

# THE CONSTITUTION OF THE GAMBIA BAR ASSOCIATION

## ARTICLE 1.

NAME: The Association shall be known as The Gambia Bar Association in this Constitution referred to as “The Association”.

## ARTICLE 2.

### AIMS AND OBJECTIVES

The Association is established to be the governing body of the Bar and shall concern itself with all matters affecting the legal profession in The Gambia and shall take such action with respect thereto as may be considered expedient with special reference to the following matters:

- a. To maintain the standards, integrity, honour and independence of the Bar, to promote, preserve and improve the services and functions of the Bar, and to represent and act for the Bar generally as well as in matters affecting the administration of justice;
- b. To consider, lay down and implement general policy with regard to all matters affecting the Bar;
- c. Establish schemes for the promotion and protection of the welfare, security and economic advancement of legal practitioners;
- d. To defend and uphold freedom, justice and the rule of law in The Gambia;
- e. To maintain and defend the honour, independence and integrity of the legal profession;
- f. To maintain and defend the independence of the judiciary;
- g. To promote the advancement of legal education, continuing legal education, Advocacy and Jurisprudence;
- h. To maintain professional standards, discipline and etiquette and to regulate under the guidance of the General Legal Council the conduct, practice and discipline of Legal Practitioners;

- i. To support the establishment, maintenance and efficient operation of a system of prompt and efficient legal aid and assistance for those in need but who are unable to pay for same;
- j. To promote good relations among the members of the Association and the furtherance of good relations between The Association and similar organizations of legal professionals in other countries;
- k. To promote the protection of human rights and fundamental freedoms as defined under the Constitution of The Gambia, United Nations Universal Declaration on Human and Peoples Rights, The African Charter on Human and People's rights and other laws and conventions in force in The Gambia or to which The Gambia is a signatory.

### ARTICLE 3.

#### HEADQUARTERS

The Association shall have its headquarters at such place as the Association may determine. The Association may maintain liaison offices in other towns as it may decide from time to time.

### ARTICLE 4.

#### MEMBERSHIP

Every person shall upon his or her enrolment as a legal practitioner in The Gambia be entitled to be a member of the Association and shall upon payment of the prescribed registration fee become a member of the Association provided always that a person shall be disqualified from being a member of the Association if he or she is also a member of a parallel Bar Association.

### ARTICLE 5.

#### ORGANS

The business of the Association shall be discharged by:

- a. The meeting of the Members
- b. The Executive Committee of the Association
- c. The Standing Committees of the Association

d. The Secretariat of the Association

ARTICLE 6.

AUTHORITY

The vote of the members of the Association at an Annual General Meeting or Emergency Meeting duly convened shall be recognized as possessing higher authority than the decision of any other body within the Association.

ARTICLE 7.

ANNUAL GENERAL MEETING & EMERGENCY MEETING

1. The Annual General Meeting shall hold once in every year on such dates as may be determined by the Executive Committee.
2. Notice of the Annual General Meeting and its stated Agenda must be given to all legal practitioners at least 21 days before the scheduled date for the Annual General Meeting. Such notice must be by any three of the following methods: circulation in the weekly cause list; pasting on the notice board of the Banjul High Court and at least 3 Magistrates Courts; letters delivered to the business address of legal practitioners; electronic form; 2 separate advertisements in any prominent daily newspaper.
3. All members of the Association shall have the right to attend and speak at the Annual General Meeting save that members disqualified by any reason shall not have the right to vote.
4. The Annual General Meeting shall:
  - a. Receive the Report of the President, the report of the Treasurer on the audited accounts of the Association and the report of the Secretary of the Association;
  - b. On a biennial basis conduct elections for the appointment of a new executive of the Association;
  - c. Appoint an auditor for the Association;

- d. Consider any matters affecting the interest of the Association;
  - e. Transact such other business as may be necessary.
5. An Emergency General Meeting to deliberate on specific issues may be summoned at such time and place as may be decided by the Executive Committee or by Clause 6 below.
6. An Emergency Meeting may be convened by requisition in the following manner:
- (i) A requisition calling for an Emergency General Meeting of the Association must be signed by not less than 10 members of the Association and delivered to the Secretariat of the Association.
  - (ii) The requisition shall state in clear details the matters that need to be deliberated upon;
  - (iii) Upon receipt of a requisition as set out above the President shall direct the Secretary in writing to summon an Emergency meeting of the Executive Committee;
  - (iv) Such an Executive Committee Meeting shall be convened within 7 days of the date of the receipt of the requisition. The Executive Committee shall deliberate upon the content of the requisition and determine whether it is necessary to convene an Emergency General Meeting. If the Executive Committee decides that the subject matter of the requisition can be justly determined without resort to an Emergency General Meeting it shall inform the requisitionists in writing within 5 days of reaching such a decision. Such information shall include the reason for refusing the requisition and how the Executive Committee intends to address the issues therein.
  - (v) The Executive Committee shall not deny a requisition to call an Emergency General Meeting if it is signed by not less than 20 members of the Association.
  - (vi) Subject to clause (iv) above, two weeks after the receipt of such requisition, the President shall direct the Secretary to convene an Emergency General Meeting of the Association to hold at such place and time as may be decided by the Executive Committee to deliberate upon the matters stated in the requisition together with any other matters as may be decided by the Executive Committee;

- (vii) The Executive Committee shall not be obliged to act on any requisition received less than eight weeks before the date of the Annual General Meeting of the Association but may instead include such matters stated in the requisition as part of the business to be deliberated upon at the Annual General Meeting.
- 7. Decisions at any Annual General Meeting or Emergency General Meeting shall be by a simple majority on a show of hands of members present.
- 8. The quorum at any Annual General Meeting or Emergency General Meeting shall be at least a third of paid up members of the Association.
- 9. Subject to Article 7 (3) above, attendance at the Annual General Meeting or Emergency General Meeting shall be open to all members of the Association.

#### ARTICLE 8.

#### RESOLUTIONS:

- a. Any paid up member desiring to table a resolution for discussion at an Annual General Meeting may do so by sending it in writing to the Secretary at least thirty (30) days before the date of the meeting.
- b. Any member desiring to submit a resolution for discussion at any Emergency General Meeting may do so by sending it in writing to the Secretary, at least five (5) days before the date of the meeting. The Secretary shall circulate the resolution at least 2 (two) days before the meetings for the consideration of the resolution.

Provided that the Executive may admit a resolution notwithstanding that it is submitted outside the time limit.

#### ARTICLE 9.

#### THE EXECUTIVE

The governing body of the Association shall be the Executive Committee of the Association (in this Constitution referred to as "the Executive") and shall consist of the following officers:

- a. President
- b. Vice President
- c. Secretary General

d. Assistant Secretary General

e. Treasurer

f. Social Secretary

g. Three other elected members.

The Members of the Executive shall be elected at the Annual General Meetings of the Association as provided for under Article 13 of this Constitution for a single term of two years.

The Executive shall meet at least once every quarter at such times and places as may be decided by the Executive.

The quorum for the meetings of the Executive shall be 5 members.

Consensus shall be the aim of the Executive but if it becomes necessary to put any questions to vote then it shall be decided by a simple majority based on a show of hands PROVIDED that the Executive may resolve to decide any specific issue by secret ballot.

Any member who is absent from three consecutive meetings of the Executive shall cease to be a member of the Executive unless he or she shows reasonable cause for such absence to the satisfaction of the Executive.

## ARTICLE 10.

### QUALIFICATION TO HOLD EXECUTIVE POSITION

A member of the Association shall be qualified to hold an Executive position if

- i) He or she is a paid up member of the Association;
- ii) He or she has satisfied the post enrolment requirement specified hereunder, viz
  - (a) President and Vice President – not less than 10 years.
  - (b) All other members – not less than 4 years.

## ARTICLE 11

### FUNCTIONS OF THE EXECUTIVE

The Executive shall implement the objectives of the Association and the provisions of this Constitution. In particular the Executive shall exercise and execute the following powers and functions:

- a. To exercise control and management over the finances of the Association including the appointment of suitable banks for that purpose;
- b. The administration of the management and the affairs of the Association;
- c. Maintaining and publishing a directory of legal practitioners qualified to practice at the Bar in The Gambia;
- d. To nominate representatives of the Association to any Statutory, Executive, Judicial or Quasi Judicial Commissions or other bodies;
- e. To express the views of the Association upon any matters of public interest or upon any matters of interest to the Legal Profession;
- f. To make all necessary arrangements for the Annual General Meeting or any other General Meeting of the Association;
- g. To appoint an Executive Secretary for the Association;
- h. To cause the accounts of the Association to be audited annually by a competent professional firm of auditors;
- i. The Executive may appoint one of their members or a suitable member of the Association to fill and or perform the duties pertaining to a vacant office;
- j. To raise and receive funds on behalf of the Association;
- k. Deal with matters relating to professional conduct, etiquette, and discipline relating to members of the Association;

- l. Maintain a law library and encouraging the publication of legal literature and law reports;
- m. Encourage research in the different branches of law;
- n. Secure the well-being and advancement of the legal profession; and
- o. Generally to exercise all the powers vested in the Association so as to promote and carry out the aims and objectives of the Association as contained in this Constitution.

## ARTICLE 12.

### VACANCIES

If a vacancy occurs in the Executive pursuant to Article 9 above or due to resignation, death, mental infirmity or otherwise, the Executive may appoint one of their members or a suitable member of the Association to fill and or perform the duties pertaining to the vacant office provided that member satisfies the requirements specified in Article 10 above.

Any person who fills a vacancy pursuant to this article shall remain a member of the executive for the remainder of the term of the member whose place he or she has filled.

## ARTICLE 13

### DUTIES OF OFFICERS

#### PRESIDENT

The duties of the President shall include:-

- (a) Presiding over the Annual General Meeting or Emergency and other General Meetings of the Association and Meetings of the Executive.
- (b) Directing the summoning of Meetings of the Executive either on his or her own initiative or in accordance with the decision of the Executive.
- (c) Directing all other Officers of the Association in the performance of their duties and coordinating the activities of all Committees of the Association.
- (d) Providing direction and leadership to all Committees of the Association.



- (e) Presenting a presidential address at the Annual General Meeting in writing to highlight the accomplishments, challenges, prospects and future direction of the Association.
- (f) Acting as the principal spokesperson of the Association.
- (g) Ensuring with the assistance of the Secretary General and the Treasurer the efficient and economic use of the Association's Assets and Resources through prudent investments, acquisitions and disposals as may be necessary from time to time subject however to the overall approval of the Executive.

#### VICE PRESIDENT

- (i) Shall in the absence of the President preside over all meetings in which the President is empowered to preside by the provisions of this Constitution.
- (ii) Shall be responsible for the co-ordination of the activities of the Association as may be assigned to him or her by the Executive.
- (iii) Shall perform all other duties as he or she may be directed by the President or the Executive or the Annual General Meeting or which the President is unable to perform for any reason.

#### SECRETARY GENERAL

The Secretary General under the overall direction of the President shall be in charge of the Secretariat and other offices of the Association and his or her duties shall include the following:

- (a) He or She shall on the instruction of the President or in accordance with a previous decision of the Executive or pursuant to a requisition made in accordance with the provisions of this Constitution summon the Annual General Meeting, Meetings of the Executive or other meetings of the Association.
- (b) He or She shall record and keep the minutes including attendance and summary of all decisions taken thereat.
- (c) He or She shall write and dispatch circulars, letters, and other correspondences of the Association including that of the Executive and maintain a record of same.
- (d) He or She shall keep a roll of members of the Association.

- (e) He or She shall furnish an annual return or special reports of the activities of the Association or any of its organs at the Annual General Meeting.
- (f) He or She shall be an ex-officio member of all committees of the Association.
- (g) He or She shall perform all other duties as may be assigned to him or her by the President or the Executive or the Annual General Conference.

#### ASSISTANT SECRETARY GENERAL

- (i) He or She shall assist the Secretary General in the performance of his or her duties and shall in the absence of the Secretary General act in his or her place.
- (ii) He or She shall perform all other duties as may be assigned to him or her by the President, the Secretary General, the Executive or the Annual General Meeting.

#### TREASURER

The duties of the Treasurer shall be as follows:

- (a) He or She shall receive, collect and pay to the Association's bankers all monies collected for the Association or paid to the Association from any source whatsoever.
- (b) He or She shall carry out any decision or directive of the Annual General Meeting in matters relating to the budget or finances of the Association.
- (c) He or She shall prepare or cause to be prepared and submitted to the First Meeting of the Executive an annual budget containing the estimated revenue and expenditure of the Association for the period 1<sup>st</sup> January of every year to 31<sup>st</sup> December of the same year.
- (d) He or She shall invest the monies of the Association in such manner as may be approved by the Executive.
- (e) He or She shall circulate to every member of the Executive the audited accounts and balance sheet for the preceding year.
- (f) He or She shall submit an annual report to the Annual General Meeting to which shall be attached the audited accounts and balance sheet for the preceding year.
- (g) He or She shall perform all other duties as may be assigned to him or her by the President or the Executive or the Annual General Meeting.

#### SOCIAL SECRETARY

The duties of the Social Secretary shall be as follows:

- (a) He or She shall monitor the welfare and interest of members of the Association.
- (b) He or She shall bring to the notice of the Executive any matter concerning the welfare of any member of the Association whether within or outside the country with a view to protecting and preserving their rights, privileges and welfare.
- (c) He or She shall be responsible for managing the programme of assistance for incapacitated or aged members of the Association.
- (d) He or She shall be responsible for supervising the insurance and endowment programmes of the Association.
- (e) He or she shall be responsible for organizing the social and fundraising activities of the Association.
- (f) He or She shall perform all other duties as may be assigned to him or her by the President or the Executive or the Annual General Meeting.

ARTICLE 14.

STANDING COMMITTEES/ADHOC COMMITTEES

1. The Association shall have the following standing committees:
  - a. Complaints Committee
  - b. Finance Committee
  - c. Social Committee
  - d. Disciplinary Committee and
  - e. Such other standing Committees as may be required.

AD-HOC COMMITTEES

- f. The Executive may constitute Committees other than those listed above to deal with such issues and matters as circumstances may dictate; and the

Committees so CONSTITUTED shall have such powers and exercise such functions as the Executive may determine.

- g. Membership of each Committee shall be determined by the Executive from time to time.
2. Each standing Committee shall appoint its own Chairman.
3. The standing Committees may appoint such sub-committee they deem necessary.

## ARTICLE 15.

### ELECTIONS

1. Election of the Executive shall take place at the Annual General Meeting of the Association.
2. Any member who is not disqualified for any reason shall be eligible for election to the Executive.
3. Any member who desires to be elected to the Executive shall be nominated by one member, seconded by another member of the Association, each of whom is similarly eligible for election.
4. Unless otherwise decided by the Association voting shall be by secret ballot.
5. Any member who is in arrears with his subscriptions shall not be entitled to vote or be voted for.

## ARTICLE 16.

### THE SECRETARIAT

1. The Association shall have a Secretariat which shall be headed by the Executive Secretary.

2. The Association shall appoint an Executive Secretary and other principal administrative officer and such other administrative officers for such periods and on such terms as to remuneration and otherwise as it thinks fit. Such administrative officers shall discharge all such duties as the Association shall assign to them respectively.

## ARTICLE 17.

### VOTING

1. Except as provided under Article 13 above, at any Annual General Meeting or Special General Meeting voting shall be by show of hands unless otherwise decided by the Association.
2. Except as otherwise provided by this Constitution all matters submitted to a meeting shall be decided by a simple majority of votes of members present and entitled to vote.
3. In the event of an equality of votes the Chairperson shall have a casting vote.
4. In this Section "Chairperson" means "President".

## ARTICLE 18

### DISCIPLINE

The Association shall have the power to investigate reports of professional misconduct against their members and if need be send a report of the findings of the Chairperson of the Disciplinary Committee to the General Legal Council.

## ARTICLE 19.

### MEMBERSHIP FEES

Each member of the Association shall pay annually by the 31<sup>st</sup> day of March of each year, membership fees as may be determined from time to time by the Executive.

The Executive may from time to time and as may be approved by the Annual General Conference add to, review, amend or alter the annual membership fee payable by members of the Association.

## ARTICLE 20

## SUBSCRIPTIONS AND FUNDRAISING

The Association shall derive its funds from:

- a. Annual or other periodic subscriptions as the Association may determine;
- b. Levies as may be approved by the Executive;
- c. Grants;
- d. Donations;
- e. Penalties imposed on members for late payment of any subscription levied by the Association or for non-attendance at meetings convened by the Association;
- f. Sale of publication and law reports;
- g. Investments of the Association;
- h. Any other lawful sources.

## ARTICLE 21.

### FINANCIAL PROVISIONS

1. The Executive shall establish and maintain under its management and control accounts including bank accounts into which shall be paid all monies received by the Association by way of subscriptions and the proceeds of social functions or other performances, contributions, fees, gifts, subventions or otherwise and out of which shall be paid all expenses and liabilities incurred by the Association and the Executive or other delegated bodies in carrying out their functions.
2. There shall be three Principal signatories of the Association's accounts namely, the President, the Secretary and the Treasurer, any two of whom may sign.
3. No expenditure shall be incurred for any purpose unless such expenditure has been approved generally by the Executive in the annual budget or any supplementary budget of the Association. Provided that in any case of emergency, the Treasurer in consultation with the President and the Secretary

may authorize such expenditure in their discretion and afterwards seek covering approval from the Executive.

4. Monies not required for current purposes may be placed on deposit or invested in the purchase of or upon the security of such shares, stocks, funds, securities, lands, buildings, chattels or other investments or property of whatsoever nature and wheresoever situated and whether involving liabilities or producing income or not.
5. The Association may from time to time borrow money for the purposes of the Association and secure any monies borrowed and to pay interest thereon out of the funds of the Association provided always that the aggregate amount of any borrowing for the time being outstanding shall not exceed one half of the market value of the investments then held by the Association.
6. The Financial year of the Association shall commence on the 1<sup>st</sup> day of January of each year and end on the 31<sup>st</sup> day of December of the same year.
7. The annual accounts of the Association shall be audited by an auditor appointed by the Association at each Annual General Meeting and such auditor shall be eligible for re-appointment.
8. The accounts of the preceding year as audited shall be submitted for approval to the Association at the Annual General Meeting.

## ARTICLE 22

### TRUSTEES:-

There shall be Trustees of the Association who shall be the President, Secretary and Treasurer of the Association in which shall be vested the assets of the Association.

## ARTICLE 23.

### POWER TO MAKE REGULATIONS AND A CODE OF ETHICS

- a) The Association may at any time make regulations for the effective carrying out of the provisions of this Constitution.

- b) The Association may at any time prescribe a Code of Ethics defining as far as conveniently may be defined by general rules, the code of conduct of its members and the standards of practice which they shall be required to adhere to.

ARTICLE 24.

AMENDMENTS TO CONSTITUTION, REGULATIONS AND CODE OF ETHICS

1. Any provision of the Constitution, Regulations and Code of Ethics may be amended or repealed if an Annual General Meeting or an Emergency General Meeting is called for the purpose and the terms of the Amendment or repeal are circulated to members together with the notice convening the meeting and provided that two thirds of members present and entitled to vote accept the amendment or repeal.
2. An Emergency General Meeting called for the purpose of amending or repealing a provision of the Constitution, Regulations or Code of Ethics may be held on such day and at such places as may be determined by the Executive.

Adopted at the Emergency Bar Meeting held at Paradise Suites on the 26<sup>th</sup> day of April 2013.

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PRESIDENT

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SECRETARY GENERAL