Constitution

Part 1 · Status, Purpose and Objects

1.1 This Constitution governs the structure, administration and operation of the Criminal Bar Association.

1.2 The Association is established by its members for the benefit of its members.

1.3 The primary purpose of the Association is to support its members through professional, educational and collegial services.

1.4 The Association may make representations on matters affecting the criminal Bar.

1.5 The Association shall operate independently and shall not be affiliated to any political party or political organisation.

1.6 The objects of the Association are:

(a) to promote and support the professional interests of its members;

(b) to provide education, training and continuing professional development;

(c) to promote wellbeing and sustainable working practices within the criminal Bar;

(d) to facilitate collegial engagement and support among members;

(e) to respond to consultations and contribute to the development of law and practice;

(f) to engage with the judiciary, Government, the Bar Council, Circuits, Inns of Court and other relevant bodies where appropriate;

(g) to promote equality and diversity within the profession;

(h) to promote social mobility and access to the criminal Bar;

(i) to promote informed discussion, education and engagement concerning matters affecting the criminal Bar through publications, events, podcasts, digital communications and other professional media;

(j) to support members experiencing hardship or professional difficulty through such charitable or support arrangements as may from time to time be established.

Part 2 · Definitions

2.1 In this Constitution:

(a) “CBA” and “Association” mean the Criminal Bar Association;

(b) “Constitution” means this document;

(c) “Barristers” means barristers in independent practice, employed barristers, pupil barristers and barristers working in an academic capacity. Unless specified to the contrary, “barristers” includes both junior barristers and King’s Counsel;

(d) “Full Members” means members admitted to full membership under Part 3;

(e) “Voting Members” means Full Members of the CBA;

(f) “Student Members” means individuals admitted to student membership under Part 3;

(g) “Honorary Members” means individuals admitted to honorary membership under Part 3;

(h) “Executive Committee” means the governing committee of the CBA;

(i) “Officers” means the Chair, Vice Chair, Treasurer, Secretary and Assistant Secretary;

(j) “Young Bar Committee” means the Subcommittee representing members of the CBA in the early years of practice;

(k) “Subcommittee” means a standing committee of the CBA established under this Constitution;

(l) “Working Group” means a temporary or task-specific group established by the Officers or Executive Committee;

(m) “Terms of Reference” means the Terms of Reference of the Association as adopted from time to time;

(n) “Exceptional Decision” has the meaning given in Part 6;

(o) “General Meeting” means an Annual General Meeting or an Extraordinary General Meeting of the Association;

(p) “Circuit” means a Circuit of the Bar of England and Wales.

Part 3 · Membership

3.1 Membership shall consist of:

(a) Full Members;

(b) Student Members;

(c) Honorary Members.

3.2 Full Membership shall be open to barristers in independent practice, employed barristers and pupil barristers.

3.3 Full Membership confers one vote in membership ballots and elections.

3.4 Student Membership shall be open to individuals:

(a) studying the Bar course with a recognised provider;

(b) who have accepted an offer to study the Bar course;

(c) seeking pupillage; or

(d) studying law or related subjects with an interest in pursuing a career at the criminal Bar.

3.5 Student Members shall not have voting rights.

3.6 Student Members shall not have access to member-only digital applications or operational systems of the Association.

3.7 Student Membership may be converted to Full Membership upon eligibility.

3.8 Honorary Membership may be conferred by the Executive Committee in recognition of exceptional contribution to the profession or the Association.

3.9 Honorary Members shall not have voting rights.

3.10 There shall ordinarily be no more than ten Honorary Members at any one time unless otherwise approved by the Executive Committee.

3.11 Access to digital systems, applications, platforms and member services operated by the Association may be restricted by membership category in accordance with policies approved by the Officers.

Termination of membership

3.12 Membership shall cease upon:

(a) resignation in writing to the Secretary;

(b) cessation of payment of subscriptions, in accordance with such policy as the Executive Committee may from time to time adopt;

(c) cessation of qualification for membership; or

(d) resolution of the Executive Committee under clause 3.13.

3.13 The Executive Committee may terminate the membership of a member where it is satisfied, by resolution passed by not fewer than two-thirds of those present and voting, that the member has acted in serious breach of the standards of conduct expected of members. Before any such resolution is put, the member shall be given written notice of the grounds and a reasonable opportunity to be heard.

Part 4 · Officers

4.1 The Officers shall be:

(a) Chair;

(b) Vice Chair;

(c) Treasurer;

(d) Secretary;

(e) Assistant Secretary.

4.2 The Chair and Vice Chair shall hold office for one year.

4.3 The Vice Chair shall ordinarily assume the office of Chair at the conclusion of their term.

4.4 The Chair and Vice Chair shall be King’s Counsel.

4.5 The Vice Chair shall be elected by ballot of the Voting Members.

4.6 The Secretary and Assistant Secretary shall each hold office for one year. The Assistant Secretary shall ordinarily assume the office of Secretary at the conclusion of their term.

4.7 The Treasurer shall hold office for a period of three years. The appointment of the Treasurer may be extended for a further term or terms by approval of the Executive Committee where considered appropriate in the interests of continuity and effective financial management.

4.8 Where the Chair is unable to complete their term, the Vice Chair shall assume the office of Chair. Where the Vice Chair is unable to assume the office of Chair, the Executive Committee may appoint a previous Chair to act as interim Chair until an election can be held.

Honorariums

4.9 The Executive Committee may award an honorarium to the Chair, Vice Chair, Secretary, Treasurer or Chair of the Young Bar Committee.

4.10 The level of any honorarium awarded under this Part shall be reviewed by the Executive Committee not less frequently than every three years, ordinarily at the conclusion of the Chair’s term.

4.11 Any honorarium awarded under this Part shall be paid net of any tax to the relevant office holder.

4.12 The existence and level of any honorarium awarded under this Part shall be published on the Association’s website.

Part 5 · Administration and Operations

5.1 The Association may appoint:

(a) an Administrator; and

(b) a Director of Communications, or such other operational appointments as the Executive Committee considers appropriate.

5.2 Operational appointments made under this Part are continuing appointments and are not subject to annual rotation.

5.3 The terms of appointment, responsibilities, reporting arrangements and notice provisions for any operational appointment shall be governed by written agreements approved by the Officers.

5.4 The Administrator shall support the operational administration, governance, systems management and continuity of the Association. The Administrator will report to the Chair and Vice Chair.

5.5 The Director of Communications shall support the communications, publications, media and public engagement work of the Association. The Director of Communications will report to the Chair and Vice Chair.

5.6 Operational systems, digital infrastructure, domains, archives, storage systems, software, communications platforms and other assets maintained at the expense of the Association shall remain the property of the Association unless otherwise agreed in writing. All documents, communications and records created or maintained on behalf of the Association shall be the property of the Association at all times.

5.7 Where operational infrastructure or systems utilised by the Association are personally owned, funded, licensed or maintained by an authorised individual, ownership shall remain with that individual unless otherwise agreed in writing.

5.8 The Association may utilise third-party or externally maintained systems and infrastructure where considered appropriate for operational efficiency, continuity or communications.

5.9 Further operational arrangements may be governed by Terms of Reference, governance policies, operational protocols or engagement agreements approved by the Executive Committee.

Staff and consultants

5.10 The Officers may appoint and dismiss such additional staff and consultants for such periods and on such terms as to remuneration and otherwise as they think fit. Such staff and consultants shall discharge such duties as the Officers shall assign to them. This clause is subject to the more specific provisions of clauses 5.1 to 5.9 in respect of operational appointments.

5.11 Any consultant fees exceeding such threshold as the Executive Committee may from time to time determine shall be approved in advance by the Chair and Vice Chair.

Part 6 · Executive Committee

6.1 The Executive Committee shall be the governing body of the Association.

6.2 The Executive Committee shall consist of:

(a) the Officers;

(b) twelve elected members;

(c) two members from each Circuit, who are Voting Members of the Association and who have been nominated by the Leader of that Circuit;

(d) the Chairs of the Subcommittees;

(e) such members of the Bar Council as have been elected as endorsed candidates of the Association, whose membership of the Executive Committee shall coincide with their membership of the Bar Council;

(f) up to five co-opted members;

(g) the immediate past Chair, immediate past Secretary and immediate past Treasurer, if willing to serve, as non-voting ex officio members for one year following the end of their term of office.

6.3 Of the twelve elected members:

(a) not more than six shall be King's Counsel at the time of election;

(b) not fewer than three shall be barristers of under eight years' call at the time of election.

6.4 Elected members shall serve for three years. One third of the elected members shall be elected each year.

6.5 Members nominated by Circuit Leaders shall serve for three consecutive calendar years from the date of their appointment.

6.6 All members of the Executive Committee shall have voting rights, save for ex officio members appointed under clause 6.2(g).

6.7 The quorum for meetings of the Executive Committee shall be ten voting members.

6.8 The Executive Committee shall meet not fewer than six times in each calendar year. No Executive Committee meeting shall ordinarily take place during August.

6.9 Meetings of the Executive Committee may be held in person, by electronic means, or by a combination of both.

6.10 The Executive Committee may regulate its own procedures and may delegate operational or project-specific responsibilities to Officers, Subcommittees or Working Groups where appropriate.

Co-option

6.11 Co-opted members shall be appointed for a period of one calendar year, renewable annually, to a maximum of three calendar years. Any time spent as a member of the Executive Committee by a person co-opted part way through a calendar year shall not be counted toward the maximum term a co-opted member may serve.

6.12 Nominations for co-opted members shall be submitted in writing to the Secretary and shall be determined at a meeting of the Executive Committee by a vote requiring a two-thirds majority of those present and voting.

Attendance and contribution

6.13 Members of the Executive Committee shall:

(a) prioritise attendance at Executive Committee meetings. Failure to attend three consecutive meetings, absent exceptional circumstances, may lead to removal from the Executive Committee. Such a decision falls within the remit of the Officers, and the Secretary is responsible for monitoring attendance;

(b) on request, contribute actively to at least one Working Group or consultation response per annum.

6.14 On joining the Executive Committee, a new member shall sign a confirmation that they have read this Constitution. The Secretary shall keep a record of such confirmations and ensure that the record is kept up to date.

Removal

6.15 Where a resolution, proposed and seconded by Executive Committee members, recommends that any Officer or member of the Executive Committee shall cease to hold office, that resolution shall be put to a secret ballot of the members of the Executive Committee, and shall be effective if passed by a majority of two-thirds of the members of the Executive Committee. The Executive Committee's decision shall be binding unless set aside by resolution of the Voting Members at a General Meeting.

Decisions by written resolution and by officers

6.16 The Executive Committee may make decisions by written resolution circulated to all voting members, provided that not fewer than two-thirds of the voting members signify their agreement in writing within a reasonable period.

6.17 The Officers, in the absence of a decision of the Executive Committee and save in the case of an Exceptional Decision, may make any decision the Executive Committee could have made at a meeting if the decision is supported by at least two-thirds of the Officers, and shall report any such decision to the Executive Committee within forty-eight hours. A vote to reverse any such decision may be taken at the following meeting of the Executive Committee, and shall only be passed by a majority of two- thirds of those present and voting.

Exceptional decisions

6.18 The Executive Committee may, ahead of time, designate a decision to be an Exceptional Decision. An Exceptional Decision:

(a) requires a meeting of the full Executive Committee;

(b) requires not less than twenty-four hours' notice of the meeting at which the decision is to be made;

(c) requires that notice to contain the substance of the proposed Exceptional Decision; and

(d) must be passed by a majority of not less than two-thirds of those present and voting.

6.19 Any decision involving the acceptance of a Government offer in respect of fees is automatically deemed an Exceptional Decision and accordingly requires a meeting of the full Executive Committee, passed by a majority of not less than two-thirds of those present and voting, and may, if the Executive Committee so determines, be subject to a ballot of the full membership.

6.20 Where the membership has been balloted in relation to any action to be taken in respect of fees, any decision to cease such action shall itself be subject to a ballot of the membership.

Part 7 · General Meetings, Voting and Ballots

7.1 The Association shall hold an Annual General Meeting in each calendar year. The Annual General Meeting shall be called by the Executive Committee at the conclusion of every financial year and in any event not later than six weeks after the end of the financial year.

7.2 The accounts of the Association shall be published to the members for consideration at the Annual General Meeting.

7.3 Extraordinary General Meetings may be called:

(a) by the Executive Committee at any time; or

(b) upon written request to the Secretary by not fewer than fifty Voting Members, stating the subject matter of the meeting.

7.4 An Extraordinary General Meeting requisitioned under clause 7.3(b) shall be convened by the Executive Committee within twenty-eight days of receipt of the requisition.

7.5 Not less than twenty-one days' written notice of any General Meeting shall be given to all Voting Members. The notice shall set out the time, date, place (or means of attendance) and the business to be transacted.

7.6 The quorum for a General Meeting shall be fifteen. Voting Members present in person or by electronic means.

7.7 General Meetings may be held in person, by electronic means, or by a combination of both.

7.8 A record shall be kept of the business of every General Meeting, maintained by the Administrator, and made available for inspection by Voting Members on reasonable notice.

Voting and proxies at executive committee

7.9 Members of the Executive Committee may vote in meetings either by being present (in person or by electronic means) or by designating a proxy.

7.10 Any member of the Executive Committee may delegate their voting power to another member. Notice of the intention to appoint a proxy, and the name of the proxy, must be given to the Secretary in time to be tallied in the vote count on the question at issue.

7.11 Where a secret ballot of the Executive Committee is required, the ballot shall be conducted electronically.

Ballots of the membership

7.12 The decision to ballot the full membership lies with the Executive Committee. Notice of the ballot shall be given to the membership in good time, and the ballot shall be conducted electronically. The window for voting shall not be less than five working days, unless the Officers determine that for exceptional reasons a shorter period should apply.

Conduct of meetings

7.13 The Secretary shall ensure that an agenda for all Executive Committee meetings is circulated not less than forty-eight hours prior to the meeting. The Executive Committee may waive this requirement with retrospective effect.

7.14 The Secretary shall ensure that minutes of all Executive Committee meetings are kept, including the outcome of any votes taken. If the Secretary is unavailable, this task shall be delegated to the Assistant Secretary.

7.15 Minutes shall be circulated for comment after each meeting and approved by the Executive Committee at its next meeting.

7.16 All meetings shall include the option of attending remotely. Where decisions are to be taken and the technology fails, the meeting may continue or be postponed by decision of the Officers present, provided that any decision is taken at a quorate meeting.

Part 8 · Elections

8.1 Elections to the office of Vice Chair, to the elected positions on the Executive Committee, and to such other elected positions as this Constitution provides, shall be conducted by ballot of the Voting Members.

8.2 Elections shall be conducted under the joint oversight of the Secretary and the Administrator, who together act as the election officials of the Association.

8.3 Where either the Secretary or the Administrator has an actual or perceived conflict of interest in any election, including by reason of standing as a candidate or being closely connected to a candidate, that person shall recuse themselves from that election. The Executive Committee shall appoint a Voting Member, who is not themselves a candidate in that election, to act in their place.

8.4 Nominations shall be proposed and seconded by Voting Members in writing.

8.5 In respect of any election, in the event of a single candidate by the close of nominations, there shall be no election and that candidate shall be duly considered elected.

8.6 In the event of a tie, the election officials shall decide the result by lot.

8.7 Detailed election procedures, including the timetable for nominations and ballot, shall be governed by separate Election Procedures approved by the Executive Committee.

8.8 A vacancy among the elected members of the Executive Committee which arises during the course of the working year may be filled by co-option until the next Annual General Meeting, at which a member shall be elected to serve the remainder of the unexpired term, if any.

8.9 Any dispute arising in connection with an election shall be determined by the Executive Committee, whose decision shall be final.

Part 9 · Subcommittees and Working Groups

9.1 The Executive Committee may establish, vary the terms of, and dissolve Subcommittees and Working Groups as it considers appropriate.

9.2 The Subcommittees of the Association are set out in the Terms of Reference.

9.3 Each Subcommittee shall operate in accordance with written Terms of Reference approved by the Executive Committee.

9.4 The Terms of Reference may regulate:

(a) membership;

(b) quorum;

(c) meetings;

(d) reporting obligations;

(e) consultation procedures;

(f) media and communications activity;

(g) governance and operational requirements.

9.5 Subcommittees, including the Young Bar Committee, are subcommittees of the Executive Committee. The Chair of each Subcommittee shall be appointed by the Executive Committee, save where this Constitution or the Terms of Reference provide otherwise, and shall serve for such term as may be specified in the Terms of Reference, or in default for a term of three years.

9.6 Each Subcommittee shall report to the Executive Committee on a regular basis and not less frequently than annually.

9.7 In order to ensure consistency of policy and decision-making across the work of the Association, all policy decisions, publications, public events or expenditure by a Subcommittee, Subcommittee Chair or Working Group acting in the name of the Association shall be subject to the approval of the Officers, save as otherwise agreed in writing in advance.

9.8 Working Groups shall report to the body that established them and shall be dissolved on the completion of the work for which they were established or at such earlier time as that body determines.

Part 10 · Finance, Banking and Contracts

10.1 The financial year of the Association shall run from 1st September to 31st August in each year, or such other period as the Executive Committee may from time to time determine.

10.2 The Association shall maintain proper books of account and such financial records as are required by law and good practice.

10.3 The accounts of the Association shall be examined annually by the Association's accountants. The accountants shall be appointed by the Executive Committee.

10.4 The accounts, together with the report of the accountants, shall be presented to the Annual General Meeting.

10.5 The Treasurer shall have day-to-day oversight of the financial affairs of the Association and shall each year prepare a report on the finances of the Association for presentation to the Annual General Meeting.

10.6 The Executive Committee shall determine the rate of annual subscription payable by each category of member. Monies raised by subscriptions shall be held in a bank account in the name of the Association.

10.7 Any surplus arising in any financial year shall be applied for the objects of the Association.

10.8 No part of the income or property of the Association shall be paid or distributed to members otherwise than in proper performance of their duties or in reimbursement of legitimate expenses.

Banking

10.9 The bank accounts of the Association shall be held in the name of the Association.

10.10 Any bank account of the Association shall be capable of being drawn upon by the Treasurer and the Administrator, or such other persons as the Executive Committee shall from time to time determine.

10.11 The Officers may authorise any bank account of the Association to be overdrawn up to a limit fixed by the Executive Committee.

Bursaries, scholarships and designated funds

10.12 Any bursary, scholarship or hardship scheme established by the Association should, where practicable, be funded separately from the general operating funds of the Association through sponsorship, donations, fundraising or designated contributions.

10.13 The principal operating account of the Association shall not ordinarily be used to fund bursary or scholarship schemes.

10.14 The Executive Committee may establish designated or restricted funds for specific purposes.

Contracts

10.15 The Chair shall have authority to enter into contracts on behalf of the Association without the need for prior authorisation from the Executive Committee, save that in relation to any contract with an annual value exceeding such threshold as the Executive Committee may from time to time determine, the Chair shall require the prior authorisation of the Executive Committee before entering into that contract.

Part 11 · External Engagement and Appointments

Endorsement for bar council elections

11.1 Applications for endorsement from the Association in Bar Council elections, including permission for the candidate to make reference to being "a CBA-endorsed candidate" in their manifesto, shall be submitted in writing to the Secretary not less than seven days prior to the close of the Bar Council nomination window.

11.2 All such applications shall be considered by the Executive Committee, either at an Executive Committee meeting or by email correspondence if no meeting is scheduled within the period.

11.3 The applicant shall be notified of the outcome not less than forty-eight hours prior to the close of the Bar Council nomination window.

11.4 The Executive Committee retains the right to support as many candidates as it chooses, including the right not to support any candidate.

Appointments to external committees

11.5 The Executive Committee shall appoint Voting Members to sit as the Association's nominated barrister on such external committees and bodies as is appropriate, including:

(a) the Criminal Procedure Rule Committee;

(b) the Bar Council General Management Committee;

(c) the Forensic Science Regulator's panels and any successor body, as appropriate;

(d) such other external committees and bodies as the Executive Committee may from time to time determine.

11.6 Detail of the Association's representatives on external committees shall be maintained in the Terms of Reference.

Part 12 · Conflicts of Interest and Conduct

12.1 Officers, members of the Executive Committee, members of Subcommittees and Working Groups, and any other person acting on behalf of the Association shall declare any actual or potential conflict of interest in any matter coming before the body of which they are a member.

12.2 A person declaring a conflict shall withdraw from any decision affecting the matter to which the conflict relates, save where the body concerned, by majority and excluding that person, determines otherwise.

12.3 A register of declared interests shall be maintained by the Administrator and made available to members of the Executive Committee on request.

12.4 The Officers and members of the Executive Committee shall act at all times in good faith and in the best interests of the Association.

Behaviour and code of conduct

12.5 Members are expected to conduct themselves in a professional manner at all times. This includes remaining respectful of others and listening to alternative points of view. Aggressive or abusive behaviour, whether in person, in writing, or on social media, shall not be tolerated and may result in the Executive Committee terminating the membership of any member behaving in such a manner, in accordance with clause 3.13.

12.6 The Association shall publish and keep under review a Code of Conduct**1** setting out the standards of behaviour which members, Officers, employees and contractors of the

Association are expected to observe when acting in that capacity or attending events of the Association.

12.7 This Part is without prejudice to any further obligations or sanctions arising under the rules of the relevant Inn of Court or under the Bar Standards Board's Handbook.

Part 13 · Records, Property and Intellectual Property

13.1 The Association shall maintain proper records of:

(a) its membership;

(b) the proceedings of its General Meetings;

(c) the proceedings of the Executive Committee, Subcommittees and Working Groups;

(d) its financial affairs;

(e) its constitutional and governance documents;

(f) such other records as may be required by law or good practice.

13.2 The custody of the records of the Association shall be with the Administrator, who shall maintain them in a secure and accessible form.

13.3 All property of the Association, including its intellectual property, shall be held for the benefit of the Association.

13.4 The provisions of Part 5 in respect of personally owned infrastructure are not affected by this Part.

Part 14 · Amendment of the Constitution

14.1 This Constitution may be amended by resolution of the Voting Members in General Meeting, in accordance with this Part.

14.2 A resolution to amend this Constitution may be proposed by any member of the Executive Committee, and shall be delivered in writing not later than twenty-one days before the date of the next General Meeting. The Secretary shall circulate a copy of the resolution to all Voting Members not later than seven days before the meeting.

14.3 An ordinary amendment to this Constitution requires a majority of not less than two-thirds of those present and voting at a General Meeting of which due notice has been given.

14.4 An amendment to Part 5 (Administration and Operations) requires:

(a) a prior resolution of the Executive Committee, passed by a simple majority, that the proposed amendment be put to the membership; and

(b) a majority of not less than three-quarters of those present and voting at a General Meeting of which not less than thirty days' notice has been given.

14.5 The Executive Committee may authorise the Chair to call for a combined electronic ballot of the whole Association in respect of any proposal to amend this Constitution. Any such amendment shall only be effective if supported by not less than two- thirds of those voting in the ballot.

14.6 No amendment shall have retrospective effect.

Part 15 · Dissolution

15.1 The Association may be dissolved by resolution of the Voting Members in General Meeting, passed by a majority of not less than three-quarters of those present and voting at a General Meeting called for the purpose, of which not less than thirty days' notice has been given.

15.2 On dissolution, the assets of the Association remaining after the discharge of its liabilities shall be applied to such charitable, educational or professional purposes for the benefit of the criminal Bar as the Voting Members shall determine.

15.3 No part of the assets of the Association shall be distributed to the members on dissolution.

Part 16 · General Provisions

16.1 Notices required to be given to members under this Constitution may be given by electronic means, including by email or by publication on the Association's website, and shall be deemed served on dispatch.

16.2 If any provision of this Constitution is held to be invalid or unenforceable, the remaining provisions shall continue in full force and effect.

16.3 The Officers may issue, and the Executive Committee may approve, by-laws and rules for the better operation of this Constitution. By-laws and rules shall not be inconsistent with this Constitution and shall not affect the matters reserved by this Constitution to the Voting Members.

16.4 In this Constitution, references to the singular include the plural and vice versa, and references to one gender include all genders.

16.5 Headings are for convenience only and shall not affect the construction of this Constitution.

16.6 This Constitution is governed by the law of England and Wales.

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1 Including adherence to the Bar Handbook and Code of Conduct https://www.barstandardsboard.org.uk/for-