



LAWS OF KENYA

LAW SOCIETY OF KENYA ACT

CHAPTER 18

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CHAPTER 18

LAW SOCIETY OF KENYA ACT

[*Date of assent: 29th October, 1962.*]

[*Date of commencement: 30th October, 1962.*]

An Act of Parliament to consolidate the law relating to the Law Society of Kenya

[Act No. 44 of 1962, L.N. 2/1964, Act No. 4 of 1973, Act No. 4 of 1974, Act No. 12 of 1976, Act No. 18 of 1986, Act No. 10 of 1997, Act No. 7 of 2007, Act No. 2 of 2008, Act No. 12 of 2012.]

PART I – PRELIMINARY

1. Short title

This Act may be cited as the Law Society of Kenya Act.

2. Interpretation

In this Act, except where the context otherwise requires—

“**advocate**” has the same meaning as in the Advocates Act (Cap. 16);

“**Council**” means the Council established under section 13;

“**Disciplinary Committee**” means the Disciplinary Tribunal established under section 59 of the Advocates Act (Cap. 16);

“**ordinary general meeting**” means the meeting convened in accordance with the provisions in section 18 of this Act;

“**Society**” means the society established and incorporated by section 3 of the Law Society of Kenya Ordinance, 1949 (No. 10 of 1949) (now repealed), and continued in existence by section 3 of this Act;

“**special resolution**” means a resolution passed by not less than two-thirds of such members of the Society as may be present and voted thereon at a general meeting of the Society, duly convened with notice of the intention to propose such resolution, or, in the case of a postal ballot, not less than two-thirds of those effectively participating therein.

[Act No. 44 of 1962, Sch, Act No. 12 of 2012, Sch.]

PART II – ESTABLISHMENT

3. Establishment of Law Society of Kenya

The body corporate established by section 3 of the Law Society of Kenya Ordinance, 1949 (No. 10 of 1949) (now repealed), shall continue in existence by virtue of this Act as a body corporate by the name of the Law Society of Kenya with perpetual succession and a common seal and with power to sue and be sued in its corporate name.

4. Objects of Society

The objects for which the Society is established are—

- (a) to maintain and improve the standards of conduct and learning of the legal profession in Kenya;
- (b) to facilitate the acquisition of legal knowledge by members of the legal profession and others;
- (c) to assist the Government and the courts in all matters affecting legislation and the administration and practice of the law in Kenya;
- (d) to represent, protect and assist members of the legal profession in Kenya in respect of conditions of practice and otherwise;
- (e) to protect and assist the public in Kenya in all matters touching, ancillary or incidental to the law;
- (f) to acquire, hold, develop and dispose of property, whether movable or immovable, and to derive capital or income therefrom, for all or any of the foregoing objects;
- (g) to raise or borrow money for all or any of the foregoing objects in such manner and upon such security as may from time to time be determined by the Society;
- (h) to invest and deal with moneys of the Society not immediately required in such manner as may from time to time be determined by the Society; and
- (i) to do all such other things as are incidental or conducive to the attainment of all or any of the foregoing objects.

PART III – MEMBERSHIP**5. Membership**

The membership of the Society shall consist of—

- (a) any advocate who is a member of the Society by virtue of the provisions of section 28 of the Advocates Act (Cap. 16);
- (b) any person admitted to membership of the society under section 6 of this Act;
- (c) any person elected as an honorary member of the Society under section 7 of this Act;
- (d) any person who has at any time previously been a member of the Society and who complies with the regulations of the Society for the time being in force:

Provided that this paragraph shall not apply to a person to whom the proviso to section 6 of this Act applies, nor to a former member of the Society who, as a result of disciplinary proceedings, has for the time being been suspended from practice or whose name has been struck off the Roll of Advocates.

6. Special membership

Any of the following persons who applies for membership of the Society in the prescribed manner may be admitted as a member of the Society by the Council—

- (a) any person mentioned in section 9 of the Advocates Act (Cap. 16);
- (b) any other legally qualified person for the time being resident in Kenya:

Provided that no person who has been expelled from membership of the Society shall thereafter be admitted as a member thereof under this section without the authority of a special resolution.

7. Honorary membership

The Council may elect as an honorary member of the Society any person whom it may think fit so to honour, either for life or for such period as the Council may in any case deem appropriate.

8. Subscriptions

Subject to the provisions of sections 27 and 28 of the Advocates Act (Cap. 16), every member of the Society shall pay the Society such annual subscription as may be prescribed from time to time:

Provided that no honorary member shall be liable to pay any such subscription.

9. No entrance fee

No entrance fee shall be payable by any person on becoming a member of the Society.

10. Resignations

No member of the Society shall resign or be permitted to resign his membership thereof at any time while he holds a current practising certificate issued under section 26 of the Advocates Act (Cap. 16).

11. Expulsion

Subject to the provisions of section 28 of the Advocates Act (Cap. 16), any member of the Society, other than a member who holds a current practising certificate issued under section 26 of that Act or an honorary member, may be expelled therefrom in such manner and upon such grounds, after being given a reasonable opportunity to answer all allegations made against him, as may be prescribed from time to time.

12. Members ceasing to be qualified for membership

Any member of the Society, other than an honorary member, who ceases to be qualified for membership shall thereupon automatically cease to be a member.

PART IV – COUNCIL

13. Constitution of Council

(1) For the proper management of the affairs of the Society there shall be a Council consisting of a chairman, a vice-chairman and ten other members, all of whom shall be members of the Society.

(2) The chairman, the vice-chairman and the ten other members mentioned in subsection (1) shall be elected biennially by the members of the Society by means of a postal ballot conducted in accordance with regulations made under section 27:

Provided that at least one of the members so elected shall be a member of the Society who ordinarily practices in Mombasa and at least two of the members shall be members who do not ordinarily practice in Nairobi or Mombasa.

(3) No member of the Society shall be eligible for election as chairman or vice-chairman, and no member of the Society shall put himself forward for such election, unless he is at the time of the election, a member of the Council.

(4) The chairman, the vice-chairman and the other members of the Council shall take office immediately after the ordinary general meeting of the Society, and shall hold office as such until the conclusion of the ordinary general meeting held in the second year after their election:

Provided that, in the event of death, resignation, removal or disqualification of the chairman, the vice-chairman or any other member of the Council during his term of office, the vacancy so created may be filled by the Society—

- (i) in the case of the chairman or vice-chairman, from persons who are members of the Council; or
- (ii) in the case of any other member, from among the members of the Society.

[Act No. 4 of 1973, Sch, Act No. 4 of 1974, Sch, Act No. 12 of 1976, s. 2, Act No. 10 of 1997, Sch, Act No. 7 of 2007, Sch, Act No. 2 of 2008.]

14. Powers of Council

Except as otherwise expressly provided by this Act or by any regulations made under this Act, the Council may exercise all the powers of the Society; and no regulations made under this Act shall invalidate any prior act of the Council which would have been valid if the regulations had not been made.

15. Committees and delegation of powers

(1) The Council may from time to time appoint committees or subcommittees consisting of members of the Society; and may, except as otherwise expressly provided by this Act or by any regulations made under this Act, delegate to any such committee or subcommittee all or any of the powers of the Council.

(2) Any committee or subcommittee appointed under subsection (1) of this section may, with the prior approval of the Council, from time to time co-opt additional members, and any such additional member may, but need not, be a member of the Society.

16. Procedure

The procedure of the Council, and of every committee appointed under section 15, shall be as may be prescribed from time to time.

PART V – OTHER OFFICERS**17. Officers of Society**

There shall be such secretary, treasurer and other officers of the Society, paid or unpaid, as the Council may from time to time appoint.

PART VI – GENERAL MEETINGS**18. Ordinary general meeting**

The Council shall, within twelve weeks after the 31st December in each year, convene an ordinary general meeting of the Society.

[Act No. 18 of 1986, Sch.]

19. Special general meetings

(1) The Council may at any time at its own discretion convene a special general meeting of the Society.

(2) Any fifteen members of the Society may at any time requisition a special general meeting of the Society by written notice in that behalf signed by all of them, specifying the object of the proposed meeting and sent by post, or delivered, to the secretary of the Society; and the Council shall thereupon convene a special general meeting of the Society accordingly, which shall be held within forty-two days after the delivery of such notice.

(3) If the Council fails within twenty-eight days after the delivery of the written notice mentioned in subsection (2) to convene a special general meeting of the Society in accordance with the requisition, to be held within forty-two days after such delivery, the requisitioning members may themselves convene such meeting to be held at any time within two months after such delivery.

20. General meeting to act by simple majority vote

Except for any purpose for which a special resolution is expressly required by this Act or by any regulations made under this Act, all resolutions of the Society in general meeting shall be by simple majority vote.

21. Alteration of resolutions

No resolution of the Society in general meeting shall be altered or rescinded within nine months after the passing thereof otherwise than by a special resolution of the Society.

22. Convening and procedure

The manner of convening general meetings of the Society and the procedure and voting thereat shall, subject to any express provisions of this Act, be as may be prescribed from time to time.

PART VII – COMMON SEAL

23. Common seal

The common seal of the Society shall be kept in such custody and used in such manner as may be prescribed from time to time.

PART VIII – MINUTES, ACCOUNTS AND REPORTS

24. Minutes

The Council shall cause proper minutes of all general meetings of the Society and of all meetings of the Council to be taken and recorded.

25. Accounts to be kept

(1) The Council shall cause proper accounts of all funds, property, assets and liabilities of the Society to be kept, and to be audited as on the 31st December in every year.

(2) The audited accounts shall be presented by the Council to the ordinary general meeting.

26. Annual report

The Council shall present to the ordinary general meeting a full report of the activities of the Society.

PART IX – REGULATIONS

27. Regulations

The Council may, subject to the provisions of this Act and to approval by a special resolution, make regulations, which shall be binding on all members of the Society, prescribing all or any of the following matters—

- (a) annual subscriptions;
- (b) manner of application for membership of the Society;
- (c) grounds for, and procedure relating to, expulsion of members of the Society;
- (d) resignation of members from the Society;
- (e) regulation of powers exercisable by the Council and any committees or subcommittees thereof, and delegation of powers;
- (f) manner of convening meetings of the Council and committees, and quorums and procedure thereof;
- (g) manner of convening general meetings of the Society, and quorums and procedure thereof;
- (h) manner of election, removal and replacement of the chairman, the vice-chairman and the other members of the Council, and of representatives of the Society on the Disciplinary Committee;
- (i) custody and use of the common seal;
- (j) arbitration in disputes; and

- (k) such other matters as may be deemed by the Council to be necessary for the promotion of the objects and the regulation of the affairs of the Society.

[Act No. 4 of 1973, Sch.]

28. Repeal and saving

(1) The Law Society of Kenya Act (No. 10 of 1949) is repealed.

(2) Notwithstanding the provisions of this Act, the President, the Vice-President and the members of the Council established under section 11 of the Law Society of Kenya Act (No. 10 of 1949) (now repealed), holding office immediately before the commencement of this Act shall continue to hold office and shall discharge all the powers, functions and duties of the Council under this Act until a President, a Vice-President and the other members of the Council, having been elected in accordance with the provisions of Part IV of this Act, take office in accordance with the aforesaid provisions

CHAPTER 18**LAW SOCIETY OF KENYA ACT****SUBSIDIARY LEGISLATION***List of Subsidiary Legislation*

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LAW SOCIETY OF KENYA (GENERAL) REGULATIONS, 1962

[L.N. 546/1962, L.N. 142/1973, L.N. 40/1974, L.N. 241/1976, L.N. 119/1977, L.N. 150/1980, L.N. 86/1984, L.N. 387/1990, L.N. 404/1993, L.N. 279/1995, L.N. 148/1998, L.N. 130/2001.]

REGULATIONS UNDER SECTION 27**PART I – PRELIMINARY**

1. These Regulations may be cited as the Law Society of Kenya (General) Regulations, 1962.

PART II – MEMBERSHIP OF SOCIETY

2. (1) All applications for membership of the Society, other than membership conferred by reason of the provisions of section 28 of the Advocates Act (Cap. 16), shall be made in writing, signed by the applicant, and sent to the secretary of the Society (hereinafter referred to as the secretary); and the applicant shall, if required by the Council, submit documentary evidence of his qualification for membership.

(2) A member carrying on practise alone shall name in his application for the annual practising certificate one or two other members, none of whom shall be less than seven years standing to administer his firm in the event of his death, disbarment, imprisonment or any other disability to practise.

(3) Where a member dies testate, the administrator or administrators shall deal with his firm as may be stated in his will; but in case of intestacy, the Council of the Society shall give such directions or instructions to the administrator(s) as may be necessary for the proper management and disposal of the firm.

(4) No person shall be nominated administrator without his consent, but where such consent cannot be obtained, the applicant shall state that fact in the application for a practising certificate.

(5) Where no person is nominated in the application for lack of consent or for any other reason, or where an administrator or administrators refuse(s) or neglect(s) to act, the Chairman of the Society shall make the nomination which shall for all intentions and purposes be as effectual as if made by the deceased or the incapacitated member.

(6) A reasonable remuneration for services rendered shall be paid out of the income or proceeds of the firm to the administrator or administrators.

[L.N. 279/1995, s. 2.]

3. (1) The annual subscription for membership of the Society shall be—

- (a) the sum of seven thousand three hundred shillings in respect of practising advocates whose names have been on the Roll of Advocates for a period of five years or more;
 - (b) the sum of four thousand five hundred shillings in respect of practising advocates whose names have been on the Roll of Advocates for a period of less than five years;
 - (c) the sum of two thousand two hundred and fifty shillings in respect of any advocate over the age of seventy years or any non-practising advocate; and
 - (d) the sum of two hundred and forty shillings in respect of non-advocates,

which subscriptions shall become due and payable on the 1st January in every year.

(2) Notwithstanding subregulation (1) an advocate admitted as a member of the Society after 1st July in any year shall pay a subscription of forty shillings for that year.

[Subsidiary]

(3) In the case of advocates their annual subscriptions shall be paid to the Registrar of the High Court in accordance with the provisions of section 27 of the Advocates Act.

[L.N. 142/1973, s. 2, L.N. 40/1974, s. 2, L.N. 119/1977, s. 2, L.N. 150/1980, s. 2, L.N. 86/1984, s. 2, L.N. 387/1990, s. 2, L.N. 404/1993, s. 2, L.N. 148/1998, s. 2, L.N. 130/2001, s. 2.]

4. Any member, other than a member who holds a current practicing certificate issued under section 26 of the Advocates Act (Cap. 16), may resign from the Society at any time by giving written notice of his resignation to the secretary and shall thereupon cease to be a member but shall remain liable for any annual subscription owing by him to the Society for the current year.

5. If any member, other than a member who holds a current practising certificate issued under section 26 of the Advocates Act (Cap. 16) or any honorary member, shall, in the opinion of the Council, be guilty of any conduct or default which is prejudicial to the interests of the Society, the legal profession, or the public, or which for any reason renders such member unfit to continue as a member of the Society, the Council may deal with the matter as it thinks best, and *inter alia* may expel that member, invite him to resign, or suspend him from voting or taking any other active part in the affairs of the Society until a specified date or the happening of a specified event:

Provided that, before any resolution adverse or detrimental to the member is passed, he shall first have been given a reasonable opportunity of making, orally or in writing, an explanation or defence.

PART III – MEMBERSHIP OF COUNCIL

6. The Council of the Society shall consist of the chairman, vice-chairman and nine other members of the Society elected and holding office in accordance with the provisions of section 13 of the Act and, subject thereto, in accordance also with Part IV of these Regulations.

[L.N. 241/1976, s. 2.]

7. (1) No person shall be qualified for election as chairman or vice-chairman unless he is proposed and seconded by members of the Society, and his consent to accept such office is signified by him, or on his behalf, prior to, or at the time of election.

(2) The election of chairman and vice-chairman of the Society shall take place at least six weeks before the date of election of the other members of the Council and members of the Disciplinary Committee.

[L.N. 241/1976, s. 2.]

8. The chairman, the vice-chairman, or any other member of the Council may, without prejudice to his re-election, resign at any time by giving written notice of such resignation to the secretary; His office shall be deemed to have become vacant on, but not before, acceptance of his resignation by the Council.

[L.N. 241/1976, s. 2.]

9. The chairman, the vice-chairman, or any other member of the Council shall be deemed to have vacated his office on ceasing to be a member of the Society.

[L.N. 241/1976, s. 2.]

10. The chairman, the vice-chairman, or any other member of the Council may, without prejudice to the powers conferred in the Council under regulation 5 of these Regulations, at any time be removed from his office by special resolution.

[L.N. 241/1976, s. 2.]

11. The Council may continue to act and exercise all its powers notwithstanding any vacancy in its number.

[L.N. 241/1976, s. 2.]

PART IV – ELECTION TO COUNCIL AND DISCIPLINARY COMMITTEE

12. Not later than forty-two days before the 31st December in each year (hereinafter referred to as the fixed annual date) the secretary shall, by notice sent to all members of the Society, announce the number of vacancies and invite the nomination of candidates for election as members of the Council and of the Disciplinary Committee and shall specify therein a date (hereinafter referred to as the latest date for nomination) being not more than thirty-one days and not less than twenty-one days before the fixed annual date, by which such nominations must have been received.

13. (1) At any time not later than the latest date for nomination, any two members may nominate in writing to the secretary any other member for election as a member of the Council or of the Disciplinary Committee.

(2) Every nomination shall specify the full names and address of the candidate and the name of his firm, if any, the year of his birth, the year and nature of his basic qualification leading to his admission as an advocate in Kenya, the year of his admission, the year and nature of any office in the Society previously held by him, the place in which he ordinarily practises and the office for which he is nominated and shall contain, or be accompanied by, the candidate's consent in writing to serve if elected.

(3) Every nomination shall be submitted on a form to be supplied by the secretary and no nomination shall be withdrawn after the latest date for nomination.

[L.N. 142/1973, s. 2.]

14. If in respect of any constituency the number of candidates duly nominated to fill the vacancies announced does not exceed the number of vacancies, the persons so nominated shall be declared and deemed to be elected at the ordinary general meeting of the Society to be held after the fixed annual date; but if the number of candidates duly nominated exceeds the number of vacancies an election by voting papers (hereinafter referred to as a poll) shall be held and all members shall be entitled to vote therein.

15. (1) Whenever a poll is necessary to determine the election of candidates for vacancies on the Council or the Disciplinary Committee in respect of any constituency, the secretary shall, not later than fourteen days after the fixed annual date, send a voting paper by post to each member with a specially marked envelope for return.

(2) The voting paper shall contain the following particulars and shall otherwise be in such form as the Council shall direct—

- (a) the number and nature of the vacancies to be filled;
- (b) the names in alphabetical order and addresses of the candidates nominated, the particulars required by regulation 13 and the names and addresses of their respective nominators (the names of the retiring members of the Council and of the Disciplinary Committee being shown by separate distinctive marks);
- (c) the date on or before which the voting paper must be returned;
- (d) a short statement of the effect of regulation 16 of these Regulations; and
- (e) the name and address of the secretary for the return of the voting papers.

(3) The accidental omission to send an invitation to nominate or a voting paper to, or the non-receipt of an invitation to nominate or a voting paper by, any member shall not invalidate a poll.

[Subsidiary]

16. (1) Each voting paper shall be completed in ink by placing a cross on the right-hand side of the voting paper opposite the name of each candidate for whom the member completing the voting paper intends to vote, and by inserting the member's name and address in the place provided, and shall thereafter be signed by the member in the place provided for his signature.

(2) Any voting paper which is unsigned or is received by the secretary after the prescribed time shall be rejected by the scrutineers appointed under regulation 19 who shall also reject any second or subsequent voting paper signed by a member in respect of whom a voting paper has already been taken into account by them.

(3) Any voting paper on which in respect of any constituency or office more crosses are placed than there are vacancies to be filled shall be rejected by the scrutineers in respect of that constituency or office but shall not for that reason be rejected in respect of any other constituency or office.

(4) Any votes recorded in favour of the persons who shall have been elected chairman or vice-chairman of the Society for the ensuing year for election to membership of the Disciplinary Committee shall be rejected by the scrutineers but the voting paper shall not for that reason be rejected in respect of any other votes recorded therein.

17. A member shall be entitled to receive from the secretary a duplicate voting paper on production to the secretary of a spoilt voting paper or of a statutory declaration to the effect that he has not received a voting paper or, having received one, has destroyed or mislaid it.

18. Voting papers shall be returned to the secretary sealed or otherwise fastened up in the specially marked envelopes provided, or in an envelope endorsed "VOTING PAPER" in the top left-hand corner thereof, so as to reach him not later than twenty-eight days after the fixed annual date.

19. The procedure for dealing with voting papers shall be as follows—

- (a) the chairman of the Society or (if the chairman shall be prevented from so doing) the vice-chairman shall appoint not less than three scrutineers from among the members of the Society, other than the candidates, to receive and examine voting papers and to certify the result of the poll;
- (b) two scrutineers shall be a quorum and the death of one or more of the scrutineers shall not affect the poll;
- (c) if by death, or refusal or incapacity to act, the number of scrutineers be reduced below two, a member to fill each vacancy shall forthwith be nominated by the chairman of the Society or (if the chairman shall be prevented from so doing) by the vice-chairman;
- (d) the secretary shall place, unopened, in a box all envelopes purporting to contain voting papers which he has received (those received after the prescribed date being so marked by him) and shall deliver them to the scrutineers, by whom alone they shall be opened and examined;
- (e) as soon as the voting papers have been examined and the result of the poll ascertained, the scrutineers shall prepare a written report thereon and the voting papers shall be closed up under the seal of the scrutineers or any two of them and shall be retained by them for one month after the date of the announcement of the result of the poll and may then be destroyed;
- (f) the written report prepared under paragraph (e) shall be signed by the scrutineers and shall contain the following particulars—
 - (i) the total number of valid votes cast in favour of each candidate, and the office for which he has been nominated;

[Subsidiary]

- (ii) the names of the candidates found by the scrutineers to be eligible to be declared elected to the available vacancies, who, in the case of election to the Council, shall be—
 - A. the candidate who does not ordinarily practise in Nairobi with the highest number of valid votes cast in his favour; and
 - B. the seven candidates (excluding the candidate referred to in paragraph A of sub-paragraph (ii) of this paragraph) in respect of whom the highest numbers of valid votes have been cast,
 and, in the case of election to the Disciplinary Committee, shall, subject to the provisions of section 59 (1) (b) of the Advocates Act (Cap. 16) and the proviso thereto, be the candidate or candidates (according to the number of vacancies) with the highest number of valid votes cast in his or their favour;
- (iii) the total number of voting papers received; and
- (iv) the number of voting papers wholly or partly rejected and the grounds of rejection;
- (g) the report, with the exception of the number of votes cast in favour of each or any candidate, shall be read by one of the scrutineers to the ordinary general meeting of the Society held after the fixed annual date and shall be conclusive;
- (h) the chairman of the meeting shall declare the candidates referred to in paragraph (f) (ii) to be elected to the appropriate vacancies but where an equality of votes has been found to exist, and the addition of a vote would entitle any of the candidates to be declared elected, the chairman shall give a casting vote by word of mouth or in writing and shall then declare the result accordingly.

20. (1) In the event of the death of any candidate for election to the Council or the Disciplinary Committee between the latest date for nomination and the last day for the receipt of completed voting papers, or on either of those days, resulting in there being an insufficient number of candidates to enable the requirements of the Act or the Advocates Act (Cap. 16) to be complied with, there shall be held an extraordinary election for the constituency and office in respect of which the deceased candidate was nominated.

(2) The Chairman of the meeting referred to in regulation 19 shall fix the latest date for nomination, the date by which voting papers are to be sent by post to members and the date by which voting papers are to be returned to the secretary.

(3) Subject to the provisions of paragraph (3), the nomination and mode of election of candidates in the case of an extraordinary election shall be the same, as nearly as may be, as in the case of an ordinary election and the provisions in that behalf hereinbefore contained shall apply with all necessary adaptations and modifications.

(4) The result of an extraordinary election shall be reported by the scrutineers to the Council and published by it in the minutes of its meetings which, instead of the declaration of the chairman of a general meeting of the Society, shall constitute a declaration of election.

(5) A person declared to be elected at an extraordinary election shall retire at the same time as the deceased candidate, if he had been duly elected, would have retired.

PART V – PROCEDURE OF COUNCIL

21. The Council may meet together for the dispatch of business, adjourn, and, subject as expressly provided by these Regulations, otherwise regulate its meetings and proceedings as it thinks fit.

[Subsidiary]

22. All meetings of the Council shall be held in Nairobi or in such other place in Kenya as the Council may from time to time decide.

[L.N. 86/1984, s. 2.]

23. For the purpose of any action under regulation 5 or regulation 26 of these Regulations of these Regulations seven members of the Council shall constitute a quorum; but for all other purposes, four members of the Council shall constitute a quorum.

24. At all meetings of the Council, the chairman of the Society, or in his absence the vice-chairman, shall preside; and in the absence of both chairman and vice-chairman, a chairman shall be elected from amongst and by the members present.

25. Questions arising at any meetings of the Council shall be decided by a majority of votes, and, in the case of an equality of votes, the chairman shall have a second or casting vote.

26. The Council may, if it thinks fit so to do, suspend any member of its body from acting as such, provided that not less than two-thirds of the members of the Council present at the meeting which considers the question of such suspension consent thereto. Notification of any such suspension shall be given forthwith to the member so suspended and to every other member of the Council.

27. (1) Whenever the Council has suspended any member of its body from acting as such, it shall, within sixty days of receipt of a requisition in writing by the member, to be given within thirty days of the dispatch of notification of his suspension, and may at any time in its discretion, convene, in accordance with Part VII of these Regulations a special general meeting of the Society.

(2) Such meeting shall have full power to remove from office the member so suspended, pursuant to regulation 10 of these Regulations, or otherwise to act in the circumstances as it thinks fit.

PART VI – PROCEDURE OF COMMITTEES

28. The Council may appoint some person to be the chairman of any committee or subcommittee appointed by it and in default of such appointment the members of such committee or subcommittee shall, so soon as possible, appoint a chairman from amongst their number.

29. The chairman of a committee or a subcommittee shall be responsible for convening meetings thereof as and when he thinks proper or when any other member thereof requires him so to do.

30. Meetings of such committee or subcommittees may be held wherever found convenient to the members thereof and a majority of the members shall constitute a quorum.

31. Subject as expressly provided by these Regulations or directed by the Council, such committees or subcommittees may meet together for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings as they think fit.

PART VII – GENERAL MEETINGS

32. All general meetings, whether ordinary or special, of the Society shall be held in Nairobi.

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33. (1) Ordinary general meetings shall be convened by twenty-eight days' notice at the least specifying the place, date and hour thereof, and notice of the business to be transacted thereat shall be given not less than fourteen days prior to the date fixed for the holding thereof.

(2) Special general meetings shall be convened by fourteen days' notice at the least specifying the place, date and hour thereof and the business to be transacted thereat.

34. (1) A notice convening a general meeting, or a notice of the business to be transacted thereat, shall be given to every member either personally or by sending it by post to him or delivering it at his usual or last known business address.

(2) The accidental omission to give any such notice to any particular member or members or the non-receipt of any such notice by any member shall not invalidate the proceedings at any general meeting.

35. (1) Any member wishing to bring any matter before an ordinary general meeting for resolution or discussion may do so if he shall have given written notice in that behalf to the secretary at least twenty-one days before the date fixed for such meeting and, save as aforesaid, no member may raise any matter for resolution or discussion except by leave of the majority of the meeting.

(2) On receipt of any such written notice the secretary shall include the subject matter thereof in the notice of the business to be transacted at the meeting.

36. No business shall be transacted at any general meeting unless a quorum is present at the time when the meeting proceeds to business; and fifteen members personally present shall constitute a quorum:

Provided that the report referred to in paragraph (g) of regulation 19 of these Regulations and a declaration by the chairman of the meeting under paragraph (h) of that regulation shall be valid and effective whether or not a quorum as required by this regulation shall be present.

37. Subject to the proviso to regulation 36, if within fifteen minutes from the time appointed for the meeting a quorum of members be not present, the meeting, if convened on the requisition of members, shall be dissolved; but in any other case, it shall stand adjourned to the same day in the following week, at the same time and place, and if at the adjourned meeting a quorum of members be not present within fifteen minutes from the time appointed for the meeting, the members then present shall constitute a quorum.

38. (1) At all general meetings, the chairman of the Society, or in his absence the vice-chairman, shall preside; in the absence of both chairman and vice-chairman, the members of the Society then present shall elect some other member of the Council, or if no member of the Council is present and willing to act some other member of the Society, to be chairman of the meeting.

(2) The chairman shall have a casting as well as a deliberative vote.

39. The chairman may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business, other than the business left unfinished at the meeting from which the adjournment took place, shall, without consent of the chairman, be transacted at any adjourned meeting.

40. (1) At any general meeting every question shall be decided in the first instance by a show of hands, when every member present in person shall be entitled to one vote; and unless a poll be (on or before the declaration of the result of the show of hands) directed by the chairman or demanded by at least three members, a declaration by the chairman that a resolution or decision has been adopted or not adopted, or adopted or not adopted

[Subsidiary]

by a particular majority, and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the facts without proof of the number or proportion of the votes recorded for or against such resolution or decision.

(2) A direction or demand for a poll may be withdrawn at any time before the adjournment of the meeting and shall not be given or made in respect of the question of adjournment of a meeting.

41. A poll duly directed or demanded in accordance with the provisions of regulation 40 of these Regulations shall be taken by means of voting papers in accordance with the following provisions—

- (a) the chairman shall appoint not less than three scrutineers from amongst the members of the Society to receive and examine the voting papers and certify the result of the poll;
- (b) two scrutineers shall be a quorum and the death of one or more of the scrutineers shall not affect the poll;
- (c) if by death, refusal or incapacity to act, the number of scrutineers be reduced below two, a member to fill each vacancy shall forthwith be nominated by the chairman of the Society or (if the chairman shall be prevented from so doing) by the vice-chairman;
- (d) the chairman shall then fix a day to which the meeting, at the conclusion of the other business, shall stand adjourned;
- (e) the secretary shall with all convenient speed after the poll has been granted send a voting paper by post to each member with a specially marked envelope for return;
- (f) the voting paper shall be in such form as the Council may direct and shall contain the following particulars—
 - (i) a statement of the question on which the poll has been directed or demanded;
 - (ii) the day (being a day not less than four days before the date of the adjourned meeting) on or before which the voting paper must be returned;
 - (iii) instructions as to the mode of voting by filling up the voting paper and sending it to the secretary; and
 - (iv) the name and address of the secretary for the return of the voting paper;
- (g) voting papers shall be returned on or before the day specified therein to the secretary sealed or otherwise fastened up in the specially marked envelope provided, or in an envelope endorsed "VOTING PAPER" in the top left-hand corner thereof, and the secretary shall place all envelopes purporting to contain voting papers unopened in a box (those received after the prescribed day being so marked by him) and so deliver them to the scrutineers, by whom alone they shall be opened and examined;
- (h) any voting paper which is unsigned or is received by the secretary after the prescribed date shall be rejected by the scrutineers, who shall also reject any second or subsequent voting paper signed by a member in respect of whom a voting paper has already been taken into account by them;
- (i) as soon as the voting papers have been examined and the result of the poll ascertained, the scrutineers shall prepare a written report thereon, and the voting papers shall be closed up and under the seal of the scrutineers or any two of them and shall be retained by them for one month after the date of the adjourned meeting and may then be destroyed;

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- (j) the report of the scrutineers shall be signed by them and shall contain the following particulars—
 - (i) the total number of valid votes cast in favour of the question;
 - (ii) the total number of valid votes cast against the question;
 - (iii) the total number of voting papers received; and
 - (iv) the number of voting papers, if any, rejected and the grounds of rejection;
- (k) the report of the scrutineers shall be read to the adjourned meeting and the chairman of that meeting shall declare that the question has been decided by the meeting either in the affirmative or negative accordingly;
- (l) in the case of an equality of votes the chairman shall have a casting vote.

42. Subject to the chairman's discretion to regulate the proceedings as he thinks best, the following rules of debate shall be observed—

- (a) in case debate shall arise on any subject, no member shall be permitted to speak more than once on the same question, except that the mover of any resolution shall be allowed to speak in reply after which the debate shall be closed;
- (b) a member who has spoken may, by permission of the chairman, be again heard in explanation; but he shall not introduce new matter, or interrupt a member who is speaking;
- (c) the mover of an original motion shall not, against the evident sense of the meeting as expressed by the chairman, speak for more than fifteen minutes; and no other speaker shall, nor shall the mover in reply, as against such evident sense expressed as aforesaid, speak for more than ten minutes;
- (d) any member desiring to move that the meeting do proceed to take a decision upon either an original motion or an amendment thereto may do so by moving that the question be now put;
- (e) the mover of a motion that the question be now put, or that either the meeting or debate be adjourned, or that the meeting do proceed to the next business, may speak for not more than five minutes, and any such motion shall be seconded without a speech; and one member (the mover of the motion or amendment under discussion to have the preference) may speak for not more than five minutes in opposition to any such motion, which shall then be put by the chairman without debate;
- (f) whenever an amendment of an original motion has been moved and seconded, no second or subsequent amendment to the motion shall be moved until the first amendment has been disposed of;
- (g) if an amendment be carried, the motion as amended shall take the place of the original motion, and shall become the motion of which any further amendment may be moved;
- (h) no member shall move more than once that any one motion be amended;
- (i) the chairman may call the attention of the meeting to continued irrelevance, tedious repetition, unbecoming language, or any breach of order on the part of a member, and may direct such member to discontinue his speech or to leave the meeting.

43. In all cases of dispute, doubt or difficulty respecting or arising out of matters of procedure or order, the decision of the chairman shall be final and conclusive.

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44. Minutes of the proceedings of every general meeting shall be kept in a book to be provided for that purpose, and, if approved by the next succeeding general meeting, shall be signed by the chairman thereof; and any minutes so signed shall be conclusive and binding on all members of the Society.

45. If any irregularity occurs in the convening or holding of any general meeting, or in any election or other proceeding taking place at or prior to any such meeting, and it is not objected to at that meeting, then that general meeting, election or proceeding shall be of the same force and validity as if no irregularity had occurred; but if any irregularity is objected to, the chairman shall decide thereon and his decision shall be final and conclusive.

PART VIII – STATUTORY COMMITTEES

46. The representatives of the Society on the Rules Committee and any other statutory committee (other than the Disciplinary Committee), in this Part called "representatives", shall be elected by the Society at the ordinary general meeting and shall hold office, subject as provided in these Regulations, until the ordinary general meeting held in the next succeeding calendar year, when they shall retire but be eligible for re-election.

47. Any member of the Society shall be qualified for election as a representative, whether or not also elected to some other office in the Society, provided that he is proposed and seconded by members of the Society, and his consent to accept the office is signified by him or on his behalf, before, or at the time of, election.

48. Any representative—

- (a) may resign at any time by giving written notice of his resignation to the secretary without prejudice to his re-election; and
- (b) shall automatically cease to be a representative on ceasing to be a member of the Society; and
- (c) may at any time be removed by special resolution.

49. Any vacancy occurring among representatives may be filled by the Council, or by the Society at the general meeting (ordinary or special) next following the occasion of the vacancy, or the question of filling the vacancy may, at the absolute discretion of the Council, be deferred until the ordinary general meeting of the Society to be held after the 31st December in the year in which the vacancy occurs:

Provided that no person appointed by the Council to fill the vacancy shall hold office after the next general meeting of the Society following his appointment unless the appointment is then and thereby confirmed.

PART IX – GENERAL

50. Every member of the Council, or of any committee or subcommittee appointed or approved by the Council, shall be entitled to be reimbursed from the funds of the Society all travelling and other expenses reasonably incurred by him in attending meetings thereof.

51. The common seal of the Society shall be kept in the custody of the secretary, and shall not be affixed to any document otherwise than pursuant to a resolution of the Council, and in the presence of two members of the Council and the secretary, all of whom shall subscribe their names as witnesses.

52. All documents made by the Council, other than those made under seal, shall be executed, and all decisions of the Council shall be signified, under the hand of the secretary.

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53. (1) Any dispute between two or more persons, whether or not members of the Society, may be referred to the arbitration of such sole arbitrator, or (at the option of the disputants) of such two arbitrators and umpire, as the Council may appoint.

(2) On receipt of an agreement of submission to arbitration duly signed, and of such undertaking and security for payment of fees as the Council may consider reasonable, and on being satisfied that the subject matter and terms of the submission are suitable for arbitration by members of the Society, the Council shall invite such member or members of the Society (according to the number required by the submission) as it may in its discretion find available and qualified to arbitrate therein, and, upon receiving written acceptance from the member or members, shall appoint him or them accordingly.

54. Any notice, voting paper or other communication sent by the secretary to a member at the latest address registered by that member with the secretary shall be deemed to have been duly sent to that member and to have been received by him within forty-eight hours after dispatch.

55. The Law Society of Kenya Regulations, 1949 is revoked.

LAW SOCIETY OF KENYA (MISCELLANEOUS LEVIES) REGULATIONS, 1984

[L.N. 127/1984.]

1. These Regulations may be cited as the Law Society of Kenya (Miscellaneous Levies) Regulations, 1984 and shall be deemed to have come into operation on the 1st January, 1984.
2. The Council having, with the approval of the Society, established a publication to be known as "The Advocate" to be the official journal of the Society shall collect from each member of the Society, on the 1st January in each year, an annual levy of fifty shillings or such larger amount as may be determined from time to time by the Council in consultation with the Editorial Board of the publication.
3. The Council having, with the approval of the Society, established a fund to be known as "The Society Library Fund" shall collect an annual levy of sixty shillings from each member of the Society on the 1st January in each year.

LAW SOCIETY OF KENYA (ARBITRATION) REGULATIONS, 1997

[L.N. 141/1997.]

1. These Regulations may be cited as the Law Society of Kenya (Arbitration) Regulations, 1997 and shall come into operation upon publication in the *Gazette*.

2. Where a dispute arises relating to the management of the affairs of the Law Society of Kenya—

- (a) between a member or members of the Society and the Society; or
- (b) between a member or members of the Society and the Council of the Society,

such disputes shall be reported in writing to the Council of the Society by the aggrieved party or parties.

3. The Council shall, upon receiving notice from a member that a dispute exists, refer such disputes for determination to an arbitrator or arbitrators appointed by the respective parties to such dispute:

Provided that the number of arbitrators so appointed shall not in relation to any one dispute exceed five.

4. In the event that the respective parties to the disputes cannot agree on an arbitrator or arbitrators, the Chairman of the Chartered Institute of Arbitrators, Kenya Section shall appoint an arbitrator or arbitrators from among members of the Society who are advocates of not less than ten years standing and who are not members of the Council of the Law Society of Kenya.

5. The arbitrator or arbitrators shall determine the dispute so referred to him or them in accordance with the Arbitration Act (No. 4 of 1995).

6. The decision of the arbitrator or arbitrators shall be final and binding on all parties to such dispute.

