



BRITISH IRISH COMMERCIAL BAR ASSOCIATION

CONSTITUTION

Adopted on the 18 day of April 2013

Name

The name of the unincorporated association is

British Irish Commercial Bar Association (“the Association”).

The name of the association may be abbreviated to BICBA.

Aims and Objectives of the Association

The aims and objectives of the Association are as follows:

1. to promote dialogue, education and networking between commercial law barristers and solicitors as well as members of law firms working in the UK and Ireland and in other parts of the world;
2. to raise the profile of commercial law barristers and solicitors as well as members of law firms working in the UK and Ireland and in other parts of the world;

3. to improve relations between the UK and Ireland in the interests of reconciliation, stability and economic development.

Powers

To further the aims and objectives set out above, the Committee may exercise the following powers:

1. To set up a bank account in the name of the Association;
2. To raise funds by way of contributions, donations, membership fees and sponsorship;
3. To levy subscriptions/membership fees on members of the Association
4. To hold meetings
5. To pay expenses involved in the running of the Association and pursuing its aims and objectives

Membership

Membership of the Association shall be open to any person who is (1) a barrister or solicitor with a valid practising certificate or who is employed by a company as an in-house lawyer or who is a member of a law firm and (2) has paid their annual subscription in the amount determined by the Committee at or around the commencement of the relevant year.

No member shall have authority to enter into any contract or incur any liability on behalf of any other member of the Association.

The Committee

The first Committee of the Association shall be composed of the founding members of the Association whose signatures shall appear below and who shall

serve for a term of three years in such capacity as is set out herein or as the Committee shall otherwise determine.

Thereafter the Committee shall be composed only of members of the Association who shall have been elected for a term of three years at the Annual General Meeting save that the Committee has the power to co-opt members onto the Committee at any time.

The Committee shall comprise two Chairmen (one based in the UK and one based in Ireland), four Vice-Chairmen (one based in England and Wales, one based in Scotland, one based in Northern Ireland and one based in Ireland), one Treasurer and one Secretary. Other members of the Committee may be given particular responsibilities and titles as the Committee shall resolve.

There shall be no limit to the maximum number of members on the Committee.

The Committee shall aim to meet bi-monthly or with such frequency as the Committee shall otherwise resolve. Meetings may be held in person, on the telephone or by videolink (if available) or by such other means as shall be resolved by the Committee or a combination of any of these.

The Committee shall have the power to co-opt a member of the Association onto the Committee from time to time in its absolute discretion.

The quorum for a meeting of the Committee shall be two.

Meetings of the Members

A meeting of the members of the Association shall take place at least once a year ("the Annual General Meeting") on a date as close as is convenient to the anniversary of the establishment of the Association being 18 April 2013.

The Annual General Meeting shall take place at a time and a venue to be determined by the Committee.

The Annual General Meeting and any other meeting of members shall be notified in writing to members no less 28 days before the date of the meeting which notice shall identify the date, time and venue of the meeting as well as the general areas for discussion, any offices and posts that will be the subject of election at the meeting and any resolutions that will be put to the members for a vote including, but not limited to, any amendment to this constitution.

The members shall vote at the third Annual General Meeting and every three years thereafter at such meeting to appoint the Committee for a term of three years. The members shall elect two Chairmen, four Vice-Chairmen, a Treasurer and a Secretary together with other committee members up to a maximum number to be determined by the then current outgoing Committee and set out in the notice of Annual General Meeting. Candidates for a particular post must notify the Secretary of their nomination not less than 14 days prior to the Annual General Meeting. No proxies shall be permitted at the Annual General Meeting.

A balance sheet and a profit and loss account shall be drawn up by the Treasurer prior to the Annual General Meeting in respect of the previous twelve month period and submitted to the members for approval at the Annual General Meeting.

A quorum for a meeting of members shall be two.

Amendments to the Constitution

Amendments to the constitution may be proposed at the Annual General Meeting or such other meeting of members as may be called by the Committee from time to time. Any such proposals to alter the constitution shall be delivered to the Secretary of the Association not less than 21 days before the date of the meeting,

at which they are first to be considered. Any amendment shall require the approval of two thirds of those present and voting at the meeting.

Dissolution

If the Committee by a simple majority deem it advisable to dissolve the group, it shall call a meeting of all the members of the Association giving not less than 21 days notice. If such a decision is approved by a majority of those present and voting then all assets of the Association shall, after payment of any debts or expenses incurred in respect of the Association by any member of the Committee and for which he is entitled to reimbursement, be donated to an organisation with aims similar to those of the Association or as the Committee shall determine.

In the event that the membership of the Association is less than two the quorum for a Committee Meeting or any meeting of members shall be one.

Signed by the founding members:

Marcus F Daly SC Chairman (Ireland)

David Casement QC Chairman (UK)

Colm O hOisin SC Vice-Chairman

Andrew Singer BL Treasurer

Gemma O'Farrell BL Secretary

Tomas Keys BL

Education and Training Officer