

# **TERMS OF REFERENCE AND RULES OF THE WOMEN BARRISTERS FORUM**

## **A SECTION OF THE NSW BAR ASSOCIATION**

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## **TERMS OF REFERENCE OF THE WOMEN BARRISTERS FORUM**

The terms of reference of the Forum are to –

- (a) promote awareness, discussion and resolution of issues which particularly affect women barristers;
- (b) identify, highlight and eradicate discrimination against women in law and in the legal system;
- (c) advance substantive, and not merely formal, equality for women at the Bar and in the legal profession generally;
- (d) provide a professional and social network for women barristers;
- (e) support and encourage women at the Bar;
- (f) promote the interests and skills of women barristers; and
- (g) to support diversity and flexibility at the Bar.

## **RULES OF THE WOMEN BARRISTERS FORUM**

### **1. Name**

The name of the Forum is “Women Barristers Forum”, a Section within the NSW Bar Association.

### **2. Interpretation**

In these Rules unless there be something in the subject matter or context inconsistent therewith the words and expressions following shall have the meanings set opposite them respectively–

“Forum” shall mean the Women Barristers Forum;

“Committee” shall mean the committee of management of the Forum constituted in accordance with **Rules 7 and 8**;

“General Meeting” shall mean a general meeting of members convened in accordance with **Rule 14**;

“member” shall mean all members of the Women Barristers Forum for the time being, including Office Bearers and Committee members.

“month” shall mean calendar month;

“Special Resolution” shall mean a special resolution supported at a meeting of members by at least three-quarters of the votes cast by members entitled to vote on the proposed resolution.

Headings shall not form part of these **Rules** nor be taken into account in the interpretation hereof.

The singular includes the plural and vice versa and any word or expression importing the female gender includes the male gender.

### **3. Participation and membership**

(1) All members of the NSW Bar Association, including honorary and life members, are eligible to participate in the activities of the Women Barristers Forum and are encouraged to do so.

(2) All women members of the NSW Bar Association are deemed to be members of the Women Barristers Forum and are entitled to participate in its activities and to vote as members. The Forum shall annually call for expressions of interest from female members of the NSW Bar Association to participate as members in the Forum by advertisements placed in the NSW Bar Association’s “In Brief” and on the NSW Bar Association website.

### **4. Committee**

(1) The Committee shall consist of the following:

- (a) a Chair/ Convenor, who is an ex-officio member of every subcommittee;
- (b) one or, at the option of the committee two Vice Chairs/ Assistant Convenors;
- (c) a Secretary, who is an ex-officio member of every subcommittee;
- (d) at the option of the Committee, an Assistant Secretary; and
- (e) a Treasurer;
- (f) others as invited or co-opted by the above elected members of the Committee.

The Committee shall be elected by members of the Women Barristers Forum at the Annual General Meeting of the Forum in each year.

#### **5. Election of Office Bearers**

The office bearers of the Forum shall be elected by the Committee at its first meeting following the Annual General Meeting.

#### **6. Duration of Membership of the Committee**

- (1) All Committee Members shall hold office until the expiration of the Annual General Meeting held next after the meeting at which they were respectively elected, when they shall retire but be eligible for re-election.
- (2) The Chair/Convenor shall not be eligible for re-election after a continuous period of three years.

#### **7. Nominations for the Committee**

- (1) Nominations of candidates for election as members of the Committee shall be:
  - (a) made in writing, signed by a member of the Forum and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - (b) furnished in writing to the Committee (by delivery to the Secretary) not less than 7 days before the day of the Annual General Meeting at which elections to such offices will take place; or
  - (c) taken from the floor at the Annual General Meeting at which elections to such offices will take place.
- (2) Where, on or before the last day for delivering nominations to the Committee, more eligible candidates have been duly nominated for

any of the aforesaid offices than there are vacancies to be filled, a poll shall be taken and the provisions of **sub-Rules** (5) to (9) of this **Rule** shall apply.

- (3) The Committee shall appoint a returning officer and shall make such other provision as is necessary for the orderly conduct of the poll and the proper counting of votes.
- (4) Upon a poll being taken each member entitled to vote may give her vote in person or by proxy. A member shall be entitled to appoint another member as the member's proxy by written notice given to the secretary no later than 12 noon on the day preceding the date for which the Meeting is fixed. The notice appointing the proxy shall be in the form set out in Appendix 2.
- (5) Ballot papers shall be prepared containing the names of the candidates in alphabetical order and indicating which, if any, candidates are retiring members of the Committee. Each member voting shall vote for as many candidates as there are vacancies otherwise her vote shall be treated as invalid. She shall indicate that she does not wish to vote for a candidate by striking out the name of that candidate on the ballot paper.
- (6) The method of counting of votes is "first past the post".
- (7) In the case of an equality of votes between two or more candidates the returning officer shall where vacancies do not exist for all of them, decide by lot which of them shall be deemed elected.
- (8) Should any doubt or dispute arise as to the method of conducting a ballot or the result thereof such doubt or dispute shall be referred to the Committee whose decision shall be final.
- (9) The result of the poll shall be announced at the General Meeting at which election of the candidates is to take place and the persons elected by the poll shall be deemed to have been elected at that General Meeting.

#### **8. Vacancy on the Committee**

- (1) For the purposes of these **Rules**, the position of any member of the Committee becomes vacant if the member -
  - (a) ceases for any reason to be a member;
  - (b) is absent without leave of absence from four consecutive meetings of the Committee;
  - (c) resigns her position by notice in writing to the Secretary; or

- (d) dies.
- (2) Notwithstanding anything hereinbefore contained the Committee may fill up any casual vacancy occurring in its body (including vacancies in the office of the Chair/Convenor, Vice Chair /Assistant Convenors, Secretary, Assistant Secretary or Treasurer) and the member so appointed shall hold office until the Annual General Meeting next after her/his appointment.
- (3) If a casual vacancy in the Committee remains unfilled at the time of an Annual General Meeting, the members at such meeting may also fill such vacancy.

#### **9. Meetings of the Committee**

- (1) The Committee shall, if practicable, meet at least four times in every year.
- (2) Save as otherwise provided in these **Rules** three members of the Committee, at least one of whom must be an office bearer, shall be a quorum of any meeting of the Committee.
- (3) If, 15 minutes after the time appointed for a meeting of the Committee, or of a sub-committee, a quorum is not present, the meeting shall stand adjourned until such time as shall be notified **to all Committee Members by the Secretary.**

#### **10. Proceedings of the Committee**

- (1) The Chair /Convenor (if present) shall be Chairperson of the meeting of the Committee or sub-committee. If the Chair/Convenor is not present, a Vice President/Assistant Convenor shall be Chairperson. In the absence of the President/Convenor and a Vice President/Assistant Convenor, the members present shall elect one of their number to be Chairperson of the meeting.
- (2) Subject to these **Rules**, the Committee and any sub-committee thereof may adjourn and otherwise regulate their proceedings in such manner as they think fit.
- (3) Questions arising at a meeting of the Committee, will be decided by a majority of votes of those members of the Committee present and voting, provided that in the case of an equality of votes, the Chairperson shall have a second or casting vote.
- (4) Meetings of the Committee shall be open to all members, except where confidential material is to be discussed, in which case the Chairperson may direct that the meeting be closed to general members. The decision of the Chairperson to close a meeting shall be binding on all members.

## **11. Powers and Duties of the Committee**

- (1) Subject to these **Rules**, the business and affairs of the Forum shall be under the management of the Committee.
- (2) The Committee may appoint sub-committees (consisting of such persons whether members of the Committee or not, as the Committee thinks fit) and delegate to any such sub-committee such of the functions of the Committee as it deems proper, provided always that any such delegation shall be subject to the condition that every sub-committee shall report to the Committee. Any such sub-committee may fix its own quorum unless the Committee does so.
- (3) The Committee may at any time -
  - (a) abolish or dissolve any sub-committee;
  - (b) revoke the appointment of any member of a sub-committee;
  - (c) fill vacancies in any sub-committee;
  - (d) alter the duties or functions of any sub-committee; and/or
  - (e) fix the time or respective times of meeting of any sub-committee or meeting of members and/or any other meeting of the Forum.

## **12. Minutes of Meetings of the Committee and Sub-Committees**

The Committee shall cause to be kept accurate minutes of the proceedings at all meetings of the Committee. The minutes of any such meeting shall be submitted for approval of - and when approved shall be confirmed by - that meeting of the Committee or by the next subsequent meeting of the Committee and after such confirmation shall be signed by the Chairperson of the confirming meeting. After such confirmation and being so signed, such minutes shall be deemed for all purposes a true record of the proceedings which such minutes purport to record.

## **13. Cheques, etc.**

All cheques drawn on behalf of the Forum and all cheques and other negotiable instruments the property of the Forum shall be signed, made, endorsed or accepted by such person or persons as the Committee may from time to time authorise.

## **14. Meetings of Members**

- (1) A general meeting of members (in these **Rules** called "Annual General Meeting") shall be held in each year on such day and at such hour as the Committee appoints (provided that no more than fifteen months shall elapse between successive Annual General Meetings) and the Committee shall give notice of the day and hour of each Annual General Meeting through the NSW Bar Association or sent to

all members not less than 14 days before the date of the Annual General Meeting) for the following purposes –

- (a) considering and dealing with the accounts of the Forum for the year ended on the 30th day of June then last past and the report of the Committee on the affairs of the Forum for such year;
  - (b) electing committee members including a Chair/Convenor, Vice Chairs/Assistant Convenors, a Secretary, an Assistant Secretary, a Treasurer and ordinary members of the Committee, sufficient to fill the vacancies therein;
  - (c) transacting other business considered by the Committee proper to be dealt with by the meeting.
- (2) A copy of any report of the Committee and a copy of the Balance Sheet and Summary of Revenue and Expenses for the said year shall be provided to the NSW Bar Association on request or made available for inspection by members upon request.

#### **15. Proceedings at meetings and voting by members at meetings**

- (1) The Chair/Convenor shall be entitled to take the Chair at any meeting of members, or if not present the Vice Chair/Convenor or Secretary.
- (2) At any meeting of members a question put to vote is to be decided on a show of hands, although a poll may be taken in such manner as decided by the Chair/Convenor of the Forum in her absolute discretion.
- (3) Each member shall have one vote per member. A member may vote by proxy using such form as the Secretary in her absolute discretion determines should be used.
- (4) If at any meeting there is an equality of votes for and against any resolution put to the vote, the Chair/Convenor of the meeting is entitled to a second or casting vote but if the Chair/Convenor declines to use her casting vote the proposed resolution shall be deemed to have been lost.

#### **16. Minutes of Meetings of Members**

The Committee shall cause to be kept minutes of the proceedings of every meeting of members, including the Annual General Meeting. The minutes of any such meeting shall be submitted for approval of, and when approved, shall be confirmed as submitted or as amended by either the meeting of the proceedings of which they purport to be a record or by the next subsequent meeting of members. When confirmed, they shall be signed by the Chairperson of the confirming meeting. After such confirmation and being so signed such minutes shall be deemed for all purposes a true record of the proceedings which such minutes purport to record.

### **17. Notices and Communications**

Notices of meetings and all other notices or communications intended for a member may be delivered to such member in person or be delivered or sent to her chambers by being posted or sent by e-mail, DX or delivered by hand or to her/his last address known to the Secretary or by facsimile, and if so sent or posted shall be deemed to have been delivered to such member and to have been received by her the day following the day of such posting if by mail or DX or on the day of posting if by hand delivery, facsimile or email.

### **18. Alteration of Terms of Reference or Rules**

- (1) Neither the Terms of Reference nor any of the **Rules** of the Forum is fundamental or unalterable and, subject to this **Rule**, any or all of them may be altered or revoked and new provisions may be added by special resolution.
- (2) An alteration to the Terms of Reference of the Forum or these **Rules** may be proposed by - (i) a two-thirds majority of the Committee; or (ii) not less than ten members provided that any such proposal shall be in writing signed by the proposers and be delivered to the Secretary accompanied by a request that a meeting of members be convened to consider the proposal.
- (3) If, at the meeting of members convened in accordance with **Rule 18(2)** it is decided to alter, revoke or add any provision in or to these **Rules**, that provision shall be so altered, revoked or added.

### **19. Sources of Funds**

The funds of the Forum shall be derived from entrance fees, annual subscriptions, levies, calls, donations, sponsorship, funding provided by the NSW Bar Association and revenue from such other sources and activities as the Committee determines. Such funds shall be held by the Treasurer of the Women Barristers Forum or otherwise as the Women Barristers Forum Committee shall from time to time decide, and as agreed with the NSW Bar Association, and all funds held by the Treasurer or otherwise than by the NSW Bar Association shall be reported upon to the NSW Bar Association upon its request.

### **20. Custody of Books**

The Committee shall provide for the custody and control of all books, documents, records and securities of the Forum and shall permit members to inspect all or some of those books, documents, records and securities at any reasonable time.

### **21. Rules Bind all Members**

These **Rules** and any alterations of these **Rules** shall be binding on all the members of the Forum.

### **22. Dissolution of Forum**

- (1) Should the Forum be dissolved for any reason, upon its dissolution, the net assets of the Forum shall be disposed of to the NSW Bar Association.

### **23. Public Statements**

(1) No member of the Forum shall make or purport to make or have any authority to make any public statement, comment or announcement on behalf of the Forum unless she is authorised to do so by the Chair/Convenor or by her delegate.

(2) The Chair/Convenor shall comply with any restrictions on direct contact with the media as may be imposed from time to time on a convenor of a Section by the President or Bar Council of the NSW Bar Association.

(3) The members of the Forum record that as the elected representative of all NSW barristers, the President of the NSW Bar Association speaks on behalf of the Association on all matters of concern to the Association's members and on all matters arising out of the work of the Forum.