold or develop the objectives and interest of the Association and/or the interests of its members.
- t. To represent members before any tribunal and/or disciplinary committee and/or matters at the office of the Legal Ombud.

#### 4. MANAGEMENT COMMITTEE

One third of the 9 committee members must be drawn from:

- a. the Black Attorneys Association (“BLA”), another third from the
- b. National Association of Democratic Lawyers (“NADEL”) and the final third from
- c. Independents Constituents practitioners who are not members of BLA and/or of NADEL, and haven’t opted out of being part of the Independents Constituents. For ease of reference, the three groups contemplated here shall be referred to as “the constituents”.

#### 5. MEMBERSHIP

The following persons shall be eligible for membership:

- a. Attorneys practising in the North West Province whether as principals or otherwise;
- b. Candidate attorneys duly registered and serving articles of clerkship in the North West Province.

#### 6. SUBSCRIPTIONS

- a. An annual subscription, the amount of which shall be determined by the AGM with due consideration to the rate of inflation and to the requirements of the Association, and of which notice shall be given to members before the end of March of each year, shall be paid by each member.
- b. The financial year of the Association shall commence on the 1<sup>st</sup> day of March of each year and subscriptions shall be due and payable on such date as prescribed by the Rules.

#### 7. MANAGEMENT COUNCIL

- a. The affairs of the Association shall be managed by a North West Provincial Council of 9, all of whom shall be elected from those members referred to in Clause 4 and as set out in the Rules. Each committee member shall hold office for a two-year period and shall be eligible for re-election for one further term.
- b. Each Constituent must ensure that members elected to be part of the Management Council shall as far as possible be members who are widely spread amongst the North West province, and be representative of the different regions within the province.
- c. The office of the Chairperson shall be rotated every year within the 2 year terms amongst the different constituencies, in the following order: Independents, BLA, NADEL. In the

event of any vacancy or vacancies occurring on the North West Provincial Council, the remaining members of the executive committee shall have the power to fill any such vacancy or vacancies. The member so co-opted shall hold office on the same terms as the member whose place he/she takes and shall serve only until the next Annual General Election.

- d. If in need of specialised assistance the North West Provincial Council shall be entitled to co-opt not more than 3 additional, who shall be members of the Association referred to in Clause 1 and who shall hold office in terms of the specific mandate for which they were co-opted.
- e. Any member of the North West Provincial Council who misses 3(three) consecutive meetings of the North West Provincial Council, without leave of absence, shall automatically be disqualified from the office and the North West Provincial Council shall be entitled to replace such member in terms of Clause 6.5. Any member attending less than 50% of the North West Provincial Council meetings from the date of election to the next Annual General Meeting: without prior leave of absence from the North West Provincial Council, shall not be eligible to stand again for re-election to the North West Provincial Council in the following elections.
- f. The composition of the North West Provincial Council shall be limited to no more than one representative of any one law firm.
- g. At a North West Provincial Council meeting 50% shall be required to form a quorum.

## 8. POWER OF DUTIES OF THE NORTH WEST PROVINCIAL COUNCIL

The North West Provincial Council shall conduct all the affairs of the Association and be entitled to do all matters and things not specially required to be done at a General Meeting or not expressly required to be otherwise performed. Without limiting their rights of management, the Committee shall have the following special powers:

- a. To convene meetings;
- b. To appoint, remove and determine the duties, salaries and remuneration of employees;
- c. To hold and have the custody and control of the funds and other property of the Association;
- d. To open a banking account this shall be operated by the treasurer whom shall provide the North West Provincial Council with the necessary financial statements documents and vouchers for ratification by the North West Provincial Council
- e. To appoint sub-committees and delegate any of its powers to such subcommittees;

- f. Subject to the constitution for the time being in force, to do all other things that it may consider conducive to the interests or good management or the promotion of its objects, and to perform all such tasks and functions it may deem necessary to represent and protect the interest of the Attorneys in the North West Province in accordance with this constitution, subject to the ratification of any decision taken by the Council once it is elected.
- g. To review the annual subscription payable in terms of Clause 5 of the Constitution, from time to time and to present the suggested subscription to the members at the AGM for approval
- h. To draft rules to determine:
  - 1. The voting process and procedures
  - 2. The requirements to be "in good standing";
  - 3. Any other rules or procedures it deems necessary to execute its mandate;
  - 4. All rules must be approved at an Annual General Meeting or a General Meeting specially called for such purpose.

## 9. MEETINGS

- a. The North West Provincial Council shall have full power of authority at any time to call Special Meetings of the Association of which at least seven days' notice shall be given.
- b. An Annual General Meeting shall be held not later than 30 October in each and every year, at which meeting the report of the activities of the North West Provincial Council together with the financial statement shall be presented and any other business shall be dealt with of which notice is given to members not less than 14 days before the date of the meeting
- c. Notices shall be given to members as follows:
- d. For convening an Annual General meeting, 40 calendar days before such meeting;
- e. for any motions for consideration, 21 calendar days before such meeting;
- f. Agenda and Notice to be considered, not less than 14 days before the date of the meeting.
- g. A quorum of members shall be three of the members from each voting district as determined in the Rules. Should there be no quorum present at any Annual or Special General Meeting, the meeting shall, subject to Rule 8(e), stand adjourned until a date to be agreed upon at such meeting (for which those present shall be a quorum) and at such resumed meeting those present shall form a quorum regardless of the number. At least seven days' notice of such adjournment shall be given to members.
- h. Upon receipt of a requisition signed by not less than 10% of members the North West Provincial Council shall convene a Special General Meeting to consider the matters

specified in the requisition. The meeting shall be upon not less than seven days' notice, which shall state the purpose of the meeting, and such Special Meeting shall be held within twenty-one days from the date of receipt of the requisition. Should there be no quorum present at any such meeting, it shall be dissolved.

## 10. DEFAULTERS

Membership fees are payable within 60 days of date of statement, any member whose subscription shall be in arrears for a period of 3 months after due date, and who shall not hereafter, pay such subscription within 30 days of informing the said member in writing of such arrears, may be removed from the list of members by the North West Provincial Council.

## 11. RESIGNATIONS

Any member desiring to resign from the Association may do so on giving notice to the Secretary but such person shall remain liable for any subscription or subscriptions which fell due prior to the date of such resignation.

## 12. VOTING

- a. All decisions of the North West Provincial Association shall be taken by substantial consensus.
- b. No single person may directly or indirectly control the decision-making powers relating to the North West Provincial Association.
- c. Should the meeting of the North West Attorneys Association at any meeting not be able to reach substantial consensus on any issue, the meeting shall stand adjourned for a period of 7 (seven) days. All members shall be notified of the date, time and venue when and where the meeting shall reconvene. At the reconvened meeting at least 6 (six) representatives should be present for the meeting to proceed.
- d. Should the North West Attorneys Association not be unable to reach substantial consensus on any issue, any representative of the meeting may call for a vote on the issue. If the result of the vote is that a majority of representatives of each of the founding constituent members present is in favour, such resolution is deemed to be adopted.
- e. Every member of the Association, not being a candidate attorney present at a meeting and not in arrears with his subscription shall have one vote. In the event of an equality of votes, the chairman shall have a casting as well as a deliberative vote.

f. The majority at any meeting may demand that voting be by ballot or show of hands.

## 13. LEGAL PROCEEDINGS

The Association may sue or be sued in its own name in any Court of competent jurisdiction.

## 14. FUNCTIONS

A function, the nature, cost and venue to be determined by the North West Provincial Council in their discretion may be held. Members who attend the function shall be required to contribute an amount to be determined by the Executive Committee to the cost of that function.

## 15. AMENDMENTS

This Constitution may be amended, altered or added to at any Annual general Meeting or any General Meeting specially called for such purpose. Any such alterations or additions shall not be deemed to be passed unless approved by two-thirds of the members present at such meeting. No proposed alteration or amendment shall be considered at any meeting unless proposed amendment or alteration has been notified to members in writing not less than 14 days before the date of the meeting.

## 16. LIABILITY OF MEMBERS

The liability of a member for the obligations of the Association shall be limited to the amount of his unpaid subscription. The North West Attorneys Association is an Association not for gain, and a corporate body with legal personality separate from its members, the assets and liabilities of which are separate from its members and in which no member shall ever obtain an interest, which assets shall upon dissolution not evolve upon its members but shall be donated to other associations not for gain with similar objectives and interests as the Association.

## 17. INTERPRETATION OF RULES

In the case of doubt as to the meaning of interpretation of the Constitution and any Rules framed thereunder the Executive Committee shall be the final arbiter and its decision shall be binding upon members.

18. NOTICES

Whenever notices of any matter or thing is to be given to members it shall be deemed to have been duly given if posted or delivered by Docex and or dispatched by e-mail and or via telefax and or via SMS and or via Whatsapp to members at the address recorded in the Association's offices and shall be deemed to have been received two days after the date on which such notice was posted, delivered or dispatched.

ADOPTION OF CONSTITUTION

ADOPTED BY LAWYERS PRACTISING IN THE NORTH WEST PROVINCE AT A GENERAL MEETING HELD AT RUSTENBURG ON \_\_\_\_ MARCH 2024.