

Committee Standing Orders

Amended by Council October 2017 (C171017E4)

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By-Laws for Regulation of Proceedings of Committees created by the Council

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Introduction

Committees and Working Groups

Committees of the Law Society of Western are Committees of the Council. Committees are integral to the Society achieving its objectives, providing a source of specialist assistance to the work of the Council.

Committees are divided into:

1. Standing Committees

Standing Committees are created for continuing consideration of tasks which include:

- reporting on policy proposals and reform initiatives, legislation and discussion papers etc.,
- consideration of professional conduct and ethical issues;
- providing continuing legal education programmes.

2. Ad hoc Committees

Ad hoc Committees are created to report on finite projects or projects that do not fall within the usual agenda of a Standing Committee.

3. Administrative/Council Committees

Administrative/Council Committees are created to consider matters pertaining to the administrative responsibilities of the Council. The Terms of Reference for these Committees are determined by the Council.

4. Statutory Committees

Statutory Committees are established pursuant to legislation. The purpose of a Statutory Committee is in accordance with the relevant legislation.

These Standing Orders do not apply to all Statutory Committees.

The Public Purposes Trust Allocations Committee established under the *Law Society Public Purposes Trust Act 1985* is not a Committee of the Council and these Standing Orders do not apply.

5. Working Groups

Working Groups may be established on an adhoc basis by the Council or Committees of the Council, Working Groups assist the Council and Committees by providing a source of specialist knowledge or practical assistance.

In addition to these Standing Orders, Committee members are referred to:

- **Code of Conduct for Councillors and Committee Members**
(introduced December 2008);
- and
- **Conflict of Interest Guidelines**
(introduced March 2009).

The voluntary contribution of Committee members is highly valued and greatly appreciated by the Society.

Part 1 – Preliminary

1.1 Creation of Committees

Rule 66 of the Constitution of the Law Society of Western Australia Inc. gives to the Council of the Society the power to create Committees. The Committees are bound by the Standing Orders of the Society (by-laws). Committees consider and make recommendations to the Council for determination by the Council. In exceptional circumstances, the Council may delegate any of its powers to Committees.

1.1.1 Creation of a Working Group

The Council or a Committee may create a Working Group, Members of a Working Group may be members of the Committee creating them, other Law Society members whether or not they are members of a Committee and non-Law Society members (subject to conditions – refer 2.1.1).

1.2 Power to make by-laws

Rule 81(c) of the Constitution gives to the Council the power to make, amend and repeal by-laws, not inconsistent with the Constitution, in relation to regulating the proceedings of Committees created by the Council.

1.3 Citation

These by-laws are known as the ‘Committee Standing Orders’.

1.4 Commencement date

These Committee Standing Orders came into effect on 11 June 2007.

1.5 Meaning of terms used

The following meanings shall apply in the Committee Standing Orders unless the context requires otherwise:

Advisory Body means a working group appointed by the Council to undertake specialist work for and on behalf of a Standing Committee.

Act means the *Legal Profession Act 2008 (WA)*.

Committee means a Committee of the Council as described in the introduction of these Standing Orders.

Constitution means Constitution of The Law Society of Western Australia Inc.

Council means the Council of the Law Society elected in accordance with the Constitution.

Executive means the Executive of the Council.

Chief Executive Officer means the Chief Executive Officer of the Law Society appointed in accordance with the Constitution and includes the Acting Chief Executive Officer.

Majority means more than 50% of the members present and voting.

Member means a Committee member appointed by the Council.

PIIMC means the Professional Indemnity Insurance Management Committee provided for in section 331 of the Act.

Rule means a rule of the Constitution.

Society means the Law Society of Western Australia Incorporated.

Sub-committee means a sub-committee established from existing members of a Standing Committee. In these Standing Orders a sub-committee has the same meaning as a Committee.

Part 2 – Appointments

2.1 Eligibility

2.1.1 Committee membership is restricted to members of the Society except as provided for in 2.1.2, 2.1.3 and 2.1.6 (f) or;

The person is a non-Law society member appointed by the Council to a Committee or a Working Group. In these instances the persons membership of the Committee or Working Group will cease at the expiration of two months from the date of appointment if they do not become a financial member of the Society.

2.1.2 Where it is recommended by a Committee that the work of a Committee would be enhanced by the involvement of a non-member, a non-member may be appointed by the Council as an observer. An observer is not entitled to a vote.

2.1.3 Where it is recommended by a Committee that the work of a Committee would be enhanced by the appointment of a Society employee as a Committee member, the Society employee may be appointed by the Council as a member. A Society employee who is appointed by the Council as a Committee member is entitled to a vote.

2.1.4 No person other than a member or an observer is entitled to attend a meeting of a Committee unless permission has first been obtained from the Committee Convenor.

2.1.5 Except as provided for in 2.1.6, members of Standing Committees are appointed for a term of four years. To ensure an appropriate level of continuity, one half of the membership of Standing Committees is reviewed every two years rather than the full membership every four years.

2.1.6

- a) Members of the Young Lawyers Committee are appointed for a term up to four years (depending on members' eligibility under the Committee's Terms of Reference).
- b) Members who represent other associations, government departments, courts, tribunals and universities etc., are known as ex-officio members. Ex-officio members are not appointed for a specific term. The provisions of 2.2 to 2.4 do not apply.
- c) Members of an Advisory Body are not appointed for a specific term. The provisions of 2.2 to 2.4 do not apply.
- d) Members of a Statutory Committee are appointed for a term at the discretion of the Council or as provided for in the relevant statute. The provisions of 2.2 to 2.4 do not apply.
- e) Members of the Public Purposes Trust Investment Committee are not appointed for a specific term. The provisions of 2.2 to 2.4 do not apply.
- f) Membership of the statutory PIIMC is in accordance with the provisions of section 331(2) of the Act. Pursuant to section 331(2)(b) of the Act the members of the PIIMC may include a person who is not a member of the Law Society.

2.2 Expressions of interest in membership of Standing Committees

- 2.2.1 In September/October every two years, through *Brief*, *Friday Facts* and the Society's website, the Society invites expressions of interest in Standing Committees from all interested Society members (including current Committee members (except Convenors) whose term will expire in the following December) and members on Committee Wait Lists.
- 2.2.2 All interested Society members are required to complete an Expression of Interest Form and to provide a brief statement of their professional background and their reason for the appointment sought.

2.3 Selection process

- 2.3.1 Following receipt of Expressions of Interest, a selection panel appointed by the Council meets in November to select Committee appointments for a four year term commencing from 1 January in the following year. (Current Committee appointments remain until 31 December.) If a Committee member's membership of the Society lapses during this term, the person's Committee membership(s) shall automatically cease. Reappointment to Committee(s) must be on the same basis as described in 2.4.4.
- 2.3.2 When making its selections, the selection panel takes into account, as far as is possible, a balance of relevant knowledge and experience, gender, and the introduction of new and young members.

- 2.3.3 Committee members who have served a four year term are eligible for re-appointment if re-appointment is not at the expense of other suitable applicants or if the member's contribution has been substantial and re-appointment would aid the effectiveness of the Committee. There is no limit on the number of terms of re-appointment.
- 2.3.4 The selections made by the selection panel are submitted to the December meeting of the Council for approval.
- 2.3.5 Following approval by the Council all persons who have expressed an interest are advised the outcome of their application.
- 2.3.6 Society members who have expressed an interest but who are not appointed to a Committee are placed on the Wait List for the relevant Committee.
- 2.3.7 Priority is given to persons on Committee Wait Lists to fill vacancies that occur during the proceeding two year appointment period.
- 2.3.8 Members are able to complete an Expression of Interest at any time for inclusion on a Committee Wait List.

2.4 Vacancies and appointment of additional members

- 2.4.1 All Committee appointments to fill vacancies or to appoint additional members must be approved by the Council. The Council considers recommendations by Committees to fill vacancies and to appoint additional members other than as part of a biennial review. Persons who are recommended to the Council for appointment as Committee members must be members of the Society at the time they are recommended.
- 2.4.2 It is incumbent on Standing Committees to consider persons on the Committee Wait List when making a recommendation to the Council to fill a vacancy.
- 2.4.3 A Committee's recommendation is referred to the Council by the Committee Secretary.
- 2.4.4 The term of appointment of a Committee member who fills a vacancy or is appointed as an additional member other than as part of a biennial review will expire on 31 December in the year of the next biennial review. If a Committee member's membership of the Society lapses during this term, the person's Committee membership(s) shall automatically cease. Reappointment as a Committee member for the remainder of the term, following renewal of the person's Society membership, must be approved by the Council.
- 2.4.5 Notwithstanding anything contained in these Standing Orders, the Council may from time to time appoint any member of Council to be an ex officio member of any Standing Committee for such period(s) of time as the Council may determine irrespective of whether or not a vacancy exists on the Standing Committee.

2.5 Committee Convenors

- 2.5.1 The appointment of Convenors and Deputy Convenors of Standing Committees is dealt with separately from the appointment of members of Standing Committees.

- 2.5.2 Convenors are not required to complete an expression of interest when expressions of interest are called for biennially.
- 2.5.3 Deputy Convenors are required to complete an expression of interest when expressions of interest are called for biennially.
- 2.5.4 Convenors and Deputy Convenors are approved by the Council.
- 2.5.5 Convenors are appointed by the Council for a four year term (except for Convenors of the Young Lawyers Committee whose term of appointment will be for a period of up to 4 years).
- 2.5.6 When a sitting Convenor chooses to resign from the position of Convenor, the sitting Convenor will make a recommendation to the Council for the appointment of a replacement Convenor.
- 2.5.7 The Convenor's recommendation is referred to the Council by the Committee Secretary.
- 2.5.8 In the absence of the Convenor, the Deputy Convenor assumes the responsibilities of the Convenor.

2.6 Resignations

A Committee member may resign at any time upon written advice to the Committee Convenor or to the Committee Secretary who will inform the Convenor and the Council of the Committee member's resignation.

Part 3 – Meetings

3.1 Attendance at meetings

- 3.1.1 Each Committee Secretary must maintain an attendance record for Committee meetings.
- 3.1.2 Committee members are required to attend all meetings where possible. Non-attendance for three consecutive meetings or any three meetings in a calendar year without the leave of the Convenor will result in the member vacating the position on the Committee. Vacancies created by these deemed resignations are filled by recommendation from the Committee to and approval by the Council.

3.2 Regularity of meetings

- 3.2.1 Standing Committees meet as often as is required. This may be every second month, monthly, or more or less often, depending upon the urgency of issues to be considered and the need to meet.

- 3.2.2 Ad hoc Committees meet as and when required to consider the specific issues for which the Committee has been created.
- 3.2.3 Administrative/Council and Statutory Committees meet as and when required to consider the issues assigned to them or to meet statutory requirements.
- 3.2.4 The calling of all Committee meetings is decided by the Convenor in consultation with the Committee Secretary.

3.3 Time and venue of meetings

Committee meetings are generally held at the Society's premises between 1.00pm and 2.00pm to accommodate the lunch recess of the courts.

3.4 Security for Society staff

If a Committee meeting or function is held after normal business hours it is Society policy that Society staff should not be alone at venues after 6.30pm. Committee Convenors are asked to ensure that Society staff are accompanied from the premises at the end of meetings or functions and to escort staff to their transport, where appropriate.

3.5 Apologies

Committee members are expected to notify the Committee Secretary if they are unable to attend a meeting. The Committee Secretary will record the Committee member's apology in the register of attendance.

3.6 Quorum

- 3.6.1 The quorum for a meeting of a Standing Committee is three.
- 3.6.2 The quorum for a meeting of an Ad hoc Committee is at the discretion of the Committee Convenor/Chair, or in the absence of the Convenor/Chair it is at the discretion of the relevant General Manager. The quorum must be more than one.
- 3.6.3 The quorum for a meeting of an Administrative/Council Committee is at the discretion of the Committee Convenor/Chair, or in the absence of the Convenor/Chair it is at the discretion of the Chief Executive Officer. The quorum must be more than one.
- 3.6.4 The quorum for meetings of Statutory Committees is in accordance with the relevant legislation or as prescribed in their Terms of Reference.

Part 4 – Agendas and Records

4.1 Agendas and records of meetings

- 4.1.1 Generally, an agenda is developed by the Convenor, based on a draft prepared by the Committee Secretary and shall be set out as follows:
1. Declaration of opening
 2. Apologies and leave of absence
 3. Declarations of interest
 4. Confirmation of Minutes
 5. Business arising from Minutes of previous meeting
 6. Decision by Committee as to which items of business shall be approved en bloc without debate (optional)
 7. Approval of en bloc items (optional)
 8. Consideration of remaining agenda items
 9. Consideration of late and urgent items, subject to the approval of the person presiding
 10. Matters for noting (if not referred to in the items of business)
 11. Next meeting date
 12. Close of meeting.
- 4.1.2 If possible, an agenda for a Committee meeting is to be mailed or emailed to Committee members 5 working days prior to the scheduled date for the Committee meeting.
- 4.1.3 Committee Secretaries must record a Committees' agreed actions and resolutions and a brief explanation of underlying discussion. The extent of the record of discussion is at the direction and discretion of the Convenor (or the person appointed by the Committee to act as Chair in the absence of the Convenor or Deputy Convenor).
- 4.1.4 The Committee Secretary must forward the draft record to the Committee Chair to be settled.
- 4.1.5 A record of all meetings must be kept for all Committees, except ad hoc Committees.
- 4.1.6 At each Committee meeting, the record of the preceding meeting must be confirmed as an accurate record. If a Committee member is dissatisfied with the accuracy of the record, he or she must propose alternative wording and with the approval of the Committee, the amendment must be recorded by the Committee Secretary.
- 4.1.7 At any time the Council may request that records of meetings of any Committee or of all Committees be delivered to the Council for such period of time as shall be specified by the Council.

Part 5 – Committee Responsibilities

5.1 Responsibilities of Convenor

- 5.1.1 The Convenor, with the Committee Secretary, is responsible for the management of the Committee's business and monitoring the progress of Committee business to ensure timely disposition.
- 5.1.2 The Convenor, with the Committee Secretary, must ensure that the Committee deals with matters within relevant time periods or seek extensions of time, if necessary.
- 5.1.3 The Society maintains for the Council a register of the important issues before individual Committees and critical dates relating to these issues.
- 5.1.4 Convenors may alter usual procedures to ensure work is expedited through the formation of sub-committees, working groups, or the delegation of tasks to individual Committee members.
- 5.1.5 The Convenor must allow Committee members' views to be heard and must give clear directions to the Committee Secretary in relation to agreed action and resolutions adopted.
- 5.1.6 The Committee Convenor must produce an annual report for the Council focusing on the Committee's reports for the year.
- 5.1.7 If requested by the President or the Council, or if determined by the Committee that it would assist the Council's consideration of a draft submission or comments prepared by the Committee, the Convenor, or his or her nominee, must attend a meeting of the Council.

5.2 Responsibilities of Committee members

- 5.2.1 To come to Committee meetings well prepared with respect to the items of business in the agenda for the meeting.
- 5.2.2 To participate in discussion of agenda items and to be prepared to assist in the drafting of Committee reports and comments.
- 5.2.3 To undertake tasks requested by the Convenor and to complete those tasks within the time specified.
- 5.2.4 The responsibility of Committee members in relation to the tasks assigned to them extends to necessary research. Requests for research by the Society, or for funding of research by individual Committee members (or their firms), must be referred to the Chief Executive Officer in the first instance.

Part 6 – Committee Resources, Sponsorship and Correspondence

6.1 Committees use of Society's resources

Committees cannot bind the Society to expenditure of money or significant use of the Society's resources including the events calendar, premises, staff, publications and mail-outs. Requests to use Society resources must be put to the Chief Executive Officer, at first instance, fully costed.

6.2 Communication with outside bodies

6.2.1 When Committees wish to communicate with outside bodies, correspondence prepared by the Committee must be referred to the Executive or the Council for approval.

6.2.2 All correspondence on behalf of a Committee/Society must be signed by the President or the Chief Executive Officer and cannot be signed by the Committee Convenor or a Committee member.

6.3 Public statements

Public comment on behalf of the Society must not be made by a Committee member unless the Committee member has been requested to do so by the President or the Chief Executive Officer in accordance with the Council media policy CP14.06.

6.4 Sponsorship and joint ventures

A Committee wanting to enter into a joint venture, sponsorship or partnership with an outside body, or to seek funding from an outside source, including the Public Purposes Trust, must refer their intention to the Chief Executive Officer, at first instance. The approval of the Council will be necessary if considered appropriate by the Chief Executive Officer and any sponsorship arrangement must comply with the Council's sponsorship policy CP17.07.

6.5 Continuing professional development

Other than programmes arranged by the Law Office Management Committee, the Education Committee is responsible for coordinating all continuing legal education including Young Lawyers' Committee programmes. Other committees are encouraged to suggest programmes to the Education Committee but must not hold continuing professional development activities independently from the Education Committee unless approved by the Chief Executive Officer, or the Council if considered necessary by the Chief Executive Officer.

6.6 *Friday Facts and Brief*

Committees seeking to communicate to members of the Society through *Friday Facts* must first obtain the approval of the Chief Executive Officer. Committees may make submission to the *Brief* Editorial Committee regarding publication of matters of interest, but their publication will be at the discretion of the Brief Editorial Committee.

Part 7 – Referral of Committee Reports, Comments and Recommendations to the Council

7.1 Procedure for distribution of Committee reports/comments

The Council endorses all policies of the Society. All reports of Committees to go to outside parties must first be approved by the Council before they can be represented as the views of the Society. Papers to be placed on the Council agenda must first be approved by the Chief Executive Officer.

7.2 Submission of Committee reports, comments and recommendations

7.2.1 Council agenda items must consist of:

- a) a short explanatory memorandum of the Committee's draft report/letter (in standard format) summarising the issues and giving a brief background (e.g. the source of the enquiry and any history of the matter), the position adopted by the Committee and the Committee's recommendation; and
- b) the draft report/letter for approval and copies of relevant background papers.

Where applicable, resource implications for the Society must be noted (including budget, staff, use of premises, profit/loss, sponsorship, outside funding etc.)

7.2.2 A Committee Convenor who is also a member of the Council cannot dissent from the position taken by the majority of the Committee of which he or she is a member.

7.2.3 If, because of the urgency of a matter, it is impracticable to obtain Council's approval of a Committee report or comment, the approval of the Executive may be sought. In such an event, the matter must be taken to Council for ratification in due course.

Part 8 – Access and Confidentiality – Records and Reports

8.1 Access to Council and Committee records and reports

8.1.1 Records of Council meetings, except 'in camera' records which are to be kept separately, are available to all Society members for inspection. Outlines of Council business and resolutions made by the Council, except for 'in camera' items, are published on the Society's website.

- 8.1.2 Records of Committee meetings except for records of 'in camera' items, which are to be kept separately, and records of meetings of the Professional Conduct and Ethics Committees, are available to all Society members for inspection.
- 8.1.3 The records of the Professional Conduct Committee and the Ethics Committee are not available to members of the Society if they contain the names of members who are the subject of a complaint.
- 8.1.4 A Committee member who is in a position of conflict under Part 10 will not have access to those items of the agenda and Minutes of Committee meetings with respect to which he or she is conflicted or could be conflicted.
- 8.1.5 Committee reports are confidential until adopted by the Council.
- 8.1.6 Unless the Council resolves otherwise, reports approved or adopted by the Council are available to all Society members.
- 8.1.7 Access to other information is in accordance with Council Policy CPO4.06.

Part 9 – Legal Opinions

9.1 Referral to Chief Executive Officer

All matters discussed at a Committee meeting that are thought by the Committee to require a legal opinion from counsel or the Society's solicitors, are to be referred to the Chief Executive Officer at first instance.

Part 10 – Disclosure of Interest

10.1 Disclosure of Material Personal Interest

10.1.1 Each member of a Committee must declare any material personal interest at the beginning of each meeting or as soon as a conflict becomes apparent in accordance with Rule 70 of the Constitution and the Conflict of Interest Guidelines.

Part 11 – Terms of Reference

11.1 Council may approve "Terms of Reference" for a Standing Committee.

"Terms of Reference" may, but without limiting the scope, prescribe the following in relation to the functioning of a Committee:

- Objectives
- Purpose and Scope
- Powers and Duties
- Membership
- Budget and Meeting Frequency.