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BRITISH UKRAINIAN LAW ASSOCIATION

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CONSTITUTION

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# **BRITISH UKRAINIAN LAW ASSOCIATION**

## **1 Name**

The Association shall be called the British-Ukrainian Law Association ("the Association").

## **2 Objects**

The objects of the Association shall be to encourage and assist professional relationships between lawyers in the United Kingdom and lawyers in Ukraine, to assist the development of the legal profession in Ukraine by any appropriate means including mutual exchanges, placement and training programmes, the supply of information, advice and equipment, promoting seminars in Ukraine as well as in the United Kingdom on topics of mutual interest and supervising programmes for the placement of Ukrainian lawyers in legal offices in the United Kingdom, to provide advice and assistance, if required so to do, in connection with the administration of justice in Ukraine and in the drafting of legislation.

## **3 Membership**

Individual membership shall be open to solicitors and barristers, trainee solicitors, legal executives, and pupil barristers, judges, advocates and teachers of law in the United Kingdom and if the Committee (as hereinafter defined) shall so decide to, lawyers, trainee lawyers, judges, advocates and teachers of law in Ukraine. Corporate membership shall, at the discretion of the Committee, be open to companies, firms, chambers and other organisations whose members are solicitors, barristers, advocates and teachers of law in the United Kingdom. Associate membership shall be open to other persons or organisations at the discretion of the Committee.

## **4 Organisation**

The Association shall be managed by a Committee ("the Committee") whose constitution, powers, and duties are set out in this Constitution.

## **5 Application for Membership of the Association**

Applications for membership and associate membership of the Association:

- (i) shall be made in writing to the Secretary or Additional Secretary of the Association and signed by the candidate or (in the case of applicants who are not individuals) a duly authorised representative of the candidate; and
- (ii) shall contain full and proper details relating to the applicant; and
- (iii) shall be submitted to the Committee for approval and shall be determined by a majority vote of the Committee.

## **6 Resignation**

A member desiring to resign from the Association may give notice in writing to that effect to the Secretary or Additional Secretary of the Committee at any time.

## **7 Expulsion**

The Committee shall have power to expel any member who shall offend against the Constitution or the by-laws of the Association or whose conduct shall in the opinion of the Committee render such member unfit for membership of the Association. Before any such member is expelled, the Secretary or Additional Secretary shall give to such member 14 days notice in writing to attend a meeting of the Committee of the Association and shall inform the member of the complaint made against such member. No member shall be expelled without first having an opportunity to appear before the Committee and answering the complaints made against such member, nor unless two thirds of the Committee then present vote in favour of expulsion.

## **8 Subscriptions**

8.1 The annual subscription for an individual member or associate member of the Association in the United Kingdom shall be £20 and for a corporate member or associate corporate member £100 or such other amounts as the Committee may from time to time determine. The subscription year shall run from 1 November to 31 October and a member elected after 28 February in any subscription year shall be required to pay only half the subscription for that year. The Committee may waive or defer the payment of the subscription for any member.

8.2 The annual subscription shall be payable on election and thereafter without demand on 1 November in every year, such subscription to be payable to the Secretary or Additional Secretary on behalf of the Association or to the account of the Association at its bankers for the time being.

8.3 If any member's subscription is in arrears, the Secretary or Additional Secretary may send a notice by first class post with a request for immediate payment and, if the subscription is not paid within 14 days from the time when such notice would be received in the ordinary course of post, the Committee may, at its discretion, remove the member's name from the Register of Members, and the member shall then cease to be a member and forfeit all rights of membership, provided that the Committee may at any time in its discretion restore the former member to membership on payment of all arrears of subscription then due. The Committee may terminate the membership of any member whose annual subscription remains unpaid on 1 May.

## **9 Accounts**

The Treasurer shall keep such proper books of account as will enable the Treasurer to present at every Annual General Meeting of the Association or at any other time if required (on reasonable notice to the Treasurer) by the Committee, an accurate report and statement concerning the finances of the Association and shall present such report and statement accordingly.

## **10 Management**

10.1 The Association shall be managed by its Committee.

10.2 The Committee shall comprise the following officers:

- (a) The Chairman
- (b) The Vice Chairman
- (c) The Secretary
- (d) The Treasurer

together with not more than 10 other members.

In addition, the Committee shall have the power to and may appoint:

- (e) An Additional Secretary
- (f) An Honorary officer, representing Ukraine.

10.3 The first officers of the Association will be as follows and shall hold office until the first Annual General Meeting and thereafter until their respective successors are appointed:

Chairman	Richard Behar
Vice Chairman	-
Secretary	Adrian Jenkala
Additional Secretary	Roman Surma
Treasurer	Olga Skalsky.

After the first Annual General Meeting the officers of the Association shall be such member or members of the Committee as are appointed by the Committee from time to time. The Committee shall have power to remove any officer appointed by it. A vacancy occurring in the officers of the Association during the year shall be filled by the Committee.

- 10.4 Only individual members of the Association and persons qualified to be individual members who are in the membership of or are employed by corporate members of the Association are eligible for membership of the Committee.
- 10.5 All members of the Committee shall be elected by a General Meeting of the Association and shall stand for re-election at each Annual General Meeting of the Association.
- 10.6 The Committee shall have the power, in pursuant of the objects of the Association:
  - (a) to enter into monetary obligations on behalf of the Association and to apply the funds of the Association in satisfaction of those obligations;
  - (b) to open bank accounts in the name of the Association and to deposit funds of the Association with any reputable financial institution;
  - (c) to enter into contracts and other legally binding obligations on behalf of the Association;

(d) to do all such things as may reasonably be necessary in order to achieve the said objects.

- 10.7 The Committee shall have the power to appoint sub-committees or sub-groups consisting of the members of the Committee and other members of the Association as it may deem necessary or expedient for the object of furthering any particular activity of the members, and the Committee may depute or refer to each sub-committee or sub-group such power and duties of the Committee (except those relating to the expulsion of members) as it may determine. Each such sub-committee and sub-group shall keep minutes of its proceedings which it shall produce to the Committee and shall conduct its business in accordance with the directions of the Committee. The Committee shall also have the power to delegate such powers and duties of the Committee (except those relating to the expulsion of members) to individual officers of the Association as it may deem necessary or expedient for the object of furthering any particular activity of the members. The Committee shall have the power to appoint members of the Association to the Committee to fill any casual vacancy.
- 10.8 No sub-committee or sub-group shall have the power to incur any expense on behalf of the Association or give any warranty or enter into any commitment on behalf of the Association except to such an extent as the Committee from time to time specifically authorises in writing.
- 10.9 Meetings of the Committee shall be held as often as may be necessary for the conduct of the affairs of the Association. Any three members of the Committee shall form a quorum, provided that at least two of such members are officers of the Association.
- 10.10 The Committee shall have the power to appoint from time to time a President and Vice President of the Association. Each such appointment shall be for a term not exceeding five years.

## **11 General Meetings**

- 11.1 An Annual General Meeting of the Association shall be held once each calendar year on such day as the Committee shall determine to transact the following business:
- (a) to receive and, if approved, to adopt a statement of the Association's accounts to the end of the preceding year;
  - (b) to consider, and if approved, sanction any duly made alteration of the Constitution;
  - (c) to elect members of the Committee;
  - (d) to appoint an Auditor;
  - (e) to deal with any special matter which the Committee desires to bring before the members and receive suggestions from the members for consideration by the Committee.
- 11.2 In addition, the Committee may convene General Meetings of the Association to transact any matter which the Committee wishes to bring before the members.
- 11.3 Notice convening a General Meeting shall be sent by the Secretary or Additional Secretary

to the members not less than fourteen days before the meeting and shall specify the matters to be dealt with.

- 11.4 Any individual member wishing to propose a resolution at the Annual General Meeting or any General Meeting of which notice has been given must send a copy thereof duly seconded by one other individual member to the Secretary or Additional Secretary not less than seven days before the meeting so that provisions can be made on the Agenda.
- 11.5 Meetings of the Association shall take place at such places, dates and times as may be specified by the Committee.

## **12 Alteration of Constitution**

The members of the Association shall have power to alter the Constitution by majority vote at a General Meeting.

## **13 By-laws**

The Committee shall have power to make by-laws for regulating the conduct and affairs of the Association provided the same are not inconsistent with this Constitution. Such by-laws shall be notified to the members within two weeks of their adoption and shall be binding on all the members as from adoption.

## **14 Expenses**

- 14.1 Any expenses and outgoings of the Association incurred in holding meeting shall be born by the funds of the Association, including subscription fees.
- 14.2 All expenses of the Committee reasonably incurred on behalf of the Association for stationery, printing, postage and other items will be paid for by the Association.

## **15 Conduct of Meetings**

- 15.1 At all meetings of the Association at which the Chairman of the Association is present the Chairman shall take the Chair, and in the Chairman's absence the Vice-Chairman, or a member elected by the meeting shall take the Chair.
- 15.2 At all meetings of the Committee the Chairman, and in the Chairman's absence a member of the Committee selected by the meeting shall take the Chair.
- 15.3 Every individual member and the authorised representative or representatives collectively or each firm or other body being a member present at a General Meeting shall be entitled to one vote upon every motion, and in the case of equality of votes the Chairman of the Meeting shall have a second or casting vote.
- 15.4 At all General Meetings the quorum shall be five members.

## **16 Chairman's Decision Final**

The decision of the Chairman of the meeting as to the result of the voting on any question shall be final and an entry in the Minute Book signed by the Chairman of the Meeting shall be conclusive of the terms of any resolution and of its having been passed.

**17 Minutes**

The Secretary shall record in a Minute Book the proceedings of all meetings.

**18 Register of Members**

The Secretary or Additional Secretary shall maintain a list of names and addresses of all members of the Association which may be inspected on notice by any interested person. The Secretary or Additional Secretary may keep such list on a computer or other medium and each of the members and past members of the Association shall be deemed to have consented thereto unless they shall have given written notice to the contrary to the Secretary or Additional Secretary.

**19 Financial Year**

The Financial Year of the Association shall end on the 31st day of December in each year to which day the Accounts of the Association shall be balanced.