

# **STANDING ORDERS FOR COMMITTEES AND SUB-COMMITTEES OF THE BAR COUNCIL**

## **FOREWORD**

The following Standing Orders are issued under the Authority of Regulations 12 and 13 of the Bar Council Constitution.

This edition of the Standing Orders comes into effect on 30 April 2010.

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# INTRODUCTION

## Definitions

1. In these Standing Orders, unless the context requires otherwise:

“Approved regulator” has the meaning given in section 20(2) of the Legal Services Act 2007.

“The Bar Council” means the Council of the General Council of the Bar of England and Wales.

“The Bar Standards Board” and “BSB” means the Board established by the Bar Council to exercise and oversee the regulatory functions of the Bar Council.

“The Chief Accountant” means the member of the Bar Council’s staff with day-to-day responsibility for financial matters.

“The Chief Executive” shall mean the person for the time being appointed to such position pursuant to the provision of Regulation 17 of the Constitution of the General Council of the Bar.

“The Complaints Commissioner” means the Bar Council’s lay commissioner for complaints.

“The Code of Conduct” and “Code” means the Code of Conduct of the Bar Council of England and Wales.

“CPD” means the continuing professional development requirements of the Bar Council.

“The Director of the BSB” shall mean the member of the Bar Council’s staff for the time being appointed to that position.

“The Director of Central Services” shall mean the member of the Bar Council’s staff for the time being appointed to that position.

“The Director of Representation and Policy” shall mean the member of the Bar Council’s staff for the time being appointed to that position.

“Disciplinary Tribunal” is a tribunal appointed under the provisions of the Disciplinary Tribunals Regulations 2004 as set out in Annex K of the Code of Conduct.

“Employed Bar” means those practising as employed barristers.

“The Inns’ Council” and “COIC” means the Council of the Inns of Court or any committee thereof.

“Lay person” means a member of a representative committee, sub-committee or panel who is not a practising barrister.

“Nolan principles” means the Seven Principles of Public Life as laid down in the First Report of the Committee on Standards in Public Life and are attached as Annex A C.

“The Officers” means the Chairman of the Bar Council, the Vice-Chairman of the Bar Council and the Treasurer of the Bar Council.

“Practising barrister” means a barrister holding a current practising certificate issued by the Bar Council.

“Regulatory functions” has the meaning given in section 27(1) of the Legal Services Act 2007, and the BSB is responsible for determining any question whether a matter involves the exercise of a regulatory function.

“Representative functions” has the meaning given in section 27(1) of the Legal Services Act 2007

“Representative committees” means the committees established pursuant to Part Two of these Standing Orders

“Student” means a student member of an Inn of Court.

“Young Bar” means those practising as self-employed or employed barristers who are or were at any relevant date of less than 7 years’ call.

Any terms used in the Legal Services Act 2007 have the same meaning as in that Act.

## **The Functions of the General Council of the Bar**

2. The functions of the Bar Council are set out in paragraph 1 of the Constitution of the Bar Council. They include:
  - a. Being the governing body of the Bar;
  - b. Considering, laying down and implementing general policy with regard to all matters affecting the Bar;
  - c. Maintaining the standards, honour and independence of the Bar, promoting, preserving and improving the services and functions of the Bar, and representing and acting for the Bar generally, as well as in its relations with others and also in matters affecting the administration of justice.
3. The Bar Council is an approved regulator for the purposes of the Legal Services Act 2007.
4. The Bar Council has established the BSB to exercise the regulatory functions of the Bar Council.

5. To fulfil its functions, the Bar Council will represent the Bar as a modern and forward-looking profession, which seeks to maintain and improve the quality and standard of its service to all consumers of its services while acting at all times in the interests of justice.
6. In respect of its representative functions and other matters, the Bar Council will:
  - a. Develop and promote the work of the Bar;
  - b. Conduct research and promote the Bar's views on matters affecting the administration of justice, including substantive law reform;
  - c. Provide services for members of the Bar, eg fees collection, publications, conferences;
  - d. Provide guidance on practice management and the development and use of information technology;
  - e. Promote the Bar's views with Government, the EU, the Law Society, international Bars and other organisations with common interests.

## PART ONE

### DISCHARGE OF THE REGULATORY FUNCTIONS

#### Bar Standards Board (BSB)

7. The Bar Council wishes to have in place arrangements which observe and respect the principle of regulatory independence (as defined in rule 1 of the Internal Governance Rules 2009), i.e. the principle that structures or persons with representative functions must not exert, or be permitted to exert, undue influence or control over the performance of regulatory functions, or any person(s) discharging those functions.
8. The Bar Council intends that it should at all times act in a way which is compatible with the principle of regulatory independence and which it considers is most appropriate for the purpose of meeting that principle.
9. Accordingly, the Bar Council, its committees and sub-committees and the Officers:
  - a. shall not prevent any person involved in the exercise of the Bar Council's regulatory functions from making representations to, being consulted by or entering into communications with any person(s), including, but not limited to, the Legal Services Board, its Consumer Panel, the Office for Legal Complaints or any approved regulator;
  - b. shall not cause the exercise by the BSB of the Bar Council's regulatory functions to be prejudiced by any representative functions or interests;
  - c. shall not prevent the exercise by the BSB of the Bar Council's regulatory functions being, so far as is reasonably practicable, independent of any representative functions;
  - d. shall not prevent any person involved in the exercise of the Bar Council's regulatory functions from notifying the Legal Services Board where they consider that their independence or effectiveness is being prejudiced;
  - e. shall not publish any guidance on regulatory matters which contradicts or adds material new requirements to any rules or guidance made by the BSB; and
  - f. shall not publish any guidance on regulatory matters without first consulting the BSB.
10. Except with the concurrence of the Legal Services Board, the Bar Council:
  - a. shall not intervene, or make directions, in respect of the management or performance of the Bar Council's regulatory functions; and
  - b. shall not dismiss any member of the BSB (except insofar as the Bar Council would be, or would reasonably be considered likely to be, exposed to any material legal liability (other than to pay wages, salaries etc.) as a

consequence of the delay required to obtain the concurrence of the Legal Services Board).

11. It shall be the duty of the Officers and of the Chief Executive:
  - a. to promote and protect the application of the principle of regulatory independence in relation to the BSB; and
  - b. to exercise (consistently with the provisions of and made under the Legal Services Act 2007) the Bar Council's responsibility (which is hereby delegated to them) for oversight and monitoring of the BSB.
12. The Bar Council shall consult the BSB before amending the Constitution of the BSB, terminating the BSB or revoking the delegation of the Bar Council's regulatory functions to the BSB.
13. No member of the BSB may be responsible for any representative function(s).

## PART TWO

### DISCHARGE OF REPRESENTATIVE FUNCTIONS

#### The General Management Committee (GMC)

14. The Terms of Reference of the Committee are:
  - a. To direct the day-to-day management of the Bar Council's affairs in accordance with policy decided by the Bar Council except in respect of matters of policy which fall within the terms of reference of the BSB;
  - b. To keep under review all matters of policy affecting the Bar with a view to submitting proposals to the Bar Council for approval or to the BSB where the matter is one which is within its terms of reference;
  - c. To consider strategic planning matters, including topics raised by representative committees; to appoint working groups as required;
  - d. To keep objectives and priorities under review and to ensure the efficient conduct of Bar Council business except in respect of matters which fall within the terms of reference of the BSB;
  - e. To give direction to the representative committees on Bar Council objectives and priorities and to ensure that duplication of effort is avoided;
  - f. To give direction, where necessary, on the allocation of resources except resources allocated to the BSB;
  - g. To scrutinise the annual budget and where necessary to determine priorities except in respect of resources allocated to the BSB;
  - h. To keep under review and, where necessary, formulate proposals for the amendment of Standing Orders and the Bar Council's constitutional arrangements and all procedural matters affecting the Bar Council's business. In matters affecting the responsibility of the BSB, the GMC will consult the BSB before submitting proposals to the Council for approval.
15. The following representative committees will report to the GMC:
  - a. Legal Services Committee;
  - b. Training for the Bar Committee;
  - c. Professional Practice Committee;
  - d. International Relations Committee;
  - e. Employed Barristers' Committee;

- f. Remuneration Committee;
- g. Public Affairs Committee;
- h. Equality and Diversity committees;
- i. Policy and Research Group;
- j. Law Reform Committee;
- k. Young Barristers' Committee;
- l. European Committee.

These committees will supervise the work of subsidiary committees and working groups, where required. The Equality and Diversity Committees retain the right of direct access to the Chairman of the Bar and the Chairman of the BSB.

16. The membership of the GMC shall be:
- a. The Chairman and Vice-Chairman of the Bar;
  - b. The Treasurer;
  - c. The chairmen of the Legal Services, Training for the Bar, Professional Practice, Public Affairs, International Relations, Remuneration, Employed Barristers', European and Young Barristers' committees and the Policy and Research Group;
  - d. 2 circuit leaders;
  - e. One of the vice-chairmen of the Employed Barristers' Committee;
  - f. 6 representatives of the Bar Council and 6 Additional members (of whom 2 shall be employed barristers);
  - g. An Equality and Diversity advisor;
  - h. The Chief Executive.

The Chairman of the BSB or his representative shall have the right to attend and speak.

The persons referred to in clause c. above and any circuit leader or chairman of a Specialist Bar Association may appoint their respective vice-chairmen to attend any meeting of the GMC in their stead.

The Chairman of Law Reform Committee may attend the GMC when matters of relevance to that Committee are discussed.

17. The GMC shall meet as often as its business requires and shall be exempt from Standing Order 68.

18. The Chairman of the Bar, or in his absence the Vice-Chairman of the Bar, shall preside at all meetings of the GMC.

### **Legal Services Committee**

19. The Terms of Reference of the Committee are:
  - a. To keep under review the development of the work of the Bar in England and Wales;
  - b. To consider matters affecting the administration of justice, rights of audience for people other than barristers and other matters affecting the interests of the Bar;
  - c. To maintain relations with and making representations to government, the EU, the Law Society and other organisations with common interests in the administration of justice;
  - d. To monitor and liaise with the BMIF;
  - e. To co-ordinate the work of the Access to the Bar Committee

### **Training for the Bar Committee**

20. The Terms of Reference of the Committee are:
  - a. To keep under review the arrangements for qualification and training for practice as a barrister and propose any changes to the BSB;
  - b. To keep under review policy for training for practice and propose any changes in policy to the BSB;
  - c. To respond to proposals from the BSB, the Law Society, the Inns' Council and other bodies in respect of the education and training of lawyers generally;
  - d. To provide advice to prospective barristers about the Bar;
  - e. To provide services, such as the OLPAS scheme to assist those wishing to become barristers and chambers seeking to recruit barristers;
  - f. To provide advice to chambers and other bodies seeking to recruit and train barristers;
  - g. To identify areas where it considers there is a need to facilitate the provision of training and educational events.

## **Professional Practice Committee**

21. The Terms of Reference of the Committee are:

- a. To keep under review the rules and guidance governing practice as a barrister and to develop proposals for submission to the BSB;
- b. To respond to proposals from the BSB and other bodies in respect of practice as a lawyer;
- c. To issue guidance to the Bar on issues affecting practice and conduct;
- d. To consider and advise on issues of concern to the practising Bar including maintaining the Practice Management Guidelines, accommodation, insurance and developments in the law on information technology, through the Information Technology Panel;
- e. To keep under review the development and administration of the BARMARK scheme;
- f. To liaise with the Legal Services Commission over its Quality Mark scheme, which responsibility is hereby delegated to the BARMARK Committee;
- g. To oversee the work of the IT Panel and the Alternative Dispute Resolution Committee.

## **International Relations Committee**

22. The Terms of Reference of the Committee are:

- a. To promote the standing and the interests of the Bar internationally;
- b. To support the rule of law internationally;
- c. To further the objectives above by co-operation between the Bar and legal professions abroad and by participation in the work of international legal associations and professional bodies so as to:
  - i. Keep abreast of international developments;
  - ii. Influence international legal developments; and
  - iii. Inform the Bar accordingly.

## **Remuneration Committee**

23. The Terms of Reference of the Committee are:

- a. To consider and advise on all matters relating to:

- i. The remuneration of the Bar including legal aid;
  - ii. The terms on which barristers accept work;
  - iii. Administration of the Withdrawal of Credit Scheme.
- b. To advise the Bar in respect of tax and pension issues;
  - c. To supervise the Fees Collection Committee.

### **Public Affairs Committee**

24. The Terms of Reference of the Committee are:

- a. To set the Bar Council's public affairs agenda and to keep its public affairs image under review;
- b. To keep under review media and parliamentary issues of interest to the Bar;
- c. To give directions to the Bar's public affairs consultants;
- d. To speak for the profession on matters of public interest;
- e. To nominate Bar Council spokespersons, in consultation with the Bar's public affairs consultants;
- f. To support and develop regional public affairs activity;
- g. To keep under review the contract of the Bar's public affairs consultants;
- h. To report on public affairs matters to the GMC, BSB and the Council;
- i. To draw up the Public Affairs budget, keep it under review and supervise donations.

### **Law Reform Committee**

25. The Terms of Reference of the Committee are to develop and consider proposals for law reform and to submit views to the Government and others where appropriate.

### **Employed Barristers' Committee**

26. The Terms of Reference of the Committee are:

- a. To consider all matters relevant to practice at the employed Bar;
- b. To advise representative committees of the Bar Council and their sub-committees on all matters which appear to the Employed Barristers' Committee to be of particular concern to the employed Bar, or upon which advice is sought by other representative committees or sub-committees of the Bar Council;

- c. To consider and advise on the implications for the employed Bar of any regulatory changes proposed by the BSB.

### **Young Barristers' Committee**

27. The Terms of Reference of the Committee are:

- a. To advise the representative committees of the Bar Council and their sub-committees on all matters which appear to the Young Barristers' Committee to be of particular concern to young barristers, or upon which advice is sought by other representative committees or sub-committees of the Bar Council, and to liaise with the BSB on such matters as necessary;
- b. To take such steps as seem likely to promote the interests of the Young Bar having regard to the interests of the Bar as whole;
- c. To elect a chairman and vice-chairman amongst their number.

### **Policy Advisory Group**

28. The terms of reference are:

- a. To report and make recommendations to the GMC periodically and as required to the Bar Council on issues likely to affect the Bar and the market for legal services over the next 5 years;
- b. To co-ordinate the collection of information available to the Bar Council which is relevant to its work;
- c. To co-ordinate the research undertaken on behalf of the representative committees of the Bar Council;
- d. To consult members of the Bar and others as appropriate;

### **European Committee**

29. The terms of reference of the Committee are:

- a. To monitor and address legal issues emanating from the European Communities including policy and legislative proposals from all of the Community institutions;
- b. To co-ordinate responses to policy issues and consultative documents, to liaise with the relevant Specialist Bar Associations, circuits and Bar Council committees and the BSB on such issues and to make representations to the appropriate authorities.

### **Equality and Diversity (Race and Religion) Committee**

30. The Terms of Reference of the Committee are:

- a. To address race and religious belief issues in so far as they affect the Bar;
- b. To raise directly with the Chairman of the Bar and/or the Chairman of the BSB any matters of concern within its terms of reference.

### **Equality and Diversity (Sex, Sexual Orientation and Age) Committee**

31. The Terms of Reference of the Committee are:

- a. To address equal opportunities and diversity in relation to sex, sexual orientation and age in so far as they affect the Bar, excluding matters in the purview of the other two Equality and Diversity committees;
- b. To raise directly with the Chairman of the Bar and/or the Chairman of the BSB matters of concern within its terms of reference.

### **Equality and Diversity (Disability) Committee**

32. The Terms of Reference of the Committee are:

- a. To encourage the Bar, the Inns of Court, the institutions educating Bar students, the Department for Constitutional Affairs and other government departments concerned with the administration of justice to contribute, in whatever form they can, to improving access to the law for people with physical, sensory or mental disabilities;
- b. To seek the improvement specifically of the present physical access to the courts and to legal advice from the Bar for people with disabilities;
- c. To monitor progress towards all such improvements;
- d. To inform the Inns of Court and the Bar where necessary of problems encountered by people with disabilities and of their general, legal and other obligations towards people with disabilities;
- e. To provide advice and assistance to members and former members of the Bar with disabilities;
- f. To provide advice and assistance to people with disabilities who wish to become barristers;
- g. To establish and maintain a list of barristers with experience in disability matters;
- h. To raise directly with the Chairman of the Bar and/or the Chairman of the BSB matters of concern within its terms of reference.

### **Information Technology Panel**

33. The terms of reference of the Panel are:

- a. To consider IT developments as appropriate and their implications for the legal services market and the practising Bar;
- b. To act as the focus for contributions to IT developments in both the public and private sectors, including external projects deserving or requiring specialist IT input from the Bar Council.
- c. To provide advice to the Bar on IT matters;
- d. To provide IT input as required on any Bar Council committee or activity needing it in relation to any matter or project;
- e. To facilitate liaison and co-ordination between Bar Council committees in matters involving IT.

### **Access to the Bar Committee**

34. The terms of reference are:

- a. To keep under review the provisions of the Code of Conduct relating to Public Access to the Bar and the Licensed Access Scheme, issue guidance as appropriate and to make recommendations to the Bar Standards Board as necessary;
- b. To promote Public Access;
- c. To promote Licensed Access;
- d. To monitor the work of external organisations which work with barristers through Public or Licensed Access;
- e. To assume responsibility for all of the above in relation to any other forms of Direct Access, (save that which is already permissible under the International Practice Rules).

### **Member Services Board**

35. The terms of reference of the Board are:

- a. To develop and keep under review a strategy for the provision of services to the Bar on a commercial basis (“commercial services”);
- b. To provide strategic direction and support to the Head of Member Services in relation to the development and implementation of member services;
- c. To ensure that member services are fit for purpose, competitively priced and meet the needs of the members of the Bar;
- d. To ensure that the Member Services Department provides services which generate incremental revenue for the Bar Council;

- e. To make recommendations on new members services and revenue opportunities to the finance Committee, General Management Committee and Bar Council as appropriate;
- f. To consider whether any currently out-sourced services can be brought in-house for the benefit of the profession and the Bar council; and
- g. To ensure that contractual arrangements with 3<sup>rd</sup> party service providers offer appropriate protection for the Bar Council and safeguard its reputation and financial standing.

### **Membership of Committees Discharging Representative Functions**

36. Members of representative committees shall be appointed in accordance with Schedule One (B) and shall have not fewer than 8 and not more than 30 barrister members, of whom:
- a. At least one third of the total membership, excluding *ex-officio* members, shall be members of the Bar Council;
  - b. At least one and not more than 3 members shall be appointed vice-chairman or vice-chairmen;
  - c. At least one member shall be a representative of each of the following:
    - i. A circuit;
    - ii. The employed Bar;
    - iii. The Young Bar;
    - iv. Any further committee or sub-committee reporting to the relevant main committee.
37. At least 2 representatives of self-employed barristers shall be appointed to the Employed Barristers' Committee.
38. Subject to the approval of the Chairman of the Bar Council, representative committee membership may include the appointment in lieu of barrister members of such chambers' senior clerks and practice managers as are appropriate for the effective discharge of committee responsibilities.
39. a. The Chairman and Vice-Chairman of the Bar are *ex-officio* members of all representative committees and any other committees appointed by the Bar Council except the BSB and its regulatory committees.
- b. The Chairman and Vice-Chairman of each representative committee are *ex-officio* members of any committee which reports to it.
40. The Law Reform Committee, the Remuneration Committee, the International Relations Committee, the Equality and Diversity Committees and the Policy Advisory Group shall be exempt from the membership provisions of paragraph 49 as follows:

- a. At least 4 members of the Law Reform Committee shall be members of the Bar Council and the provision at paragraph 49a shall not apply;
  - b. At least 6 members of the Remuneration Committee shall be members of the Bar Council and the provision at paragraph 49a shall not apply;
  - c. At least 6 members of the International Relations Committee shall be members of the Bar Council and the provision at paragraph 49a shall not apply;
  - d. At least 2 members each of the Equality and Diversity committees shall be members of the Bar Council and the provision at paragraph 49a shall not apply;
  - e. At least 4 members of the Policy Advisory Group shall be members of the Bar Council; the provision at paragraph 49a and the restriction on lay membership at paragraph 58 shall not apply
41. Casual vacancies in the membership of any representative committee or sub-committee shall be filled as soon as reasonably convenient in accordance with the respective membership provision.
  42. Members of representative committees who are not members of the Bar Council (additional members) shall have the same powers and duties as other members, save that they may not serve as chairman of any of the representative committees excepting the Equality and Diversity committees and the Law Reform Committee, to which a vice-chairman who is a member of the Bar Council shall be appointed if the appointed chairman is not a member of the Bar Council.
  43. Every committee or sub-committee discharging representative functions may at any time invite any person to attend in an advisory or consultative capacity at any of its meetings.
  44. Committees discharging representative functions may co-opt draftsmen to help them with the conduct of their business. Such co-options shall have no voting rights.

### **Lay Persons**

45. Subject to the approval of the Chairman of the Bar, any representative committee chairman may appoint up to 3 lay persons in lieu of barrister members, provided that lay representation on any committee shall not exceed one quarter of the total membership of the committee, excluding *ex-officio* members. Lay persons of committees shall have the same powers and duties as other members, save that they may not serve as chairman of any of the committees discharging a representative function.

### **Alternates**

46. Circuit Leaders, chairmen of Specialist Bar Associations and Inns' representatives may be represented by alternates on representative committees when they are unable to attend meetings.

## PART THREE

### FINANCE AND RESOURCES

#### General

47. The purpose of this Part is to set out the arrangements:

- a. for ensuring that the Bar Council's finances and other resources are properly managed and accounted for; and
- b. for ensuring that the Bar Council complies with its obligations under rule 7(d) of the Internal Governance Rules 2009 to take such steps as are reasonably practicable to ensure that it provides such resources as are reasonably required for or in connection with the exercise of its regulatory functions.

48. The Treasurer on behalf of the GMC, BSB and the Finance and Audit Committee will keep the Bar Council briefed on all matters of financial importance and on behalf of the Finance and Audit Committee will keep the BSB briefed on all matters of financial importance.

49. The Chief Executive is the accounting officer and responsible for financial planning, day-to-day financial management and the collection of practising certificate fees and member services fees.

#### Finance and Audit Committee

50. The terms of reference of the Finance and Audit Committee are:

##### *Financial Reporting and Controls*

- a. To determine and keep under review the Bar Council's accounting policies and procedures;
- b. At least every 3 years, to review Bar Council income, expenditure and organisation comprehensively in consultation with the BSB and GMC and to provide a report to the Bar Council on the results of any such review;
- c. ~~a.~~ To review and finalise the annual budget, in consultation with the BSB and GMC as appropriate, for presentation to the Bar Council and to review, also in consultation with the BSB and GMC as appropriate, and where appropriate put forward proposals for the alteration of practising certificate fees and member services fee levels and bandings;
- d. ~~b.~~ To review the Bar Council's monthly management accounts and the quarterly reports provided by the Chief Executive and Directors and make recommendations or take such actions as may be necessary or desirable in the interests of the Bar Council in the light of such accounts;

- e. To oversee the production, and monitor the integrity, of the Bar Council's annual report and accounts and, subject to audit, to approve them for submission to the Bar Council;
- f. To determine and keep under review the Bar Council's banking arrangements, so as to ensure that they reflect current need, value for money and balance of risk;
- g. To keep under review the level and nature of the Bar Council's investments, borrowings and insurance cover (other than under the Bar Council's Mutual Indemnity Scheme) and take all such action in relation thereto as is necessary or desirable in the interests of the Bar Council;
- h. To produce and keep under review a Finance Manual setting out the procedures for preparing the annual budget, levels and procedures for the authorisation of expenditure and all other financial controls;
- i. To determine the circumstances under which any person may be exempted in whole or part from any requirement to pay a practising certificate fee or member services fee to the Bar Council;
- j. To oversee and delegate, if appropriate, contractual arrangements affecting the hire or purchase of the Bar Council's premises and its office equipment and furniture;
- k. To provide advice on any other matters referred to it by the Bar Council, the BSB or the GMC.

*Governance, Risk Management and Internal Controls*

- l. To establish and maintain an effective system of integrated governance, risk management and internal control, including an annual review of the Bar Council and BSB risk registers, and to make appropriate use for this purpose of:
  - (i) internal audits;
  - (ii) external audits; and
  - (iii) reports and assurances from the Chief Executive and Directors.

*Internal Audit*

- m. To determine and keep under review the need for, and the arrangements for the provision of, internal audits, having regard to the Bar Council's risk management strategy and the need for the internal audit function to be effective, to be adequately resourced and to have appropriate standing within the Bar Council;
- n. To appoint (if and when appropriate) a head of internal audit and to determine and keep under review his or her remit and work;

- o. To consider any internal audit reports, and any management responses thereto, and make recommendations or take such actions as may be necessary or desirable in the interests of the Bar Council in the light thereof;

*External Audit*

- p. To make recommendations to the Bar Council on the appointment and removal of the external auditors;
- q. To oversee the relationship with the external auditors, including:
  - (i) approving their terms of engagement and remuneration;
  - (ii) ensuring that the nature and scope of the external audit is agreed in advance;
  - (iii) ensuring that the external auditors are informed of any significant developments or risks which might impact upon the audit process or fee; and
  - (iv) ensuring that there is co-ordination of internal and external audit activity.
- r. To monitor and review the external auditor's independence, objectivity and effectiveness;
- s. To review the findings of the external auditor and ensure that issues raised in the management letter are addressed by the Bar Council's staff;
- t. To determine and keep under review policy on the engagement of the external auditor to supply non-audit services.

51. The membership of the Finance and Audit Committee shall be:

- a. The Treasurer of the Bar Council [Chairman];
- b. The Vice-Chairman of the BSB [Vice-Chairman];
- c. The Chairman and Vice-Chairman of the Bar Council and the Chairman of the BSB;
- d. Three practising barristers nominated by the Chairman of the Bar Council of whom not more than 2 4 may be members of the Bar Council;
- e. Three members of the BSB or of a BSB committee nominated by the Chairman of the BSB;
- f. Two independent lay persons nominated jointly (in consultation with the Treasurer of the Bar Council) by the Chairman of the Bar Council and the Chairman of the BSB acting in accordance with the Nolan principles of public

life and taking account of best practice for public appointments, including in particular the Commissioner for Public Appointments' Code of Practice for Ministerial Appointments to Public Bodies;

g. The Chief Executive.

In attendance: the Director of the BSB, the Director of Central Services, the Director of Representation and Policy, and the Chief Accountant (who shall act as secretary to the Finance and Audit Committee).

51. Each of the members of the Finance and Audit Committee other than the lay persons identified in paragraph 51(f) above and the Chief Executive may nominate an alternate who is entitled to take their place at any meeting which the member is unable to attend.

### **Emoluments Committee**

52. The Emoluments Committee is a sub-committee of the Finance and Audit Committee.

53. The terms of reference of the Emoluments Committee are:

- a. To set parameters for, determine, and report to the Finance and Audit Committee on, the remuneration and terms of engagement of the following:
  - (i) The Chairman of the Bar Council.
  - (ii) The Vice-Chairman of the Bar Council.
  - (iii) The Chairman of the BSB.
  - (iv) The Vice-Chairman of the BSB.
  - (v) The members of the BSB.
  - (vi) The Chief Executive.
  - (vii) The Director of the BSB.
  - (viii) The Director of Representation and Policy.
  - (ix) The Director of Central Services.
  - (x) All lay members of any Bar Council or BSB committee, sub-committee, panel, working party or other body.
  - (xi) The Complaints Commissioner.
- b. To advise the Chairman of the Bar Council on the recruitment of the Chief Executive;
- c. To advise the Bar Council on human resources strategy and policy, including
  - (i) the annual pay award to staff;
  - (ii) best employment practice and the implications of new employment legislation;
  - (iii) remuneration strategy for senior staff;
  - (iv) procedures for the appraisal against any approved business plan or target set by the Bar Council or the BSB of Bar Council employees

(including the Director of the BSB and those employees managed by the Director of the BSB); and

- (v) the consideration of appeals by staff at the grade of Deputy Director and above against decisions relating to dismissal, promotion or demotion.

54. The membership of the Emoluments Committee shall be:

- a. The Treasurer of the Bar Council (Chairman);
- b. The Chairman of the Bar Council;
- c. The Chairman of the BSB (or, in respect of matters which the Chairman of the BSB is not entitled to discuss, the Vice-Chairman of the BSB);
- d. Two independent lay persons, who may also be members of the Finance and Audit Committee, each of whom:
  - (i) shall be nominated jointly (in consultation with the Treasurer of the Bar Council) by the Chairman of the Bar Council and the Chairman of the BSB acting in accordance with the Nolan principles of public life and taking account of best practice for public appointments, including in particular the Commissioner for Public Appointments' Code of Practice for Ministerial Appointments to Public Bodies; and
  - (ii) shall be appointed for a term of three years, renewable once, having regard to their familiarity with current human resources practice and remuneration arrangements for senior appointments in the public and private sectors.

55. No member of the Emoluments Committee shall take part in the discussion of a matter in which he or she has a personal interest.

### **The Provision of Resources to the BSB**

56. The resources to be provided to the BSB in each year shall be determined as part of the annual budgeting process.

57. The resources provided to the BSB shall include, as provided for in the annual budget:

- a. Funds to be spent for the BSB's purposes identified in the annual budget.
- b. The full-time services of the Director of the BSB and of other Bar Council employees managed by the Director of the BSB.
- c. A share of shared services, including:
  - (i) accommodation;

- (ii) IT services; and
- (iii) the services of Bar Council employees managed by the Director of Central Services.

58. In relation to the resources provided to the BSB:
- a. The Bar Council shall observe the requirements of Part 1 above.
  - b. The BSB shall observe the procedures and requirements contained in or made under this Part.
59. The procedures for preparing the annual budget shall be set out in the Finance Manual.
60. The Finance and Audit Committee and the BSB shall use their best endeavours to reach agreement as to those items in the annual budget concerning the resources to be provided to the BSB.
61. If in any year the Finance and Audit Committee and the BSB are unable to reach agreement on any such item or items, then a Budget Review Group shall be formed to resolve any such differences and the Finance and Audit Committee shall, in preparing the annual budget, give effect to the conclusions of that Budget Review Group.
62. Any other issues concerning the resources provided to the BSB:
- a. shall if possible be resolved by agreement between the Director of the BSB and the Director of Central Services;
  - b. if so not so resolved, shall be referred to and resolved by the Chief Executive; and
  - c. if not so resolved, shall be referred by the Chief Executive to and resolved by the Finance and Audit Committee.

### **Budget Review Groups**

63. The membership of any Budget Review Group shall be
- a. The Treasurer of the Bar Council. (Chairman)
  - b. The two independent lay members of the Finance and Audit Committee.
  - c. One member of the Finance and Audit Committee nominated by the Chairman of the Bar Council.
  - d. One member of the Finance and Audit Committee nominated by the Chairman of the BSB.
64. Meetings of a Budget Review Group shall be attended by:

- a. The Chief Executive.
  - b. The Directors of:
    - (i) The BSB.
    - (ii) Central Services.
    - (iii) Policy and Representation.
  - c. The Chief Accountant.
  - d. Such other person(s) as the Budget Review Group may invite.
65. The terms of reference of any Budget Review Group shall be to resolve any difference in relation to those items in the annual budget concerning the resources to be provided to the BSB which arises in the preparation of the budget and which cannot be resolved by agreement between the Finance and Audit Committee and the BSB.
66. Any Budget Review Group shall consult with the BSB and shall have regard, inter alia, to:
- a. The requirements of Part 1 above.
  - b. The Bar Council's obligation under rule 7(d) of the Internal Governance Rules 2009 to take such steps as are reasonably practicable to ensure that it provides such resources as are reasonably required for or in connection with the exercise of its regulatory functions.
  - c. In respect of any disputed item proposed for inclusion in the annual budget:
    - (i) The BSB's objectives (the determination of which is a matter for the BSB).
    - (ii) Whether the proposed budget item is appropriate to achieve the BSB's objectives.
    - (iii) Any options for achieving those objectives more economically or efficiently.
    - (iv) Any measures which have been, or could be, taken to reduce the cost of the proposed item.
    - (v) Any offsets available against the cost of the proposed item.
    - (vi) Any cost/benefit analysis or assessment of priorities conducted by the BSB.
    - (vii) The financial burden on the profession both individually and collectively which would result from providing the resources required by the proposed item.

## **The Chairmen's Committee**

67. The terms of reference of the Chairmen's Committee shall be to keep under review all aspects of the relationship between the Bar Council and the BSB.
68. The Chairmen's Committee shall consist of:
  - a. The Chairman of the Bar Council.
  - b. The Chairman of the BSB.
  - c. The Vice-Chairman of the Bar Council.
  - d. The Vice-Chairman of the BSB.
  - e. The Treasurer of the Bar Council.
  - f. The Chief Executive.
69. Meetings of the Chairmen's Committee shall be attended by:
  - a. The Directors of:
    - (i) The BSB.
    - (ii) Central Services.
    - (iii) Policy and Representation.
  - a. Such other person(s) as the Chairmen's Committee may invite.

## PART FOUR

### PROCEEDINGS OF COMMITTEES

#### Quorum

70. No business shall be transacted at any meeting of any committee or sub-committee unless one quarter of the members are present. The minimum quorum is 2 members. *Ex-officio* members count towards a quorum.

#### Minutes

71. Minutes of the proceedings of a meeting of a committee or sub-committee shall be drawn up and shall be signed at the next meeting by the person presiding thereat, or as soon as possible after the final meeting, and if signed in this way shall be sufficient evidence without further proof of the facts therein stated.

#### Agenda Papers

72. At least 3 clear days before a meeting the agenda paper for the meeting shall be sent to its members and no other business, unless the chairman judges it urgent, shall be brought before the meeting.

#### General

73. Committees may act in matters within their terms of reference, within their budget as approved by the Bar Council, and shall promote such policies as may be laid down by the Bar Council. The representative committees shall make periodic reports to the Bar Council. Other committees and sub-committees shall make periodic reports to the committees to which they report.
74. Matters requiring a vote in committee shall be decided by a simple majority. The person presiding at a meeting of a committee, or sub-committee, shall have a second, casting vote.
75. Between meetings the chairman of a committee or sub-committee or in his absence a vice-chairman may take action on its behalf on matters which are of a routine character or will not admit of delay, and may act similarly on minor or specially urgent matters. In addition, a chairman (or in his absence a vice-chairman) may deal with such other matters within a committee's terms of reference and the approved budget as the committee may from time to time determine. All such action is to be recorded, and reported to the next committee meeting.
76. The chairman of each committee or, in his absence, the vice-chairman of that committee shall take the chair at every meeting of such committee. In the absence of the chairman and the vice-chairman the members actually present shall proceed to elect a chairman from among their number for the purpose of that meeting.
77. Committee chairmen should consult with the Secretariat on a regular basis to establish objectives, priorities and action plans and to review committee expenditure.

Responsibility for routine matters should always be delegated to a member of the Secretariat as a matter of principle.

78. Any committee may appoint a working party to conduct a particular study. This is not to be done without consideration of the resource implications, and in particular staff time and priorities. No permanent sub-committee or their subsidiary body is to be established without reference to the GMC. Approval will not be given without full consideration of the resource implications.
79. All acts done in good faith by any committee shall, notwithstanding that there was some defect in the appointment of any of its members or any error in its composition, be as valid as if there was no such defect or error.
80. Subject as herein before expressly provided each committee shall meet and regulate its business in such manner as its members shall think fit.

## **Finance**

81. The Bar Council's financial management controls are set out in the Finance Manual produced by the Finance and Audit Committee. They include the responsibilities of committee chairmen and the Secretariat for the control of funds allocated to them. All committees and committee chairmen must comply with the provisions of the Finance Manual as regards the permitted use of sums allocated to them in the annual budget.

## **Confidentiality**

82. This section concerns issues of confidentiality in relation to:
  - a. Material supplied to the Bar Council;
  - b. Deliberations during the course of the proceedings of the Bar Council, its committees and working parties;
  - c. Decisions of, and reports produced by, the Bar Council, its committees and working parties;
  - d. Decisions of, and reports produced by, the Bar Council, its committees and working parties;
83. Some of the material and deliberations referred to in sub paragraphs a. and b. above will have no element of confidentiality, eg because of their intrinsic nature. Some will be highly sensitive. Where the material originates from outside sources on terms of confidentiality, or the deliberations are of a confidential or sensitive nature, such information is not to be released to persons outside the Bar Council without following the procedure set out in paragraph 83.
84. Reports and recommendations produced by the Bar Council, its committees and working parties will normally be distributed as widely as possible. Care is to be taken in the preparation of such reports that confidential and sensitive information, eg relating to the income of members of the Bar or the turnover of individual chambers, is not to be used without the approval of the provider of that information. The details of the release and distribution of such reports and recommendations will normally be

co-ordinated with the Bar Council's public relations consultants to ensure that the greatest impact is achieved.

85. All matters concerning confidentiality or the release of reports and recommendations are to be referred to the Chief Executive who will, when necessary, seek guidance from the GMC, who will have regard to the interests of the profession as a whole.
86. Legal advice or opinions obtained by the Bar Council or any committee shall be confidential to the Bar Council, unless the Chairman of the Bar decides that it is appropriate to release the advice.

### **Management of the Release of Bar Council Papers**

87. Arrangements for managing the release of Bar Council papers are set out at Annex B.

## THE NOLAN PRINCIPLES

The Committee on Standards in Public Life in its First Report has set out '**Seven Principles of Public Life**' which it believes should apply to all in the public service. These are:

1. **Selflessness**  
Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.
2. **Integrity**  
Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.
3. **Objectivity**  
In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
4. **Accountability**  
Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
5. **Openness**  
Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.
6. **Honesty**  
Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
7. **Leadership**  
Holders of public office should promote and support these principles by leadership and example.

## MANAGEMENT OF THE RELEASE OF BAR COUNCIL PAPERS

1. It is impossible to issue reports and not expect the press to be interested. This is a healthy situation and must be recognised. The following recommendations should ensure avoidance of most problems:
  - a. The working party or committee producing a report must make it clear whether the purpose of the report is consultation, recommendation or implementation.
  - b. Its status should be clear, ie whether it is a report of a working party for consultation, or a report to a committee of the Bar Council or a report by a committee to the Bar Council or a report of the Bar Council. This list is not exhaustive.
  - c. It should be clear to whom the report is being sent and for what purpose.
  - d. In consultation with the Bar Council's public affairs consultants, consideration must be given by the authors to the publicity for such a report and whether to issue a press release covering the report or hold a press conference or do nothing. Consideration must be given to the timing of publicity in the light of the need to inform members of the Bar.
  - e. The GMC should be informed as a matter of course of the production of the report and should be informed and approve in conjunction with the authors or working party the timing and distribution of the report. (See paragraph 2.g. below.)
  - f. Reports to be issued to the press should be distributed through the Bar Council's public affairs consultants and must be given a clearly marked embargoed date.
  - g. Guidance on press enquiries and handling the press should be provided by the Bar Council's public affairs consultants and the Public Affairs Committee.
2. Consideration must be given to the scale of the management task which depends, *inter alia*, on the following:
  - a. The size of the document;
  - b. The distribution list;
  - c. The lead time for printing, collating and binding a document which can be carried out in house or by a commercial printer;
  - d. The lead time for addressing and stuffing envelopes and preparing for distribution;
  - e. General timing considerations;

- f. Detailed considerations to ensure maximum PR impact taking into account sub paragraph b. above;
  - g. Some or all of the following are involved, depending upon the circumstances:
    - i. Chairman/GMC;
    - ii. The author of the document;
    - iii. Public affairs consultants;
    - iv. Chief Executive.
3. As this is essentially a management matter, the Chief Executive should be consulted early on and given responsibility for drawing up and implementing the distribution plan.