

9 September 2024

Annual general meeting of the Law Society of England and Wales

We hereby give notice under bye-law 19(1) that the annual general meeting (AGM) of the members of the Law Society will be held on Wednesday 9 October 2024 at 2pm.

This will be a hybrid meeting, with members able to attend in person at 113 Chancery Lane or virtually.

If you are planning to attend the AGM, either virtually or in person, please complete the registration form by midnight on Monday 30 September 2024.

Further details and joining instructions will be provided to those who register to attend prior to the meeting.

Please note that only members of the Law Society may vote at the AGM.

The president, Nick Emmerson, will take the chair in accordance with bye-law 29. The business of the meeting will follow the provisions of bye-law 20(1):

(a) The chair will be taken under bye-law 29 and the notice convening the meeting will be taken as read.

(b)(i) Approval of the minutes of the 2023 AGM, which will be taken as read.

The meeting will be asked to approve the minutes of the AGM held on 11 October 2023. The minutes are attached as Appendix A1 to this notice.

(b)(ii) Approval of the minutes of the 2024 special general meeting (SGM), which will be taken as read.

The meeting will be asked to approve the minutes of the SGM held on 23 July 2024. The minutes are attached as Appendix A2 to this notice.

(c) Declaration of members elected to the Council

The names of candidates elected or re-elected unopposed to the Council are printed in Appendix B to this notice.

In the following constituencies, elections have taken place and the results will be announced at the AGM:

- Constituency 1 Central London
- Constituency 26 Essex

- Constituency 40 Criminal defence (casual vacancy to 2026)
- Constituency 56 Sole practitioners
- Constituency 63 Solicitors 6-12 PQE
- Constituency 68 Junior lawyers (0-6 PQE)

The names of the candidates for these constituencies are given in Appendix C to this notice (page 15).

In constituencies 30 (Lincolnshire) and 36 (Warwickshire and Worcestershire), no nominations had been received at the closing date.

In accordance with bye-law 64 the relevant local law societies operating in those constituencies have been asked to form nomination committees and agree candidates for the respective seats. The names of the candidates so nominated will be announced at the AGM and they will be deemed duly nominated and elected (bye-law 64(5)).

Voting emails were sent by UK Engage to electors where elections were to be held in their constituencies. Under the provisions of bye-law 68, the election this year was conducted electronically.

(d) Reception of the annual report of the Council

The Law Society's annual report and consolidated financial statements for the year ended 31 October 2023 are available online at <https://www.lawsociety.org.uk/about-us/business-review-and-annual-report>.

The annual report and accounts, along with any other papers for the meeting, are being made available in electronic form. A small number of hard copies will be available to those who require them.

The president will move **Resolution one: That the annual report of the Council be received.**

(e) Approval of the accounts signed by the auditors

The accounts have already been reviewed and approved by the Board, taking advice from the Audit Committee, under the Board's terms of reference.

The chair of the Board will move **Resolution two: That the accounts signed by the auditors be approved by the AGM.**

(f) The following business introduced by the Council shall be taken:

- (i) **Resolution Three: Redesignation of 'characteristic' Council seats.** See Appendix D.
- (ii) **Resolution Four: Ratification of recommendations made by the Council Working Group on expenses and payments other than expenses together with required changes to bye-laws.** See Appendix E.

(g) Any other business which may be introduced, consistent with the charter and bye-laws, shall be taken.

At the conclusion of the meeting, the president will give his successor the president's badge of office, the vice president will give his successor the vice president's badge of office, and the deputy vice president will give his successor the deputy vice president's badge of office.

The Law Society
9 September 2024

Appendix A1

Minutes of annual general meeting (AGM) 2023

The AGM of members of the Law Society was held at the Law Society's Hall on Wednesday 11 October 2023 at 2.30 pm. Members attended the AGM in person or by Microsoft Teams. The president, Lubna Shuja, was in the chair.

Quorum

The president stated that there were more than 50 members of the Law Society present either in person at Chancery Lane or by Teams and declared a quorum.

Notice of meeting

The notice of the meeting was taken as read.

Minutes of 2022 AGM

The minutes of the AGM held on 12 October 2022 were taken as read and were confirmed. There were no questions. A copy of the minutes was duly signed by the president.

Election of Council members

The president congratulated the candidates who had been elected or re-elected to Council in the recent Council elections. They were:

- 1) Asma Ruksar (Central and South Lancashire)
- 2) Scott Bowen (Cross Border Wales)
- 3) Kathryn King (Gloucestershire and Wiltshire)
- 4) Steven Mather (Leicestershire, Northamptonshire and Rutland)
- 5) Mark Evans (North Wales)
- 6) Andrew Bishop (Sussex)
- 7) Mary Kaye (Birmingham)
- 8) Matthew Gauntlett (Oxfordshire, Berkshire and Buckinghamshire), who was elected to fill a casual vacancy arising in-year.
- 9) Shainul Kassam (Central London)
- 10) Matthew Gingell (In-house Corporate Counsel)
- 11) Peter Young (Major Corporate)
- 12) Sushila Abraham (Surrey)

13) Amy Clowrey (Yorkshire and Humberside), who was elected to fill a casual vacancy arising in-year.

14) Rosemin Keshvani (North East London), who was elected to fill a casual vacancy arising in-year.

In one constituency, Shropshire and Herefordshire, no candidate had come forward by the due date and therefore a nomination committee had been established in accordance with bye-law 64. With his consent, the nomination committee had put forward the name of Danny Smith and pursuant to the bye-law he was declared duly nominated and elected.

Tributes to retiring Council members

On behalf of the meeting the president thanked those members who were leaving Council at the conclusion of the AGM, or who had retired during the course of the year, for all their work on behalf of the profession and the Law Society. Those members were:

- Linda Lee, a past president of the Law Society
- Pat Beeching
- Cobi Bonani
- Ravi Singh Chumber
- Salome Coker
- Nawaz Khan
- Alastair Logan
- Caroline Newman
- Chris Noon
- Eunice Shang-Simpson
- Paul Singh

We expressed our thanks with applause to all these members for their services to the Law Society and the profession.

The president also reported that Council had been sorry to learn of the deaths during the year of:

- Sir Max Williams, president of the Law Society in 1982-83
- David Steed, former Council member for Surrey and for commercial property, and president of the Isle of Wight Law Society at the time of his death
- Stephen Hammett, a Council member from 1986 to 1994 and chair of the then Standards and Guidance Committee (now the Professional Standards and Ethics Committee) from 1990 to 1992.

Resolution one (Annual Report)

The president invited the chief executive of the Law Society, Ian Jeffery, to introduce the annual report.

Mr Jeffery wished to draw attention to five points:

- 1) The evolution of the Wales Committee into the National Board for Wales, intended to help the Law Society address the rapid development of a separate jurisdiction in Wales.
- 2) The success of the events team in rebuilding the events portfolio after the setback of the coronavirus pandemic. It was also a good indicator of high engagement with the profession
- 3) An increased number of responses (almost 1500) to the annual practising certificate (PC) fee consultation.
- 4) Increased digital communications with members, with some 33,000 active registrations on the My LS portal.
- 5) The Law Society's activity in championing members' interests and supporting solicitors under attack, particularly via political rhetoric. It was regrettable that during the course of the year the need for that support had only grown.

The president then moved Resolution one on the notice of the meeting, which was -

That the annual report of the Council be received.

The vice president, Nick Emmerson, seconded the resolution.

Former Council member Michael Garson wished to raise two points.

- 1) The information in the annual report was more than 12 months old and material facts and information might not be accurate. He therefore wished to know whether information could be given before the AGM. Ian Jeffery said that he did not consider that there was anything materially misleading in the annual report but agreed that it was not the most timely of publications. However, the Law Society did much to keep stakeholders up to date with its activities, for example, through the *Law Society Gazette* and *Professional Update*.
- 2) Part of the reorganisation of Council since 2020 had been the search for reassurance regarding the membership database. Mr Garson thought the members may still be feeling disenfranchised. Mr Jeffery said that the Law Society paid attention to the accuracy of its database. He recognised that the quality of the data held by the Law Society and the quality of service provided were important to the Law Society's future.

Mr Nicholas Gurney-Champion, another former Council member, asked about the maintenance of the roll of solicitors. He said that the Solicitors Regulation Authority (SRA), which now had control of the roll, had not always been actively administering it and was now charging members a fee. Was the Law Society trying to recover the administration of the roll for itself? Ian

Jeffery said that it was a topic which had come up to a limited extent but was not an active policy area for the Law Society at the present time.

Ms Vivien Stern reminded members of the events of 2008, when the profession had voted overwhelmingly against a Council decision to grant affiliate status to non-solicitors. The current situation with CILEx, she suggested, was analogous to that. She therefore asked what the Society was doing to oppose the SRA's position of wanting to link up with the legal executives and what the Law Society was doing to protect the public. Ian Jeffery replied that this was something the Law Society had been carefully looking at through an internal working group. It would be a regulatory issue and would need a decision from the LSB, probably on an application from the SRA. The Law Society for its part had to strike a balance between its views and the language of regulatory objectives, so would not rush into a public opposition. Having seen the full consultation document from CILEx, the Law Society had published a response setting out its concerns. The CILEx issue would be discussed further at a special meeting of Council on 17 October 2023.

There being no further comments or questions the resolution was put to the vote and it was resolved that the annual report of the Council be received (54 for, none against and no abstentions).

Resolution two (accounts)

The chair of the Board, Robert Bourns, moved Resolution two on the notice of the meeting, which was -

That the accounts signed by the auditors be approved.

Mr Bourns extended his thanks to the Board, the auditors and the executive team for their assistance with the preparation of the accounts, which had been approved by the Audit Committee and duly signed off by the Board under delegated authority from Council. Mr Bourns said that the audit was unqualified and referred members to the unconsolidated income figures, and the balance sheet within the published accounts.

Mr Bourns added that Council had received an update that morning on the Law Society's financial performance during the year to date. At the end of the third quarter of the current financial year the Law Society was in a favourable position financially with a surplus of income over expenditure at that point. He drew attention to the Audit Committee's statement, which was made in the light of assurance reports from the Board itself and its committees, and the unqualified opinion given by the auditors. The meeting was reminded that the financial statements reflected the fact that with effect from 1 June 2021, the SRA had been incorporated as an entity wholly owned by the Law Society, with its own financial statements and balance sheet. The SRA's balance sheet was still under construction in the period up to 21 October 2022 and so there were issues principally of timing which affected the Law Society's own statements. The significant increase in debtors between 2021 and 2022, for instance, was principally due to support for the SRA.

Other matters to which Mr Bourns referred were:

- the decrease in value of the Law Society's investments due to the performance of the portfolio

- issues in terms of payments of levies to some other bodies for example the Legal Ombudsman and the Solicitors Disciplinary Tribunal. They had called for additional cash at a time when the Law Society would not normally have expected to pay out.
- difficult trading conditions in 2022

The vice president then seconded the resolution.

Mr Garson queried the absence from the accounts of a provision for Assigned Risks Pool challenges and he felt this ought to be explained. He also felt that more up to date information could have been provided in respect of the SRA's financial position. Mr Bourns said that assurance would be given to the Law Society by the SRA regarding its financial position, and he expected that that assurance would also cover the Solicitors Indemnity Fund (SIF) which the SRA now managed.

In respect of the Assigned Risks Pool neither Mr Bourns nor the Law Society's chief operating officer, Tom Fothergill, was currently able to provide any further information.

Mr Garson also referred to Ms Stern's comments earlier in the meeting and suggested that the position of CILEx members was not a regulatory matter, but a professional one which affected members of the profession of solicitor. The idea that CILEx could seek to change its regulator in the face of opposition from the majority of its own membership was, Mr Garson maintained, wrong and the Law Society should make its position on the matter quite clear. Mr Bourns responded that, as the chief executive had explained, the Law Society was waiting to see how the matter developed given the public disagreement between CILEx and its regulator. The Law Society had, however, recently issued a statement on the matter and would be considering it further in a Council meeting next week.

Mr Gurney-Champion asked Mr Bourns for his views on the administration of the roll of solicitors, given at least the possibility that the SRA might start regulating legal executives as well (leading to the possibility of a change of name for the SRA). Mr Bourns said that there might be an open discussion in the not-too-distant future as to what were regulatory matters and what were not, but for the time being maintaining the roll remained an SRA responsibility.

There being no further comments or questions the resolution was put to the vote and it was resolved that the accounts signed by the auditors be approved (57 for, none against and one abstention).

There being no further comments or questions, the resolution was put to the vote and it was resolved that the accounts, signed by the auditors, be approved (57 for, none against, one abstention).

Business introduced by the Council

The president reported that the Council had no business to introduce.

Appropriate motions received under bye-law 18(1)

The president reported that no motions had been received.

Any other business

There was no other business. The president thanked members for their attendance and declared the formal business of the AGM concluded.

Address by the president

The president gave the following address:

"It is now my opportunity to speak for the very last time as president of the Law Society of England and Wales. Can you believe it's been a year since I last stood here addressing you? It feels like only yesterday. Looking back to when I was a young girl making the snap decision to pursue a law degree, I never imagined that the journey that I was about to begin would one day lead me to the role of president of the Law Society. It has been an absolute honour and privilege to represent and lead our profession over the last 12 months. I had the opportunity to meet and work with some really amazing people.

"I want to thank a few people today. A huge thank you to my husband and all of my family for all of their support and patience over the year. Can I also say a really, really massive thank you to all of the amazing staff teams across the Law Society without whom I could not have done my job and I also say thank you to all of my colleagues on Council who helped me to get where I am and who have supported me along the way. I also want to say a very special thank you to my vice president Nick Emerson and my deputy VP Richard Atkinson, who have been an absolute joy to work with, and I am going to miss our office holder team.

"From day one I made it my mission to put members front and centre of all the work that I have been doing. In my final speech I want to reflect on the promises I made a year ago and reports against each of them. I hope that my tenure is characterised by action, as throughout my career actions rather than words have consistently carried me towards success so let me begin with my first area of focus, a leading and influential voice on justice, the rule of law and the value of solicitors. Legal Aid has continued to be challenging for both civil and criminal duty solicitors. I've met with many MPs and peers to stress the need for access to justice for all as the government failed to adhere to the recommendations for the legal aid investment in the Bellamy review. We acted to hold the government to account. We were granted permission by the High Court to bring a judicial review action which is due to be listed before the end of the year. This was an important step not only for the thousands who struggle to access legal advice but also for the hard-working solicitors who for too long have been neglected by the government.

"We have also been very vocal in the media, talking on television and radio and in numerous publications about the crisis in our justice system, about the unacceptable court backlogs, and about numerous other legal issues. I gave evidence before the Justice Select Committee, which at the time was very daunting but reflecting now is actually one of the highlights of the year. We all understand the value that solicitors play in society, but we also know that the vast majority of the public doesn't think about this until they're in trouble. I started a project to address this by changing the way we talk about justice and the rule of law. I chaired workshops on reframing justice with stakeholders and experts in the field.

"I also had the honour of hosting the inaugural Legal Heroes awards ceremony. It was a great opportunity to showcase our value to wider

society and to communities. Alongside all of this we have reacted to external events particularly the attacks on lawyers from senior politicians. It is unacceptable that hard-working and law-abiding solicitors are being targeted with negative rhetoric simply for doing their job. I took the initiative to make sure the profession led the conversation rather than becoming a victim of it. I appeared on national TV to set the record straight and reaffirm the ethical foundation of our industry; which leads me into my second area of focus, professional ethics.

“Our profession is an economic success which is founded on our reputation for honesty and integrity. Ethical conduct is central to what it means to be a solicitor. I've spoken at a number of events aimed at reflecting as a profession what it means to practise in an ethical way, including discussing ethics within the legal sector at an industry and parliamentary trust event, speaking on the next steps for professional ethics at the Westminster policy forum, and holding roundtables with members. All of these have been vital in informing the content of our professional ethics one-stop shop which contains information, advice and comprehensive online tools to help members gain a deeper awareness of accountability for ethical considerations in their daily practice.

“My third and fourth areas of focus were on supporting members businesses here and abroad. Over the last 12 months I have clocked up a lot of member miles. I met with solicitors in 15 towns and cities across England and Wales as well as supporting them in 15 countries abroad. I've held a number of president's virtual surgeries engaging directly with members, and we published our first ever world leading climate change guidance for lawyers. This will be hugely valuable to our members because it is very, very high on the public agenda. I travelled to Wales twice, firstly for the inaugural meeting of our National Board for Wales and subsequently to meet member firms and Welsh ministers. We produced specific support on developing new products to boost revenue and hosted events on topics like AI. Internationally I promoted our highly effective legal system wherever I travelled. I advocated for England and Wales as the global jurisdiction of choice and a highlight of this was attending several conferences which included international lawyers such as the G7 Bar leaders, the Commonwealth Lawyers Association conference, European Presidents' conference and more. Another highlight of my year was my trip to India, not only because of the delicious food that we ate there but also because, three days after I returned having held meetings with the Bar Council of India (BCI) and the Indian law secretary, the BCI announced the opening up of their legal services market to foreign lawyers and foreign law firms. That was a huge achievement, and it means that English and Welsh lawyers can soon establish law firms in one of the fastest growing economies in the world.

“Finally, I think the focus was on diversity and inclusion within the profession and the judiciary. I have said it so many times. I could not have built my career without the help of my family, allies and colleagues. As the first Muslim and the first Asian president I knew I had to lay the groundwork for others to follow in my footsteps. Diversity and inclusion have underpinned all of my work this year. People from diverse backgrounds have got so much to give to society if we simply reach out a hand and offered them the same opportunities. In my year we started a campaign recognising women in the profession. I hope that by recognising the influential women in the industry over the past 100 years we can inspire the next 100 years of female solicitors. I have spoken at numerous events about breaking the glass ceiling for women and have also spoken about my own career journey to solicitors, to aspiring lawyers, and to law students. Earlier this year we published insight into the lack of representation in the judiciary. People cannot enjoy true justice if the

judges do not reflect wider society. I took this issue on and held numerous meetings with senior judges to raise concerns about the low numbers of solicitor judges entering the judiciary and also to talk about the challenges that they faced in progressing through it. I was absolutely delighted and very proud to be able to witness and speak at the swearing-in ceremony of our first ever Lady Chief Justice, welcoming her into her role. We can't fix everything overnight, but I am really proud to have laid some of the groundwork. Generations from now anybody with any background can pursue their passion for the legal profession with confidence that they can and will succeed.

"So, the time has come for me to pass on the mantle, or rather my 'wedding jewellery' as someone referred to it recently, to Nick Emmerson my vice president. There will always be challenges to deal with as a legal profession but as we always do we will rise to face them head-on. Solicitors are the backbone of the justice system, of the economy, and of wider society. We keep everything moving. I know that Nick has already got plans to move everything around in my office which he absolutely should do to make his own. I also know that I am leaving the profession in very safe hands. I hope I will never be too far away from the Law Society. I cannot tell you how much I have enjoyed my time as president. Thank you again to all of you for all of your support and encouragement. I hope that you will continue to engage with the Law Society throughout the coming year and I would strongly encourage you to seek out ways to contribute to and benefit from our activities. I myself will now be retiring to the backbenches of Council and I will continue to support our officeholders as immediate past president. I wish them every success. It is now my pleasure and my privilege to invest my successor Nick Emmerson with the badge of office of president and wish him a very happy and successful term of office."

The president was warmly applauded and presented the incoming president, Nick Emmerson, with the president's badge of office.

Address by the incoming president

Nick Emmerson gave this address:

"Council members, solicitors, guests, it's an honour to address you this afternoon as the 179th president of the Law Society of England and Wales. I'd like to begin with some thanks. Over the past year I've had the privilege of watching Lubna lead our profession with an extremely high level of dedication and commitment and passion. Lubna, you truly are a trailblazer and an esteemed member of our legal profession. Job well done.

"I am excited today to share my plans for the next year with you all. There is no doubt the months ahead will be busy. My presidential plan sets out exactly how I intend to lead this profession over the next year. It will demonstrate that we are an outward facing, internationally minded Law Society by three themes and ensure that we remain committed to promoting the value of our profession, protecting the justice system, and supporting our members.

"My first priority is centred around the solicitor profession as an economic powerhouse. Our members support domestic businesses in international trade. We are a key reason why the UK has such a strong international reputation. The UK exports £6 billion in legal services and our legal sector contributes £60 billion to the economy annually. This makes the UK the second largest market in the world for legal services and I am excited to champion our legal services sector by launching our refreshed international member offer. As a Society we

will become more outward facing in this project and will empower members to take advantage of the Law Society's international work and network as a dual qualified practitioner. The ability to offer opportunities for our members all over the world is important to me and I am also committed to strengthening the Law Society's relationships with our counterparts in East Asia by conducting trade missions and engagement with foreign Bars, reaffirming this place as the world's jurisdiction of choice. My firm belief is in the international rule of law. Europe's initiative to create a European Convention on the profession of lawyer this commitment is vitally important given the continuation of Russia's illegal war in Ukraine and the risks lawyers across the world still face when trying to do their jobs in difficult circumstances. The economic value of our profession and Britain's standing in the world are intrinsically linked.

"Every day and in every part of our country solicitors make a difference for the people they serve. That is why my second priority is focused on the value that profession brings locally. I am excited to begin visits to all corners of England and Wales and make sure that our members' voices on the ground are being heard on the national and international stage. As a past president of a local law society, I intend to continue championing the positive role local law societies play in our great towns and cities and will continue to defend solicitors and challenge the criticism that many are facing simply for doing their jobs. With a general election on the horizon, it is more important than ever that we champion our profession and defend the legal sector's reputation and above all its integrity. This year will see us build on our ongoing campaigns around reframing ethics and the 21st Century Justice Project and continue the important work with members in Wales on the future direction shape and administration of justice in Wales. I know that talented, intelligent, tenacious solicitors can be found in every corner of England and Wales. We must not underestimate the power of our profession and the huge opportunity a legal career can provide. Solicitors underpinning the UK economy support local communities across the breadth of our country.

"But my final priority is perhaps the most fundamental way our profession adds value to our wider society. Our profession plays a vital role in upholding the laws that bind our society together. We ensure that justice is done, and we work to make that access to justice a reality for our fellow citizens. Our job is foundational to the public's faith in the rule of law, the bedrock of our democracy. Access to justice can't and must never be taken for granted. I can't emphasise enough how precious it is, yet both civil and criminal legal aid systems are in a state of emergency. We can't have a state funded legal aid system without state investment. We will continue our campaign on legal aid deserts, highlighting the dire state of the justice system to those in power. We will prioritise diversity and inclusion throughout this year with a particular focus on initiatives linked to social mobility and judicial diversity. Over half of all solicitors are women. Many members come from different ethnic and social backgrounds. At this moment the Law Society's Hall doesn't reflect the vibrancy and diversity of our members. We have plans to create an advisory group of art and heritage experts at Chancery Lane which will provide guidance on modernising the heritage collection here at the Law Society.

"Thank you, Council, for the support I have received in the past two years. I'd like to give special thanks to acknowledge the hard work of the Council members who are leaving us this year. I want to acknowledge Linda Lee in particular. For two decades on Council your service has been invaluable to the Law Society. At my very first Council meeting I sat next to Linda and she turned to me and said, "You've been elected. Your job is to speak, so speak up." There are big obstacles to overcome and the huge potential of our profession to

harness. I look forward to working with all of you in this room and online to help in delivering this with the support of our members, Law Society staff, and of course my fellow officeholders Richard and Mark. I believe we can achieve this and am excited to get started.”

Members warmly applauded this speech.

The incoming president then invested the incoming vice president, Richard Atkinson, with his badge of office.

Address by the incoming vice president

Richard Atkinson gave this address:

“Thank you very much, president. I must get used to the new change of address. It's a privilege to be here as the Law Society's vice president. I was honoured by the trust Council put in me when I was elected deputy vice president last year and I look forward to continuing to repay that trust and faith over the year to come. I know myself what a difference the Law Society makes to practitioners. Throughout my career in criminal law, it has connected me with colleagues and friends across the country and has been a source of support, guidance and a few arguments. As Council member for Kent I make sure the national society is in tune with local members and as a committee chair - and now an office holder over the past year - I've been astounded by the amount of work the Law Society does on behalf of solicitors across England and Wales. I have no doubt that the coming 12 months will be just as busy as we look across the shifting landscape of our profession, whether it is continuing to fight to make sure everyone can access justice, upholding the rule of law, or advocating for the economic dynamism of the legal sector. I will highlight the key role our members play in our society. I believe in those principles, in the value of our profession, and the differences it makes. That is why I stood for office and it will remain the guiding light for everything I do as vice president. Alongside Mark I will do all I can to help Nick achieve his ambitious presidential plan.

“I look forward to using the year ahead to continue to engage closely with all the Law Society's members in every practice area and in as many places as I can get to, so when the time comes, I'm ready to be the voice of our profession and continue the great work the Law Society does on behalf of all. The Law Society is fast approaching its bicentennial year, which is your moment to reflect the profession's brilliant achievements, how it has changed, and what it will accomplish in the years ahead. It will be a privilege to lead the Law Society through that anniversary. The strength of the Law Society lies in its members and that is as true now as it was in 1825. The bicentennial will be a celebration of every solicitor across England and Wales as much as it is of the organisation itself. I want it to be a moment to highlight the good solicitors do and the progress the profession has made to truly reflect our society, and to look ahead at what comes next. It is really an honour to stand before you all as vice president I'm excited to be part of what comes next for our profession. Thank you all.”

Members warmly applauded this speech.

The incoming vice president then invested the incoming deputy vice president, Mark Evans, with his badge of office.

Address by the incoming deputy vice president

Mark Evans gave this address:

"I am Mark Evans, the incoming deputy vice president of the Law Society. I have worked on the English and Welsh border in both Wrexham and Chester and am well versed with representing both English and Welsh clients. I'm really excited about representing both English and Welsh members moving forward. As I have said I practised on the border for over 29 years. Increasingly I am seeing a divergence of the legal practice between England and Wales. This has been cropping up and causing some inconsistencies and issues for our members. I intend to ensure that our members are more informed of this increasing divergence, but most importantly I also want to make sure that we are participating in the debate around the issues of divergence to ensure that English and Welsh practice do not stray too far from each other, and our legal systems don't splinter, that we remain the Law Society of England and Wales.

"It is only now that I lecture at the University of Law and I'm not providing full-time legal advice that I have had the time to apply to be an office holder. I think that the current governance structure for office holders could be more flexible, which will allow a greater diversity of solicitors to apply to the senior positions. I'm extremely keen as an office holder to explore how we might be able to review the term and duties of office holders at the Law Society.

"I'm also equally keen to ensure that we are doing all that we can to engage with students and especially newly qualified solicitors. I would like to focus even more on engaging with members at their earliest stages so that they feel part of the legal community right away and feel supported throughout their career. Starting your legal career can be very daunting and confusing and I would like the Law Society to be seen somewhat as a mentor for all of our new admissions.

"I'll conclude by saying that I am so excited I'm really looking forward to working with and supporting the officeholder team and I send my congratulations and best wishes to Nick and to Richard. I would also at this stage like to thank Lubna for her fantastic presidential year. I know that Nick has some very ambitious plans for the next year and then Richard will preside over the Law Society's bicentenary year. I look forward to supporting both in the next year and especially the 200th year in 2024-25. Thank you very much."

Conclusion of meeting

The outgoing president, Lubna Shuja, thanked members for their attendance and wished them a safe journey home before declaring the meeting closed at 4.00pm.

Approved as a correct record at the AGM held on 9 October 2024.

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Nick Emmerson
President
9 October 2024

Appendix A2

Minutes of the special general meeting held on 23 July 2024

A special general meeting (SGM) of members of the Law Society was held at the Law Society's Hall on Tuesday 23 July 2024 at 2pm. Members attended in person or by Microsoft Teams. The deputy vice president, Mark Evans, was in the chair.

Mr Evans introduced himself and explained that the president, Nick Emmerson, would normally chair general meetings of the Law Society, but he was named in the motion and wished to speak. The vice president was on annual leave, and so under bye-law 29 the task of chairing the meeting fell to the deputy vice president. He expressed his and the meeting's thanks to the members of the Law Society's staff who would be supporting him as he chaired the meeting.

Nick Fluck RIP

A moment of reflection was held in memory of Nick Fluck, president of the Law Society in 2013-14 and the Council member for Lincolnshire, who had died on 11 July.

Quorum

Mr Evans stated that there were more than 50 members of the Law Society present either in person at Chancery Lane or by Teams and he therefore declared the meeting quorate.

Notice of the meeting

Mr Evans explained that following a valid requisition from over 100 members received on 6 June 2024, the Council of the Law Society had called this SGM by publishing details of it on 20 June 2024, which was within the period prescribed by bye-law 23. The names of the requisitioners, along with the supporting statement and the Council's statement in response, had also been published as required on the Law Society website. These documents were taken as read.

Purpose and conduct of the meeting

Mr Evans reminded the meeting that its only purpose was to consider a motion of no confidence in the president and the chief executive of the Law Society to properly and effectively represent those members of the Law Society who undertook conveyancing. That motion was based on the six specific grounds stated in the requisition. The debate at this meeting should be confined to those grounds only, and he had the right under the bye-laws to draw the meeting's attention to any continued irrelevance on the part of speakers seeking to broaden the debate. That included stopping any process of "question and answer" from developing through members' contributions.

Mr Evans emphasised that the meeting was not for raising or discussing technical or drafting points in relation to the TA6 form. The proper forum for such matters was the six-month period of consultation on the proposed amendments to form TA6 which had been launched recently and in which all Law Society members were invited to participate.

Finally, Mr Evans said that he could not accept any amendments to the motion that members might seek to move during the meeting. Under the bye-laws at least 24 hours' notice of amendments was required and none had been received up to 24 hours before today's meeting.

Given the number of members in attendance at the meeting, Mr Evans noted that the time allowed for each speaker would be strictly observed. The proposer of the motion would have a maximum of 10 minutes to speak, the first speech in response would be a maximum of five minutes and thereafter all other speakers would be limited to a maximum of three minutes.

The motion

"That the meeting has no confidence in the ability of Mr Nick Emmerson, president of the Law Society of England and Wales, and Ian Jeffery, chief executive of the Law Society of England and Wales, to properly and effectively represent those members of the Society who undertake conveyancing because they, or others acting on their behalf, have without consultation, or any mandate from members of the Society:

- 1) agreed that the Law Society would become a member of the Home Buying and Selling Council (formerly called the Home Buying & Selling Group) (HBSC)
- 2) agreed that the Law Society would become a member of the Digital Property Market Steering Group (DPMSG)
- 3) agreed to accept without taking appropriate external legal advice that National Trading Standards had the necessary legal capacity to issue its guidance to estate agents on 'material information' being included when listing properties via their online portals (MI)
- 4) accepted with other members of the HBSG that MI should be imposed on the profession
- 5) redrafted form TA6 despite the latest iteration significantly increasing the risk of criminal offences being committed by solicitors
- 6) redrafted form TA6 despite the significantly increased risk of selling clients facing civil claims for misrepresentation"

The debate

Mr Stephen Larcombe, chair of the Property Lawyers Action Group (PLAG), proposed the motion. Many solicitors, he said, viewed the ideas of the groups mentioned in the motion with the utmost concern. Material information (MI) was a deeply controversial matter and had caused a storm in the legal profession. Moreover, there were significant doubts concerning the lawfulness of the guidance issued by the National Trading Standards Estates and Letting Agency Team (NTSELAT).

The publication of the latest edition of form TA6 was a catalyst for today's SGM. It was not the only issue, however. There were much wider issues that were addressed in the requisition. The Home Buying and Selling Council (HBSC) had been characterised by its

administrators as an informal group but was, in Mr Larcombe's opinion, dedicated to the 'dumbing down' of conveyancing. It had called repeatedly for the mandating of conveyancing based on MI principles; but under the rule of law, parliament should not be mandating property lawyers in terms of their practice at all.

The Digital Property Market Steering Group (DPMSG) existed, Mr Larcombe continued, to achieve digitisation of the whole home buying process. The law tech sector significantly represented in this group was too powerful, saturated by greed, and guilty of considerable hype when marketing its products to solicitors. However, the myth of computer infallibility had been shattered by the Post Office Horizon IT scandal, and there were significant questions about computer veracity and the ability of clients to cope with large volumes of data.

DPMSG also promoted the idea of open data, which should raise questions of client confidentiality and data security. The recent worldwide Microsoft outage had highlighted the dangers of putting all one's eggs in one (digital) basket, so there were many reasons in Mr Larcombe's opinion why the Law Society should not have joined these two groups without a mandate following genuine consultation with its members.

Moreover, Mr Larcombe said, the Law Society had asserted that the consultation on the TA6 was the right response. Yet it had by then already received the requisition for today's meeting. Furthermore, the Law Society was collaborating with others to give a seminar to estate agents on their alleged MI obligations. This appeared to contradict the whole point of the TA6 consultation. The Society seemed all too willing to appease the government and other vested interests by compelling its members to observe policies that were at odds with their historic obligations under the rule of law.

The rule of law required a strong, independent legal profession. Why, Mr Larcombe asked, had the Law Society betrayed its rich history by compromising its independence without seeking a mandate from its members because of the pressures on solicitors? All the conventions of legal practice found their highest expression in integrity, so integrity should determine how the Law Society represented property solicitors. In PLAG's opinion recent actions by the Law Society had shown little evidence of such an attitude. That was why so many solicitors had lost confidence in it and why this motion had been proposed.

The chief executive of the Law Society, Mr Ian Jeffery, responded to the motion and urged members to vote against it. He listed some ways in which the Law Society had acted to support its members, such as taking the government to court on access to justice, speaking consistently against the SRA becoming the regulator for legal executives, and calling for a full investigation into the collapse of Axiom Ince. He admitted that the Law Society did not always get everything right and when it needed to correct things it would do so. The Law Society had, Mr Jeffery said, launched the 5th edition of form TA6 too early. It should have communicated more than it did and had heard and understood the strength of feeling among the profession. To put things right an extended round of consultation on the TA6 had been launched. Mr Jeffery reiterated the Law Society's commitment to holding a genuine consultation with no predetermined outcome.

That being said, however, data showed that solicitors were accessing both current versions of the TA6 in meaningful and similar quantities, so a range of opinions could be expected in the consultation and with that input a new and better TA6 could be designed. If that approach seemed pragmatic, Mr Jeffery said, then members should support it and vote

against the motion. They should not be drawn into supporting a motion which may divide the profession and weaken the Law Society's standing.

Mr Jeffery suggested that valid concerns about consultation were being clouded by doubtful allegations. He made the following points in relation to them:

- 1) The Law Society was being condemned for engaging with two prominent groupings, which had wide participation, including many other professional bodies, representatives of government and government agencies. Yet by not engaging with them the Law Society would marginalise the voice of solicitors and cede the profession's influence to others.
- 2) The assertion that the Law Society should not have accepted that NTSELAT had powers to issue guidance had neither been explained nor substantiated.
- 3) It was simply wrong to suggest that the Law Society had accepted that MI should be imposed on the profession. The duty to provide MI was a statutory one imposed by regulations dating from 2008.
- 4) The question of increased criminal liability had been raised, but for reasons set out in the Law Society's published guidance the risk of liability falling on any solicitor acting in accordance with SRA principles was extremely limited. Indeed, so far as was known no solicitors had been prosecuted under the 2008 regulations in the 15 years that had since elapsed. The alarmist language being used in the motion had done nothing to help the profession. Rather it had divided solicitors and caused distrust rather than dialogue.
- 5) The final ground referred to civil misrepresentation claims, but there was no new type of risk here, still less one that conveyancing solicitors were not used to dealing with week in, week out. The consultation process now launched, including dedicated sessions on managing liability, was the right way to rebuild connection and trust. It was also the best way to settle a single form of TA6 to support trans-actions from early 2025.

For these reasons Mr Jeffery urged members to vote against the motion.

The deputy vice president opened the debate to the floor and members made a number of comments.

For the motion

- 1) Conveyancers had simply had enough of this Law Society, of being told that they did not know what was best for them and their clients, and of not being listened to. The Law Society needed to be told firmly by its members that it needed to listen.
- 2) How could the Law Society consider it acceptable to use the Conveyancing Quality Scheme (CQS) to force national trading standards guidance on all CQS accredited solicitors? The roll out of the new TA6 was crass and insensitive to the CQC community.
- 3) The attempt to define MI for every transaction was misguided. Rather than reducing fall throughs and transaction times, it would

increase the time, complexity and cost of every transaction. It reversed CQS policy to refine and limit the scope of enquiries.

- 4) The Law Society should have listened much earlier and followed the consultation process as standard rather than putting decisions in place without consulting members.
- 5) The Law Society was in fact the trade union for solicitors, and they felt betrayed that it was not putting their interests first.
- 6) Re-engineering the house-buying process from 'buyer, beware' to 'seller, beware' would not be in the consumer's best interest. Conveyancing was a service, not a product; and a house was not a product which could be taken back to the shop for a refund. Estate agents would continue the practice of conditional selling. It was hard to see what the Law Society would gain by imposing MI on the profession or to understand why NTSELAT should dictate what solicitors were doing.
- 7) Had the Law Society thought through the consequences for those firms that were not obliged to comply with CQS?
- 8) The current problem with form TA6 had arisen because of a culture of secrecy at the Law Society, with the result that the Law Society was now at war with its own members. Had the Law Society consulted with local law societies, hundreds of conveyancers would have jumped up and pointed out the dangers in the form. That is what should have happened. A vote for the motion was a vote for openness, transparency and democracy.
- 9) It was illogical to argue there was no further criminal liability or civil liability when the Law Society had openly said there was civil and criminal liability under the 4th edition of the form (18 pages). It seemed a perverse and illogical argument to maintain that there was no additional liability when the form increased to 32 pages.
- 10) The lack of initial consultation really marginalised conveyancing solicitors significantly. While there had been a statutory duty since 2008 to provide MI, NTSELAT's guidance made it very clear that it was only guidance, and its parameters were uncertain. Given that lack of certainty it was surprising that the Law Society had adopted it wholesale.
- 11) The Law Society should give further information on the advice obtained regarding increased liability. Whilst that advice was, it was admitted, legally privileged, the Law Society had published advice from counsel in the past. For instance, the 27th edition of the *Conveyancing Handbook* had included some.
- 12) The new TA6 form, at 32 pages, represented a considerable increase in stress levels for conveyancing solicitors. At the same time the Law Society had repeatedly emphasised the importance of managing stress, workload and emotional resilience for solicitors. Yet its lack of engagement with the profession over TA6 contradicted the Law Society's commitment to members' well-being and added to their burdens, which directly impacted members' mental health.

In respect of concerns relating to liability, the Law Society's head of legal services was invited by the deputy vice president to comment. Ms Shaniah Bart, a solicitor-advocate, said that one of the complaints made in the motion was that the revised TA6 form significantly increased the

risk of criminal offences being committed by solicitors and the risk of clients facing civil claims for misrepresentation. Having obtained legal opinion from specialist leading counsel, instructed on behalf of the Law Society, the Law Society was satisfied that neither the revised TA6 form nor the national trading standards guidance altered the basic position, either in relation to criminal or civil liability. The Law Society had not published the advice itself as that would lead to a waiver of privilege. However, it had published information based on the advice.

Ms Bart continued that the advice obtained by the Law Society confirmed that, as was the case before the TA6 form was revised, criminal liability would only arise for unfair commercial practices that were offences under the Consumer Protection from Unfair Trading Regulations 2008. Those practices were always well outside the conduct required of solicitors by the SRA Code of Conduct, and that position had not changed.

The advice also confirmed that, equally, the principles governing liability for misrepresentation in contract and tort applied in the same way as they had before the revision of TA6. The revision did not open up any additional routes to liability on the part of either the seller or the solicitor acting for the seller.

The Law Society also considered that the perceived risk had simply not materialised. Since 2008 the residential conveyancing profession had transacted in the region of 15 million properties. The Law Society was not aware of a single reported prosecution of a solicitor for breach of the MI rules. Any such breach by a solicitor would require conduct which would itself almost certainly be a breach of the SRA's Code of Conduct.

There was also a complaint in the motion that the Law Society had accepted without taking appropriate legal advice that National Trading Standards had the necessary legal capacity to issue its guidance to estate agents on MI. However, the requirement to include MI in the buying and selling process was a statutory one and had been in place since the 2008 regulations came into force. The Law Society did not see that its publication was outside the powers of NTSELAT or as being inconsistent with the 2008 regulations.

Against the motion

13) The motion made incorrect statements about MI. The obligation was not new, the Law Society had not been pressured into accepting it, and the Society had not imposed it on the profession. It was legal fact, and solicitors could not be against it. Indeed, many members were positively engaging with MI by using the new TA6 form. Research indicated that consumers wanted more information at an early stage. It would help to reduce the risk of transaction failure, a real consumer problem.

14) The Law Society had launched a comprehensive consultation, led by an independent research agency, in which over 500 people had already signed up to participate. So, it was clear that the Law Society took this matter very seriously and was taking time and spending money to hear members' voices. It had listened and apologised, and members should work with their membership organisation to resolve the points at issue. Passing the vote of no confidence would be a disproportionate response and would damage the Law Society.

15) It was untrue to suggest that the Law Society had no mandate to be part of discussions with the digital property market steering group (DPMSG). DPMSG's purpose was to help the property market work

better for all by accelerating the adoption of digital technology, whilst ensuring it transparent, secure and consumer friendly through collaboration and innovation across the sector. It included most of the key representative and regulatory bodies involved with the property industry and had the backing of the government. The Law Society had a clear mandate through its governance structures to be part of this steering group. It was discussing issues very relevant to solicitors. The Law Society's presence was crucial and was to be expected.

16) The Law Society needed collaboration, it needed to be representative and frank, and it needed seats at tables so that the voice of solicitors was heard. What members wanted was consultation on how things evolved and the future for the profession. That had been brought to the Law Society's attention and it had listened. A vote of no confidence now would not be helpful.

17) The objections raised in the motion were unsustainable for reasons others had given. One other issue was the question of whether the maxim *caveat emptor* should be *caveat venditor*. The rule of law mandated the former. Solicitors had to operate to the standards set by lenders and insurers in the purchase of property. There was risk and solicitors had to address it. It followed that property enquiries should be as complete as possible, and passing this motion of no confidence would be to denigrate the efforts of all those who had over the years been involved in making sure that solicitors were able to stay at the table, including the Law Society's officers. For that reason, members should reject the motion of no confidence in the officers. They were the best people to lead the Law Society forward and ensure a successful consultation. The best move now would be to withdraw the motion.

The motion should be rejected because the Law Society had responded in a listening way to PLAG's concerns. A no confidence motion now looked unnecessary and inappropriate. It would damage the Law Society's standing in the eyes of the public and the government (which had a strong consumer rights agenda).

The president of the Law Society, Mr Nick Emmerson, thanked members for their powerful contributions to the debate. He now wished to address the consultation on TA6 and the governance structure of the Law Society and said that the entire governance structure stood firmly behind the consultation. That structure comprised not only the elected Council members, but also non-Council solicitor members and lay members, i.e. those who were not solicitors at all.

The president reiterated what Ian Jeffery had said earlier in the meeting about wanting a genuine, open, transparent and independent consultation. He affirmed that all three office holders were personally entirely committed to that objective.

The president also expressed the view that the vote of no confidence was effectively a vote of no confidence in the office holders, the Board, the Council and all the staff. He therefore advised members to think very carefully which way they voted. A negative result could have very serious adverse consequences for the Law Society. As the representative body of the profession, it needed to be united as it dealt with the new government at Westminster and grappled with issues very relevant to the profession such as the regulation of CILEx members by the SRA, and the SRA's consultation on client accounts. A vote of no confidence did not help with that at all. The president urged members to participate in the TA6 consultation and to unite behind the Law Society by voting against the motion.

Mr Larcombe as proposer of the motion was invited to exercise a final right of reply. He thanked the Law Society for its courtesy in hosting today's meeting.

The motion was then put to the vote and the deputy vice president declared it lost (123 votes for, 207 against, and 20 abstentions). On behalf of the Law Society, he assured members that their concerns and the issues raised today and in earlier discussions were being listened to. They would all be carefully considered as the profession moved through the consultation period on the new TA6 form.

Mr Evans declared the meeting closed at 3.58pm.

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Mark Evans
Deputy vice president and chair of the SGM
9 October 2024

Appendix B

Candidates elected or re-elected unopposed in 2024

Constituency 2 (North East London): Rosemin Keshvani *re-elected*

Constituency 9 (Dorset): Peter Watson-Lee *re-elected*

Constituency 12 (Devon and Somerset): Richard Adams *re-elected*

Constituency 15 (Mid and West Wales): Mark Davies

Constituency 18 (Manchester): Jeff Lewis *re-elected*

Constituency 19 (Liverpool): Jeremy Myers

Constituency 22 (Cumbria and North Lancashire): Claire Logan *re-elected*

Constituency 24 (Yorkshire and Humberside): Philip Horsfield

Constituency 25 (North East): Guy Goodings *re-elected*

Appendix C: candidates for election to Council in 2024

Constituency 1 Central London

- Matt Aleksic
- Sangita Manek
- Raza Anjum
- Gary Bromelow
- Matthew Cavanagh
- Hussein Haeri KC
- Karim Oualnan
- Karishma Paroha
- Anthony Robinson
- Louise Vaubell

Constituency 26 Essex

- Karen Dovaston
- Nekita Okafor

Constituency 40 Criminal Defence (casual vacancy to 2026)

- Gareth Gwyndaf Jones
- Jessica Dent
- Linda Okoli

Constituency 56 Sole Practitioners

- Lubna Shuja
- Nazmin Choudhury

Constituency 63 Solicitors 6-12 PQE

- Louise Duckett
- Uchechukwu (Uche) Osemeke
- Safdar Iqbal
- Shaheen Mamun

- Jack Parker
- Johnny Shearman
- Kirsty Stuart

Constituency 68 Junior Lawyers (0-6 PQE)

Lauren Basham	Farasat Ahmed	Stephen Feeney
Reanne Anthony	Charlotte Ash	Harriet Gibson
Sophia Hanif	Jeremy Bloom	Domenica Giorgianni
Fatma Marque Janneh	Amanda Collins	Elvira Orhan
Bethany Walker	Gordon Davies	Firdous Patel
Martin Whitehorn	Eleanor Dixon	Alexandra da Silva
	Kerrie Duffy	Lakhvir Singh
	Daria Dybov	Philippa Wheeler

Appendix D: Renaming of ‘characteristic’ Council seats: report of Council to annual general meeting 2024

Introduction

Request for consideration by annual general meeting

The annual general meeting on 9 October 2024 is asked to approve the proposed changes to Appendix 1 of the Law Society’s bye-laws.

As part of the reforms to Council in 2020, changes were made to the designations of Council seats. As part of the reforms to Law Society communities in 2022, the former divisions related to people defined by demographic characteristics were rebranded as ‘networks’ with, in some cases, different titles.

It has been noted that some of the Council seat definitions are now expressed in language that is inconsistent with that used in relation to networks covering the same demographic characteristics. To rectify this, it is proposed to make relatively minor amendments to the wording of the definitions of the affected Council seats.

The Council Membership Committee considered this matter on 13 June 2024 and agreed to recommend to Council that the affected Council seats should be renamed as Disabled solicitors, Ethnic minority solicitors, Junior solicitors, LGBTQ+ solicitors, and Women solicitors. Council endorsed this recommendation on 2 July 2024.

Recommendation

The annual general meeting on 9 October 2024 is asked to make the amendments (shown as tracked below) to Appendix 1 of the Law Society’s bye-laws:

Characteristic Constituencies	Number of seats
LGBTQ+ solicitors	1
Disabled solicitors with Disabilities	1
Ethnic minority solicitors (of which one is a member of the Black Solicitors Network)	5
Women solicitors Lawyers	5

Junior solicitors Lawyers (0-6 years post qualification experience)	6
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Appendix E: Council motion for annual general meeting 2024: payments to Council members

Introduction

Following the removal by HMRC of a tax dispensation that applied in respect of the payment of an annual expense allowance previously made to Council members, in early 2023 the Society moved to a system whereby only claimed expenses are reimbursed to Council members.

Following further discussions at Board and Council, it was agreed by the Council that the president would set up a working group (chaired by the vice president) to consider ways in which the Society may recognise the contribution of Council members and other members who hold elected or appointed roles in the Society's governance structure. The working group comprised six Council members and an independent member of the Society's People and Remuneration Committee (a committee of the Society's Board). The working group's recommendations were agreed by the Council on 2 July 2024, subject to ratification by members at the AGM and ratification of changes to the Society's bye-laws that would be required to give effect to the recommendations (see Annex A).

Recommendations of the working group

Due to a change in HMRC's approach to allowances such as the former annual expense allowance paid to Council members and the need to treat members equally, the annual expense allowance previously paid by the Society is no longer a viable option and accordingly cannot continue in its previous form. However, it is recommended that:

- 1) Council members should receive a payment (described as an allowance) in addition to the reimbursement of their direct expenses. The role of Council members is different from that of members who are appointed to other parts of the Society's governance structure (for example Board committees, advisory committees and working groups). Council members face the sanction of removal if they fail to attend three consecutive Council meetings without have been given leave of absence. By comparison, although other elected or appointed members (including committee chairs) are expected to attend 50% of all of their meetings, there is no sanction if they fail to do so. Council members are also elected to represent and be accountable to their constituents. While other elected or appointed members provide their expertise to the Society's work, they are not so accountable. Council is also the sovereign body of the Society with its members having the responsibility to discharge the Society's duties in accordance with the Society's Royal Charter and bye-laws. The position of Council members is recognised as being different in relation to the payment of compensation, which is permitted under the Society's Charter and bye-laws (although currently the bye-laws restrict reasonable compensation to be paid to the firms or employers of Council members, so amendments are required to be made to the bye laws). It is essential that the Council must remain relevant and representative of the profession. However, the obligations and expectations of a Council member mean that some in the profession may feel unable to stand for election without some form of financial compensation for the commitment that is required. This may particularly affect employed and junior members of the profession.

- 2) The allowance payment will reflect a recognition of the role and responsibilities of Council members and will not be a reimbursement of their salary/income or a reimbursement of expenses which can properly be claimed under the Society's expenses policy.
- 3) The allowance payment will be made to Council members individually rather than to their firm or employer. Payment will be made through the Society's payroll and will be subject to National Insurance and tax deductions at source. This will not mean that Council members become employees or officers or workers of the Law Society.
- 4) There should be no change to the current arrangements for payments made to the independent members of the Society's Board or to the chairs of the Policy and Regulatory Affairs Committee, Membership and Communications Committee or the National Board for Wales (Bwrdd Cenedlaethol Cymru) who all function as Board committees.
- 5) Other elected or appointed roles in the Society's governance structure will not receive the allowance payment but their contributions will be recognised through the Society's Get Involved strategy which provides the opportunity for more members to contribute towards the Society's work. The Get Involved strategy anticipates various possible forms of tangible recognition of the contributions made by members but not in the form of direct payments. It remains a matter to be addressed as to how to reward appropriately those who undertake roles requiring varying levels of commitment. It is intended that the payment of an annual allowance to Council members will leave sufficient sums available to allow for the provision of tangible recognition for others who contribute their time and expertise.
- 6) The exact amount of the allowance paid to Council members should be set by the Board's People and Remuneration Committee exercising its remuneration function (excluding any Council members) and the sum will be reviewed every two years.
- 7) Pending the determination of an appropriate sum by the People and Remuneration Committee, with immediate effect the allowance payment to be made to Council members will be the equivalent of the sum paid to Council members under the previous expense allowance.
- 8) In addition, a one-off retrospective payment will also be made available to Council members, also set at the equivalent of the sum paid to Council members under the previous annual expense allowance and back dated to when that allowance ceased in March 2023.
- 9) The availability of the allowance payment made to Council members should be made known to the Society's members more widely to encourage those who may have concerns about being financially disadvantaged should they put themselves forward for Council membership.
- 10) The implementation of the recommendations will be overseen by the Board.

Going forward, while the future allowance payment for Council members will be determined by the Board's People and Remuneration Committee, for indicative purposes if the payment is set at a net value equivalent to the previous annual expense allowance, then the gross

cost to the Society will be up to *circa* £200,000 annually if all Council members were to claim the allowance.

The annual sum previously incurred by the Society in relation to the annual expense allowance for elected and appointed members was *circa* £400,000.

The immediate financial impact of these recommendations on the Society is *circa* £483,000 including payments to be made to the current Council members for the period up to the end of October 2024 and retrospective payments to be made to Council members back dated to March 2023 if all Council members were to claim the allowance for the period covered.

The Society's members will be asked to ratify these recommendations and the required amendments to the bye laws at the AGM to be held on 9 October 2024.

Annex A

Amendments to Law Society bye-laws requiring approval at a general meeting of members by a simple majority vote:

Compensation in respect of Council members

91(1) Subject to (3), reasonable compensation fixed by the Council may be payable, in accordance with arrangements made by the Council, to ~~the firms or employers of~~ Council members and non-Council ~~solicitor~~ members of boards and committees appointed by the Council ~~or the Board or any of the Board's committees.~~

~~(2) Compensation under (1) shall be payable half yearly in arrears on or after 31 December and 30 June in each year~~

(2) The ~~firm or employer of the~~ President, Vice-President and Deputy Vice-President shall receive no compensation under this paragraph.

~~(4) In this Bye Law, "year" means 1 July to the next 30 June.~~

Expenses

92 Reasonable travelling and out-of-pocket expenses fixed by the Council/ ~~shall may~~ be paid to Council members and members of Council and Law Society bodies for

attending meetings of the Council and those bodies or otherwise being engaged in the Society's business. ~~Such expenses may also be paid to those who are not members of Council or Law Society bodies but have been invited to attend meetings of Council or Law Society bodies.~~

Compensation in respect of office holders

98(1) Reasonable compensation ~~shall~~ may be payable to the ~~firm or employer of the~~ President, Vice President and Deputy Vice President ~~or, if the relevant office holder so wishes, to him or her directly:~~

~~(2) Compensation under (1) shall be payable in equal instalments during the period of~~

~~office of the President, Vice President and Deputy Vice President, and~~

~~generally in accordance with arrangements approved by the Council:~~

(2) The Council shall decide the compensation payable to ~~the firm or employer of~~ the President, ~~or to him or her directly,~~ but this shall not exceed the annual salary of a district judge in England and Wales.

(3) The compensation payable to ~~the firms or employers of~~ the Vice President and the Deputy Vice President, ~~or to them directly,~~ shall be 50% and 25% respectively of that payable in respect of the President.