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BENCHERS, CONVOCATION AND COMMITTEES

PART I

BENCHERS

ELECTION OF BENCHERS LICENSED TO PRACTISE LAW

GENERAL

Definitions

1. In this Part,

“bencher” means a bencher licensed to practise law in Ontario as a barrister and solicitor;

“Elections Officer” means the person who is assigned by the Chief Executive Officer the responsibility of administering and enforcing the provisions of this Part;

“election of benchers” means an election of benchers licensed to practise law in Ontario as barristers and solicitors;

“elector” means a person who is entitled under this Part to vote in an election of benchers;

“holiday” means,

- (a) any Saturday or Sunday;
- (b) Good Friday;
- (c) Easter Monday; and
- (d) Victoria Day;

“licensee” means a person licensed to practise law in Ontario as a barrister and solicitor.

Interpretation: reference to a day

2. (1) In this Part, a reference to a day or time shall be a reference to a day or time in an election year.

Same: commencement, etc. of event

(2) In this Part, except where a contrary intention appears, if the day on which an event is to take place, commence or end falls on a holiday, the event shall take place, commence or end on the next day that is not a holiday.

Same: residing in electoral region

(3) For the purposes of this Part, an elector resides in an electoral region if his or her business address, or, where an elector does not have a business address, home address, as indicated on the records of the Society on the first Friday in April, is within the electoral region.

ELECTION DAY

Election day

3. There shall be an election of benchers in 2007 and in every fourth year thereafter on the last day in April that is not a holiday.

ELECTION OFFICERS

Treasurer to preside over election

4. (1) Subject to subsection (4), an election of benchers shall be presided over by the Treasurer.

Appointment of assistant

(2) The Treasurer may appoint a licensee who is not a candidate in an election of benchers to assist the Treasurer in exercising the powers and performing the duties of the Treasurer under this Part.

Appointment of licensee to act in absence of Treasurer

(3) The Treasurer shall appoint a licensee who is not a candidate in an election of benchers to exercise the powers and perform the duties of the Treasurer under this Part whenever the Treasurer is unable to act

Where Treasurer is candidate in election

(4) If the Treasurer is a candidate in an election of benchers, Convocation shall, as soon as practicable after the Treasurer's nomination as a candidate is accepted, appoint a licensee to preside over the election and to exercise the powers and perform the duties of the Treasurer under this Part.

Elections Officer to conduct election

5. (1) An election of benchers shall be conducted by the Elections Officer.

Elections Officer to establish procedures, etc.

(2) The Elections Officer shall,

(a) by December 31 of the year immediately preceding an election year,

(i) establish all procedures, requirements and specifications required to be established with respect to the nomination of candidates for the election, and

- (ii) establish the procedures by which electors may vote; and
- (b) by January 31 of an election year, publish all procedures, requirements and specifications established in respect of the election.

ELECTORAL REGIONS

Electoral regions

- 6. (1) The following electoral regions are established:
 - 1. The Province of Ontario “A” Electoral Region, composed of the City of Toronto.
 - 2. The Province of Ontario “B” Electoral Region, composed of the area in Ontario outside the City of Toronto.

Same

- (2) Within the Province of Ontario “B” Electoral Region, the following additional electoral regions are established:
 - 1. The Northwest Electoral Region, composed of the territorial districts of Kenora, Rainy River and Thunder Bay.
 - 2. The Northeast Electoral Region, composed of the territorial districts of Algoma, Cochrane, Manitoulin, Nipissing, Parry Sound, Sudbury and Timiskaming.
 - 3. The East Electoral Region, composed of,
 - i. the counties of Frontenac, Hastings, Lanark, Lennox and Addington, Prince Edward and Renfrew,
 - ii. the united counties of Leeds and Grenville, Prescott and Russell and Stormont, Dundas and Glengarry, and
 - iii. the Regional Municipality of Ottawa-Carleton.
 - 4. The Central East Electoral Region, composed of,
 - i. the District Municipality of Muskoka,

- ii. the counties of Haliburton, Northumberland, Peterborough, Simcoe and Victoria, and
 - iii. the regional municipalities of Durham and York.
5. The Central West Electoral Region, composed of,
 - i. the counties of Bruce, Dufferin, Grey and Wellington, and
 - ii. the regional municipalities of Halton and Peel.
6. The Central South Electoral Region, composed of,
 - i. the County of Brant, and
 - ii. the regional municipalities of Haldimand-Norfolk, Hamilton-Wentworth, Niagara and Waterloo.
7. The Southwest Electoral Region, composed of the counties of Elgin, Essex, Huron, Kent, Lambton, Middlesex, Oxford and Perth.

Province of Ontario “A” Electoral Region

(3) Twenty benchers shall be elected for the Province of Ontario “A” Electoral Region as follows:

1. One bencher shall be elected on the basis of the votes cast by electors residing in the electoral region.
2. Nineteen benchers shall be elected on the basis of the votes cast by all electors.

Province of Ontario “B” Electoral Region

(4) Twenty benchers shall be elected for the Province of Ontario “B” Electoral Region as follows:

1. One bencher shall be elected for each electoral region described in paragraphs 1 to 7 of subsection (2) on the basis of the votes cast by electors residing in the electoral region.
2. Thirteen benchers shall be elected on the basis of the votes cast by all electors.

CANDIDATES

Who may be candidate: election of benchers in 2011

7. (1) Every licensee is qualified to be a candidate in the election of benchers in 2011 if,
- (a) on June 1, 2011, the licensee would not have held the office of elected bencher for 16 or more years; and
 - (b) at the time of signing a nomination form containing his or her nomination as a candidate,
 - (i) the licensee's business address, or, where the licensee has no business address, home address, as indicated on the records of the Society, is within Ontario, and
 - (ii) the licensee's licence is not suspended.

Who may be candidate: election of benchers after 2011

- (2) Every licensee is qualified to be a candidate in an election of benchers after 2011 if,
- (a) on June 1 of the year of the election of benchers, the licensee would not have held the office of elected bencher for 12 or more years; and
 - (b) at the time of signing a nomination form containing his or her nomination as a candidate,
 - (i) the licensee's business address, or, where the licensee has no business address, home address, as indicated on the records of the Society, is within Ontario, and
 - (ii) the licensee's licence is not suspended.

Deemed to have held office for the specified number of years

- (3) For the purposes of subsections (1) and (2), a licensee shall be deemed to have held the office of elected bencher for the number of years specified in the applicable subsection if,
- (a) the licensee was elected as a bencher in or at any time after the election of benchers immediately preceding the election of benchers for which he or she

seeks to qualify as a candidate;

- (b) the licensee would have held the office of elected bencher for the number of years specified in the applicable subsection if the licensee had remained in office until the benchers elected in the next election of benchers took office; and
- (c) the licensee resigned from the office of elected bencher prior to the benchers in the next election of benchers taking office.

Application of subsection (3)

(4) Subsection (3) applies to a licensee even if the licensee resigned from the office of elected bencher before the subsection came into effect.

Time for close of nominations

8. (1) Subject to subclause 9 (3) (b) (ii), the close of nominations of candidates shall be 5 p.m. on the second Friday in February.

Nomination of candidates

(2) A candidate shall be nominated by at least five licensees whose licences are not suspended at the time of signing the nomination form.

Consent to nomination

(3) A nomination shall be accompanied by the candidate's consent to the nomination.

Nomination form

(4) The nomination of a candidate and the candidate's consent to the nomination shall be contained in a nomination form provided by the Society.

Signatures

(5) The nomination form shall be signed by the candidate and the five licensees who are nominating the candidate.

Due date

(6) The nomination form must be received in the office of the Elections Officer at Osgoode Hall before the close of nominations.

Acceptance and rejection of nominations

9. (1) A licensee shall not be a candidate if a requirement specified in section 7 or 8 has not been complied with.

Examination of nomination form

(2) As soon as practicable after receiving a nomination form, the Elections Officer shall examine the form and,

- (a) if he or she is satisfied that the requirements specified in sections 7 and 8 have been complied with, he or she shall accept the nomination; or
- (b) if he or she is not satisfied that the requirements specified in sections 7 and 8 have been complied with, he or she shall reject the nomination.

Results of examination of nomination form

(3) The Elections Officer shall communicate the results of his or her examination of a nomination form to the candidate whose nomination is contained therein and,

- (a) if the Elections Officer has accepted the nomination, he or she shall communicate to the candidate,
 - (i) the manner in which the candidate's name will appear on the election ballot; and
 - (ii) the electoral regions from which the candidate may be eligible to be elected as bencher; or
- (b) if the Elections Officer has rejected the nomination, he or she shall communicate to the candidate,
 - (i) the reasons why the nomination was rejected; and
 - (ii) if the nomination was rejected for reasons other than that the requirement specified in clause 7 (1) (a) or clause 7 (2) (a) has not been complied with, the time by which the candidate, if he or she wishes to be a candidate in the election of benchers, must submit to the Elections Officer a valid nomination.

Nomination form: optional accompanying material

10. (1) A candidate may submit the following materials along with his or her nomination form:

1. A photograph of the candidate that meets all specifications established by the Elections Officer.
2. A statement of not more than 120 words, including headings, titles and other similar parts of the statement, containing biographical information about the candidate.
3. A typed election statement of not more than 350 words, including headings, titles and other similar parts of the statement.

Statement containing biographical information: required content

(1.1) If a candidate opts to submit the statement containing biographical information mentioned in paragraph 2 of subsection (1), the candidate shall include in the statement an email address that voters may use to communicate with the candidate.

Deadline for receipt of accompanying material

(2) Subject to subclause 20 (3) (b) (iii), the material referred to in subsection (1) must be received in the office of the Elections Officer at Osgoode Hall before the close of nominations.

Withdrawal of candidates

11. A candidate may withdraw from an election of benchers by giving the Elections Officer written notice of his or her withdrawal within seven days after the close of nominations.

ELIGIBILITY FOR ELECTION

Who may not be elected

12. (1) No candidate shall be elected as bencher if, at the time of his or her election, the candidate's licence is suspended.

Who may be elected for electoral region

(2) A candidate is eligible to be elected as bencher for an electoral region if, at the time of his or her election, the candidate's business address, or, where the candidate has no

business address, home address, as indicated on the records of the Society, is within the electoral region.

ACCLAMATION

Election by acclamation

13. If after the acceptance of all valid nominations, the number of candidates eligible to be elected as benchers for an electoral region is the same as or fewer than the number of benchers to be elected for that electoral region, the Elections Officer shall declare the candidates to have been elected as benchers for that electoral region.

POLL

Poll

14. If after the acceptance of all valid nominations, the number of candidates eligible to be elected as benchers for an electoral region is greater than the number of benchers to be elected for that electoral region, a poll shall be conducted to elect the required number of benchers for that electoral region.

Secret ballot

15. A poll to elect benchers shall be conducted by secret ballot.

QUALIFICATION OF ELECTORS

Qualification of electors

16. A licensee whose licence is not suspended on the first Friday in April is entitled to vote in an election of benchers.

Eligibility to elect benchers for electoral regions

17. (1) An elector is eligible to elect the benchers for the Province of Ontario "A" Electoral Region who is to be elected on the basis of the votes cast by electors residing in the electoral region if the elector resides in the electoral region.

Same

(2) An elector is eligible to elect a bencher for an electoral region mentioned in paragraphs 1 to 7 of subsection 6 (2) if the elector resides in the electoral region.

LIST OF ELECTORS

Polling list

18. (1) On or shortly after the second Friday in April, the Elections Officer shall prepare a polling list.

Same

(2) The polling list shall include the names of all licensees whose licences are not suspended on the first Friday in April.

ELECTION MATERIALS

Election materials: preparation

19. (1) The Elections Officer shall cause to be prepared,
- (a) an election ballot, showing the names of all candidates who may be eligible to be elected as bencher for each electoral region; and
 - (b) a compilation of candidate information, containing the names of all candidates and, if available, the photograph, biography and, subject to subsection (4), election statement of each candidate.

Same

(2) In causing the election ballot to be prepared, the Elections Officer shall ensure that it is prepared in a manner that preserves the anonymity of the voters and the secrecy of their votes.

All election statements included

(3) Subject to subsection (4), the Elections Officer shall include in the compilation of candidate information all election statements which he or she receives under section 10.

Certain election statements not be included unless approved

(4) The Elections Officer shall not include in the compilation of candidate information any election statement that in his or her opinion may be libelous, may be in breach of the Rules of Professional Conduct or is in bad taste unless the election statement has been approved by a committee of benchers in accordance with section 20.

Appointment of committee to approve election statements

20. (1) If necessary, the Treasurer shall appoint a committee of two or more benchers who are not elected benchers to approve election statements.

Referral of election statements to committee

(2) The Elections Officer shall refer to the committee appointed under subsection (1) all election statements that in his or her opinion may be libelous, may be in breach of the Rules of Professional Conduct or are in bad taste.

Same

(3) The committee appointed under subsection (1) shall consider all election statements that are referred to it and, in respect of each election statement, shall,

- (a) approve the election statement and direct the Elections Officer to include it in the compilation of candidate information; or
- (b) if the committee is of the opinion that the election statement may be libelous, may be in breach of the Rules of Professional Conduct or is in bad taste,
 - (i) return the election statement to the candidate who submitted it,
 - (ii) provide the candidate a written explanation of the committee's objections to the election statement, and
 - (iii) specify the time by which the candidate may submit to the committee a redrafted election statement.

Consideration of redrafted election statements by committee

(4) The committee appointed under subsection (1) shall consider all redrafted election statements that are submitted to it in accordance with subsection (3), and, in respect of each redrafted election statement, shall,

- (a) approve the redrafted election statement and direct the Elections Officer to include it in the compilation of candidate information; or

- (b) if the committee is of the opinion that the redrafted election statement may be libelous, may be in breach of the Rules of Professional Conduct or is in bad taste,
 - (i) return the redrafted election statement to the candidate who submitted it,
 - (ii) provide the candidate a written explanation of the committee's objections to the redrafted election statement, and
 - (iii) advise the candidate that no election statement shall be included in the compilation of candidate information under his or her name.

Committee's decision final

- (5) A decision of the committee under subsection (4) is final.

Election materials: publication

21. As soon as practicable after the Elections Officer has prepared the polling list and the election materials required under section 19, the Elections Officer shall,
- (a) cause to be published in the Ontario Reports and on the Society's website a notice with respect to the election of benchers that includes details on when and how an elector may access available information about the candidates in the election of benchers and when and how an elector may vote in the election of benchers; and
 - (b) email the notice mentioned in clause (a) to every elector, to his or her business email address or, where the elector has no business email address, home email address, as indicated on the records of the Society.

VOTING

Voting for candidates

22. An elector may vote for,
- (a) not more than 20 candidates who may be eligible to be elected as bencher for the Province of Ontario "A" Electoral Region; and
 - (b) not more than 20 candidates who may be eligible to be elected as bencher for the Province of Ontario "B" Electoral Region.

Marking and casting ballots

23. Electors shall mark and cast their election ballots in accordance with the procedures established by the Elections Officer.

COUNTING THE VOTES

Elections Officer to cause counting of votes

24. Beginning immediately after the deadline for casting election ballots on election day and proceeding thereafter for so long as necessary, the Elections Officer shall cause the votes for each candidate to be counted in accordance with sections 25 to 29.

Valid votes

25. (1) Subject to subsections (2) and (3), only votes cast by electors for candidates eligible to be elected as benchers shall be counted.

Disqualified votes

(2) If an elector votes for more than 20 candidates who were shown on the election ballot to have been eligible to be elected as benchers for the Province of Ontario "A" Electoral Region, none of the elector's votes for those candidates shall be counted.

Same

(3) If an elector votes for more than 20 candidates who were shown on the election ballot to have been eligible to be elected as benchers for the Province of Ontario "B" Electoral Region, none of the elector's votes for those candidates shall be counted.

Same number of votes

26. (1) For the purposes of the count of votes under section 27, the declaration of results under subparagraph i of paragraph 1 of subsection 29 (2) and the declaration of results under paragraph 2 of subsection 29 (2), if two or more candidates have the same number of votes and that number is the largest, the Elections Officer shall, in the presence of the Treasurer, randomly select one candidate to be the candidate who has the largest number of votes.

Same

(2) For the purposes of the count of votes under section 28, the declaration of results under subparagraph ii of paragraph 1 of subsection 29 (2) and the declaration of results under paragraph 3 of subsection (2), if two or more candidates have the same number of votes, but the

number of benchers remaining to be elected is fewer than the number of candidates having the same number of votes, the Elections Officer shall, in the presence of the Treasurer, randomly select the necessary number of candidates to be elected as benchers.

Counting votes: benchers elected on basis of votes cast by electors residing in electoral region

27. (1) For the Province of Ontario “A” Electoral Region, the votes cast by electors residing in the electoral region for each candidate eligible to be elected as bencher from the electoral region shall be counted.

Same

(2) For each electoral region described in paragraphs 1 to 7 of subsection 6 (2), the votes cast by electors residing in the electoral region for each candidate eligible to be elected as bencher for the electoral region shall be counted.

Removal of candidate from pool of candidates

(3) For the Province of Ontario “A” Electoral Region, the candidate eligible to be elected as bencher for the electoral region who has the largest number of votes from electors residing in the electoral region, as determined by the count of votes under subsection (1), shall be removed from the pool of candidates eligible to be elected as bencher for the purposes of the count of votes under subsection 28 (1).

Same

(4) For each electoral region described in paragraphs 1 to 7 of subsection 6 (2), the candidate eligible to be elected as bencher for the electoral region who has the largest number of votes from electors residing in the electoral region, as determined by the count of votes under subsection (2), shall be removed from the pool of candidates eligible to be elected as bencher for the purposes of the count of votes under subsection 28 (2).

Counting votes: Province of Ontario “A” Electoral Region

28. (1) For the Province of Ontario “A” Electoral Region, the votes cast by all electors for each candidate eligible to be elected as bencher for the electoral region shall be counted.

Same: Province of Ontario “B” Electoral Region

(2) For the Province of Ontario “B” Electoral Region, the votes cast by all electors for each candidate eligible to be elected as bencher for the electoral region shall be counted.

Report of result to Convocation

29. (1) Immediately after the count of votes under sections 27 and 28 has been completed, the Elections Officer shall report the results to Convocation.

Declaration of results

(2) Immediately after reporting the results to Convocation, the Elections Officer shall declare the following candidates to have been elected as benchers:

1. For the Province of Ontario “A” Electoral Region,
 - i. the candidate eligible to be elected as bencher for the electoral region who has the largest number of votes from electors residing in the electoral region, as determined by the count of votes under subsection 27 (1), and
 - ii. the nineteen candidates eligible to be elected as bencher for the electoral region who have the largest number of votes from all electors, as determined by the count of votes under subsection 28 (1).
2. For each electoral region described in paragraphs 1 to 7 of subsection 6 (2), the candidate eligible to be elected as bencher for the electoral region who has the largest number of votes from electors residing in the electoral region, as determined by the count of votes under subsection 27 (2).
3. For the Province of Ontario “B” Electoral Region, the thirteen candidates eligible to be elected as bencher for the electoral region who have the largest number of votes from all electors, as determined by the count of votes under subsection 28 (2).

Taking office

30. (1) The benchers who are elected in an election of benchers shall take office on the later of the following dates:

1. The day on which Convocation has its regular meeting in May.
2. The day on which Convocation has its first regular meeting of Convocation following the declaration of results under section 29.

Term of office

(2) Subject to any by-law that provides for the removal of benchers from office, the benchers who take office under subsection (1) shall remain in office until their successors take office.

Failure to elect

31. (1) If in an election of benchers no candidate is elected as bencher for the Province of Ontario "A" Electoral Region on the basis of the votes cast by electors residing in the electoral region, Convocation shall, at its regular meeting in May or at its first regular meeting following the declaration of results under section 29, whichever takes place later, elect as a bencher for the electoral region,

- (a) if there are candidates whose business addresses, or, where candidates have no business address, home addresses, as indicated on the records of the Society on the day of the election by Convocation, are within the electoral region, one of the candidates who was not elected as bencher; or
- (b) if no candidate is available for election under clause (a), a licensee whose business address, or, where a licensee does not have a business address, home address, as indicated on the records of the Society on the day of the election by Convocation, is within the electoral region.

Same

(2) If in an election of benchers no candidate is elected as bencher for an electoral region described in paragraphs 1 to 7 of subsection 6 (2) on the basis of the votes cast by electors residing in the electoral region, Convocation shall, at its regular meeting in May or at its first regular meeting following the declaration of results under section 29, whichever takes place later, elect as a bencher for the electoral region,

- (a) if there are candidates whose business addresses, or, where candidates have no business address, home addresses, as indicated on the records of the Society on the day of the election by Convocation, are within the electoral region, one of the candidates who was not elected as bencher; or
- (b) if no candidate is available for election under clause (a), a licensee whose business address, or, where a licensee does not have a business address, home address, as indicated on the records of the Society on the day of the election by Convocation, is within the electoral region.

Same

(3) If in an election of benchers fewer than the required number of benchers are elected for the Province of Ontario “A” Electoral Region or the Province of Ontario “B” Electoral Region on the basis of the votes cast by all electors, Convocation shall, at its regular meeting in May or at its first regular meeting following the declaration of results under section 29, whichever takes place later, elect as benchers for the electoral region,

- (a) if there are candidates whose business addresses, or, where candidates have no business address, home addresses, as indicated on the records of the Society on the day of the election by Convocation are within the electoral region, the required number of candidates who were not elected as bencher;
- (b) if there are no candidates available for election under clause (a), or if all candidates have already been elected under clause (a), the required number of licensees whose business addresses, or, where licensees have no business address, home addresses, as indicated on the records of the Society on the day of the election by Convocation, is within the electoral region.

Who may not be elected

32. (1) No person shall be elected as bencher under section 31 if the person’s licence is suspended.

Consent to election

(2) No person shall be elected as bencher under section 31 if he or she does not consent to the election.

Taking office and term of office

33. The benchers who are elected under section 31 shall take office immediately after their election and, subject to any by-law that provides for the removal of benchers from office, shall remain in office until their successors take office.

PETITIONS

Right to petition

34. Any elector may petition Convocation against the election of a bencher under section 29.

Time for making petition

35. No petition shall be made after fifteen days after the declaration of results under section 29.

Filing a petition

36. (1) A petitioner shall, within fifteen days after the declaration of results under section 29, file in the office of the Elections Officer at Osgoode Hall a written petition setting out the grounds upon which the election of a bencher is disputed.

Service of petition

(2) A petitioner shall serve on the bencher whose election the petitioner disputes a copy of the written petition filed in the office of the Elections Officer at Osgoode Hall.

Time for service

(3) Service under subsection (2) shall be effected not later than the twentieth day after the declaration of results under section 29.

Bencher=s status during consideration of petition

37. A bencher whose election is disputed shall continue in office until Convocation determines that he or she was not eligible to be elected as bencher or was not duly elected.

Appointment of committee to consider petition

38. (1) Where a petition is filed under subsection 36 (1), Convocation shall appoint a committee of two or more benchers to consider the petition.

Procedure

(2) Subject to subsection (3), the procedure applicable to the consideration of a petition by a committee of benchers shall be determined by the committee and, without limiting the generality of the foregoing, the committee may determine who may make submissions to it, when and in what manner.

Right to make submissions

(3) A petitioner and the bencher whose election the petitioner disputes are entitled to make submissions about the petition to the committee of benchers appointed to consider the petition.

Notice of appointment of committee, etc.

(4) The Elections Officer shall give notice to a petitioner and the bencher whose election the petitioner disputes of the appointment of a committee of benchers to consider the petition and of the procedure applicable to the consideration of the petition, including the manner in which the petitioner and the bencher will be permitted to make submissions to the committee.

Report to Convocation

39. (1) A committee of benchers appointed to consider a petition shall report to Convocation on its consideration of the petition.

Decision of Convocation

(2) Convocation shall consider the report of a committee of benchers on a petition and shall decide whether a bencher whose election is disputed was eligible to be elected as bencher and was duly elected.

Notice of decision

(3) Convocation shall give notice of its decision on a petition, including the reasons for the decision, to the petitioner and the bencher whose election the petitioner disputed.

Payment of expenses

40. (1) When Convocation decides that a bencher whose election is disputed was eligible to be elected as bencher and was duly elected, Convocation may require the petitioner who disputed the bencher's election to pay to the bencher all or part of the expenses incurred by the bencher in responding to the petition.

Same

(2) When Convocation decides that a bencher whose election is disputed was not eligible to be elected as bencher or was not duly elected, Convocation may require the bencher to pay to the petitioner who disputed the bencher's election all or part of the expenses incurred by the petitioner in making the petition.

DISPOSITION OF ELECTION MATERIALS

How long to be retained

41. (1) The Elections Officer shall retain all election materials and other documents relating to an election of benchers for at least thirty days after the declaration of results under

section 29, or if Convocation is petitioned against the election of a bencher, for at least thirty days after Convocation gives notice of its decision on the last petition made.

Destruction

(2) The Elections Officer may destroy all election materials and other documents relating to an election of benchers after the time for retaining the materials and documents under subsection (1) has passed.

VACANCIES DURING TERM OF OFFICE

Interpretation: “candidate”

42. (1) For the purposes of this section, “candidate” includes a candidate elected as bencher.

Vacancy in electoral region: election on basis of votes cast by electors residing in electoral region

(2) If a bencher who was elected for an electoral region on the basis of the votes cast by electors residing in the electoral region resigns, is removed from office or for any reason is unable to act during his or her term in office, Convocation shall, as soon as practicable, elect as bencher for the electoral region a candidate in the most recent election of benchers,

- (a) whose business address, or where a candidate has no business address, home address, as indicated on the records of the Society on the day of the election by Convocation, is within the electoral region; and
- (b) who, among all similar candidates, had the largest number of votes from electors residing in the electoral region.

No candidate available for election under ss. (2)

(3) If no candidate is available for election under subsection (2), Convocation shall elect a licensee whose business address, or, where a licensee has no business address, whose home address, as indicated on the records of the Society on the day the election by Convocation, is within the electoral region.

Vacancy in electoral region: election on basis of votes cast by all electors

43. (1) If a bencher, who was elected for the Province of Ontario “A” Electoral Region or the Province of Ontario “B” Electoral Region on the basis of the votes cast by all electors,

resigns, is removed from office, is elected as bencher under section 42 or for any reason is unable to act during his or her term in office, Convocation shall, as soon as practicable, elect as bencher for the electoral region a candidate in the most recent election of benchers,

- (a) who was not elected as bencher;
- (b) whose business address, or where a candidate has no business address, home address, as indicated on the records of the Society on the day of the election by Convocation, is within the electoral region; and
- (c) who, among all similar candidates, had the largest number of votes from all electors.

No candidate available for election under subsection (1)

(2) If no candidate is available for election under subsection (1), Convocation shall elect a licensee whose business address, or, where a licensee has no business address, whose home address, as indicated on the records of the Society on the day of the election by Convocation, is within the electoral region.

Application of s. 42

44. (1) Section 42 applies, with necessary modifications, to,
- (a) a bencher elected under section 13 to fill the office of a bencher elected for an electoral region on the basis of the votes cast by electors residing in the region;
 - (b) a bencher elected under subsection 31 (1);
 - (c) a bencher elected under subsection 31 (2); and
 - (d) a bencher elected under section 42.

Application of s. 43

- (2) Section 43 applies, with necessary modifications, to,
- (a) a bencher elected under section 13 to fill the office of a bencher elected for an electoral region on the basis of the votes cast by all electors;
 - (b) a bencher elected under subsection 31 (3); and
 - (c) a bencher elected under section 43.

Who may not be elected to fill vacancy

45. (1) No person shall be elected as bencher under section 42 or 43 if the person's licence is suspended.

Consent to election

(2) No person shall be elected as bencher under section 42 or 43 if he or she does not consent to the election.

Term of office

46. A bencher who is elected under section 42 or 43 shall take office immediately after his or her election and, subject to any by-law that provides for the removal of benchers from office, shall remain in office until his or her successor takes office.

PART I.1

ELECTION OF BENCHERS LICENSED TO PROVIDE LEGAL SERVICES

GENERAL

Definitions

46.1. (1) In this Part,

“Committee” means the Paralegal Standing Committee;

“Elections Officer” means the person who is assigned by the Chief Executive Officer the responsibility of administering and enforcing the provisions of this Part;

“election of benchers” means an election of benchers licensed to provide legal services in Ontario;

“elector” means a person who is entitled under this Part to vote in an election of benchers.

Interpretation: “bencher”

(2) In this Part, except where a contrary intention appears, “bencher” means a bencher licensed to provide legal services in Ontario.

ELECTION DAY

Election

(1) There shall be an election of benchers at the time specified in subsection (1.1) to elect two benchers.

Election day

(1.1) There shall be an election of benchers in 2010 and in every fourth year thereafter on the day on which the Committee has its first regular meeting following the election to the Committee in that year of five persons licensed to provide legal services in Ontario under Part VII.1 of this By-Law.

First matter of business

(2) The election of benchers shall be the first matter of business at the meeting of the Committee on election day.

Elections Officer to conduct election

(3) The election of benchers shall be conducted by the Elections Officer.

CANDIDATES

Candidates

46.2.1 Every person who was elected to the Committee under Part VII.1 of this By-Law and took office as a member of the Committee on election day is a candidate in the election of benchers.

ELIGIBILITY FOR ELECTION

Who may not be elected

46.3. No candidate shall be elected as bencher in the election of benchers if, at the time of her or his election,

- (a) the candidate is no longer licensed to provide legal services in Ontario or the candidate's licence is suspended;

- (b) the candidate is not eighteen or more years of age;
- (c) the candidate is an undischarged bankrupt; or
- (d) the candidate does not consent to her or his election.

POLL

Poll

46.4. (1) In the election of benchers, a poll shall be conducted to elect the benchers.

Secret ballot

(2) A poll to elect the benchers shall be conducted by secret ballot.

VOTING

Right to vote

46.5. (1) The following members of the Committee are entitled to vote in the election of benchers:

1. Persons who are licensed to provide legal services in Ontario.
2. Lay benchers.

Procedure for voting: first ballot

(2) On election day, each elector who is in attendance in person at the meeting of the Committee at the time of the first ballot shall receive a first ballot listing the names of all candidates in the election of benchers.

Procedure for voting: second ballot

(2.1) If the required number of benchers is not elected as a result of the votes cast on the first ballot, each elector who is in attendance in person at the meeting of the Committee at the time of the second ballot shall receive a second ballot listing the names of all the candidates remaining in the election of benchers at the time of that ballot.

Application of subsection (2.1) to second and further ballots

(2.2) Subsection (2.1) applies to the second ballot and, with necessary modifications, to any further ballots in the election of benchers.

Names on ballot

(2.3) A ballot in the election of benchers shall contain the names of the candidates who have not already been elected in the election of benchers.

Marking ballot

(3) An elector voting on a ballot in the election of benchers shall vote for not more than the number of benchers remaining to be elected on the ballot and shall indicate the candidates or candidate of her or his choice by placing a mark beside the name of the candidate.

Ballot box

(4) After an elector voting on a ballot in the election of benchers has marked the ballot, he or she shall fold the ballot so that the names of the candidates do not show and, in the presence of the Elections Officer, put the ballot into a ballot box.

COUNTING THE VOTES

Counting votes

46.6. After all electors voting on a ballot in the election of benchers have put the ballot into the ballot box, the Elections Officer shall, in the absence of all persons but in the presence of the vice-chair of the Committee, open the ballot box, remove all the ballots from the ballot box, open the ballots and count the votes cast for each candidate.

RESULTS

Results: ballot on which two benchers remain to be elected

- 46.7 (1) Immediately after the count of votes under section 46.6 has been completed on a ballot on which two benchers remain to be elected,
- (a) if the Elections Officer determines that only two candidates received the same, largest number of votes, the Elections Officer shall declare to have been elected as benchers the two candidates who received the same, largest number of votes;

- (b) if the Elections Officer determines that one candidate received the largest number of votes and only one candidate received the next largest number of votes, the Elections Officer shall declare to have been elected as benchers the candidate who received the largest number of votes and the candidate who received the next largest number of votes;
- (c) if the Elections Officer determines that one candidate received the largest number of votes and two or more candidates received the same, next largest number of votes, the Elections Officer shall,
 - (i) declare to have been elected as bencher the candidate who received the largest number of votes, and
 - (ii) report to the Committee that a further ballot will be required in order to elect a second bencher; or
- (d) if the Elections Officer determines that three or more candidates received the same, largest number of votes, the Elections Officer shall report to the Committee that a further ballot will be required in order to elect the benchers.

Results: ballot on which one bencher remains to be elected

- (2) Immediately after the count of votes under section 46.6 has been completed on a ballot on which one bencher remains to be elected,
 - (a) if the Elections Officer determines that one candidate received the largest number of votes, the Elections Officer shall declare to have been elected as bencher the candidate who received the largest number of votes; or
 - (b) if the Elections Officer determines that two or more candidates received the same, largest number of votes, the Elections Officer shall report to the Committee that a further ballot will be required in order to elect the bencher.

Report and publication of results

- (3) The Elections Officer shall report to the Committee and to Convocation and shall publish on the Society's website the names of the candidates elected as benchers in the election of benchers.

TAKING OFFICE

Taking office

46.8. (1) The candidates who are elected as benchers in the election of benchers shall take office on the day on which Convocation has its first regular meeting following election day.

Term of office

(2) Subject to any by-law that provides for the removal of benchers from office, the candidates who take office under subsection (1) shall remain in office until their successors take office.

DISPOSITION OF ELECTION MATERIALS

How long to be retained

46.9. (1) The Elections Officer shall retain all election materials and other documents relating to the election of benchers for at least thirty days after election day.

Destruction

(2) The Elections Officer may destroy all election materials and other documents relating to the election of benchers after the time for retaining the materials and documents under subsection (1) has passed.

VACANCIES DURING TERM OF OFFICE

By-election

46.10. (1) If a bencher resigns from office, is removed from office or for any other reason is unable to continue in office, a by-election shall be held to elect a person as a bencher to fill the resulting vacancy.

Day of by-election

(2) The by-election shall be held on the day on which the Committee has its first regular meeting following the day on which the candidate, who is deemed to have been elected to the Committee to fill the vacancy in the Committee resulting from the bencher's resignation from, removal from or inability to continue in office, takes office.

Elections Officer to conduct by-election

- (3) The by-election shall be conducted by the Elections Officer.

Candidates

46.11. Every person, who is not a bencher, who was elected or deemed to have been elected to the Committee under Part VII.1 of this By-Law and who took office as a member of the Committee on or before the day of the by-election is a candidate in the by-election.

Application of sections

46.12. Sections 46.3 to 46.9 apply, with necessary modifications, to the by-election held under section 46.10.

PART II

HONORARY BENCHERS

Convocation may make honorary benchers

47. Convocation may make any person an honorary bencher.

Transition

48. Every person who is an honorary bencher of the Society immediately before May 1, 2007 is an honorary bencher of the Society.

Emeritus benchers

48.1 (1) There shall be a class of honorary benchers known as emeritus benchers.

Who are emeritus benchers

- (2) The following, if and while they are licensees, are emeritus benchers:
1. Every person who has held the office of Treasurer.
 2. Every person who has held the office of elected bencher for at least 12 years.

Benchers by virtue of office not emeritus benchers

(3) Despite subsection (2), any person who is a bencher by virtue of office is not an emeritus bencher.

Licence in abeyance

(4) Subsection (2) does not apply to a person whose licence is in abeyance under section 31 of the Act.

If elected bencher is eligible to become emeritus bencher

(5) An elected bencher who becomes qualified as an emeritus bencher under paragraph 2 of subsection (2) continues in office as an elected bencher despite the qualification.

Eligibility for appointment

- (6) An emeritus bencher is eligible to be appointed,
- (a) to the Hearing Division under clause 49.21 (3) (b) of the Act;
 - (b) to the Appeal Division under clause 49.29 (3) (b) of the Act; and
 - (c) to a standing or other committee.

Voting rights

- (7) An emeritus bencher may vote in committees.

Former Treasurers: right to participate in debate at Convocation

(8) An emeritus bencher under paragraph 1 of subsection 48.1 (2) may take part in a debate at Convocation.

Removal of rights

(9) Despite subsections (7) and (8), an emeritus bencher under paragraph 1 of subsection 48.1 (2) who fails to attend Convocation held under section 77 four consecutive times may not vote in committees and may not take part in any debate at Convocation until after he or she attends three of any five consecutive times Convocation is held under section 77 after he or she loses the right to vote in committees and the right to take part in a debate at Convocation.

Excused from attending Convocation

- (10) On application by the emeritus bencher, where there is good and sufficient reason

to do so, the Treasurer may excuse an emeritus bencher from the requirement to attend Convocation for a definite or indefinite period and, where the Treasurer has done so, while the bencher is excused from the requirement to attend Convocation, subsection (9) does not apply to the emeritus bencher.

PART II.1

BENCHERS BY VIRTUE OF OFFICE

Former Treasurers: voting

48.2 (1) Benchers by virtue of their office under section 14 of the Act may vote in Convocation and in committees.

Removal of voting rights

(2) Despite subsection (1), a bencher by virtue of his or her office under section 14 of the Act who fails to attend Convocation held under section 77 four consecutive times may not vote in Convocation or in committees until after he or she attends three of any five consecutive times Convocation is held under section 77 after he or she loses the right to vote in Convocation and in committees.

Other benchers by virtue of office: right to participate in debate at Convocation

48.3 (1) Benchers by virtue their office under paragraph 3 of subsection 12 (1) or paragraph 2 of subsection 12 (2) of the Act may take part in a debate at Convocation

Removal of right to participate in debate at Convocation

(2) Despite subsection (1), a bencher by virtue of his or her office under paragraph 3 of subsection 12 (1) or paragraph 2 of subsection 12 (2) of the Act who fails to attend Convocation held under section 77 four consecutive times may not take part in any debate at Convocation until after he or she attends three of any five consecutive times Convocation is held under section 77 after he or she loses the right to take part in a debate at Convocation.

Excused from attending Convocation

48.4 (1) On application by the bencher, where there is good and sufficient reason to do so, the Treasurer may excuse a bencher by virtue of his or her office under paragraph 3 of subsection 12 (1) of the Act, a bencher by virtue of his or her office under paragraph 2 of subsection 12 (2) of the Act or a bencher by virtue of his or her under section 14 of the Act from the requirement to

attend Convocation for a definite or indefinite period.

Effect of being excused from attending Convocation

(2) Where the Treasurer has, under subsection (1), excused a bencher from the requirement to attend Convocation, while the bencher is excused from the requirement to attend Convocation, subsection 48.2 (2), or subsection 48.3 (2), as the case may be, does not apply to the bencher.

PART III

BENCHERS: ADMINISTRATION

REMUNERATION

Interpretation

49. (1) In this section and in sections 50 and 51,

“elected bencher” does not include a person who becomes a bencher under subsection 16 (6) of the Act;

“full day” means a total of more than 3 hours in a period of 24 hours;

“half day” means a total of not more than 3 hours in a period of 24 hours;

“payee” means a person who is entitled to receive remuneration from the Society under section 50;

“remuneration year” means,

- (a) in the case of a payee other than an elected bencher licensed to provide legal services in Ontario and a person who is elected as a member of the Paralegal Standing Committee, as applicable,
 - (i) the period beginning on the day, in one calendar year, on which Convocation has its first regular meeting after an election of benchers licensed to practise law in Ontario as barristers and solicitors and ending, in the following calendar year, on May 31,
 - (ii) the twelve-month period beginning on June 1 in one calendar year and

ending on May 31 in the following calendar year, and

- (iii) the period beginning on June 1 in one calendar year and ending, in the following calendar year, on the day before the day on which Convocation has its first regular meeting after an election of benchers licensed to practise law in Ontario as barristers and solicitors, and
- (b) in the case of a payee who is an elected bencher licensed to provide legal services in Ontario or a person who is elected as a member of the Paralegal Standing Committee, as applicable,
- (i) the period beginning on the day, in one calendar year, on which the Paralegal Standing Committee has its first regular meeting after an election to the Committee of five persons licensed to provide legal services in Ontario and ending, in the following calendar year, on May 31,
 - (ii) the twelve-month period beginning on June 1 in one calendar year and ending on May 31 in the following calendar year, and
 - (iii) the period beginning on June 1 in one calendar year and ending, in the following calendar year, on the day before the day on which the Paralegal Standing Committee has its first regular meeting after an election to the Committee of five persons licensed to provide legal services in Ontario;

“work” means any of the following activities and includes reasonable time traveling to or from the activity:

1. Attending a Convocation,
2. Attending a meeting of a standing or other committee, including the Proceedings Authorization Committee and any subcommittee of a standing or other committee or the Proceedings Authorization Committee, of which the payee is a member,
3. Attending a meeting of a standing or other committee, including the Proceedings Authorization Committee and any subcommittee of a standing or other committee or the Proceedings Authorization Committee, of which the payee is not a member, at the request of the chair of the committee,
4. Attending an information session organized by the Society exclusively for all or any group of payees,
5. Attending a program of education or training required by the Society for payees as

such,

6. Hearing a hearing before the Hearing Division or Appeal Division,
7. Preparing reasons for a decision or order of the Hearing Division or Appeal Division,
8. Conducting a pre-hearing conference in a proceeding before the Hearing Division,
9. Performing activities, as vice-chair of the Hearing Division or Appeal Division, that are integral to the office of vice-chair of the Hearing Division or Appeal Division,
10. Performing activities, as a member of the Hearing Division or Appeal Division, that relate to the management of a proceeding before the Hearing Division or Appeal Division,
11. Performing activities, as a person appointed by Convocation for the purpose of making orders under sections 46, 47, 47.1, 48 and 49 of the Act, that are integral to the role of that person under sections 46, 47, 47.1, 48 and 49 of the Act,
12. Attending a meeting, other than a Convocation or a meeting of a standing or other committee, at the direction of the Treasurer or Convocation,
13. Performing activities as a director of an organization, to which position the payee was appointed, or nominated for appointment, by Convocation, provided that the performing of the activities would entitle any other director of the organization to be remunerated by the organization for performing the activities.

Entitlement

50. (1) Subject to subsection (2), every elected bencher, every bencher who holds office under subsection 12 (1) of the Act, every bencher who holds office under subsection 12 (2) of the Act, every bencher who holds office under section 14 of the Act and every person who is elected as a member of the Paralegal Standing Committee is entitled to receive from the Society remuneration,

- (a) for each half day of work performed for the Society in a remuneration year, after the first 26 half or full days of work performed for the Society in that remuneration year, in an amount determined by Convocation from time to time; and

- (b) for each full day of work performed for the Society in a remuneration year, after the first 26 half or full days of work performed for the Society in that remuneration year, in an amount determined by Convocation from time to time.

Entitlement

(1.1) Subject to subsection (2), every emeritus benchner is entitled to receive from the Society remuneration,

- (a) for each half day of work performed for the Society in a remuneration year, in an amount determined by Convocation from time to time; and
- (b) for each full day of work performed for the Society in a remuneration year, in an amount determined by Convocation from time to time.

Limits on remuneration: performing activities as director of another organization

(2) A payee is not entitled to receive from the Society remuneration for performing activities as a director of an organization if the payee is remunerated, directly or indirectly, by the organization for performing the activities.

Entitlement

(3) Subject to subsections (4) and (5), every lay benchner is entitled to receive from the Society remuneration,

- (a) for each half day of work performed for the Society in a remuneration year, in an amount determined by Convocation from time to time; and
- (b) for each full day of work performed for the Society in a remuneration year, in an amount determined by Convocation from time to time.

Limits on remuneration: lay benchners

(4) A lay benchner is not entitled to receive from the Society remuneration for performing an activity mentioned in paragraphs 1 to 5 and 11 to 13 of the definition of “work” contained in subsection 49 (1) unless it is,

- (a) the reasonable time traveling to or from the activity; or
- (b) in the case of the activity mentioned in paragraph 5 of the definition of “work” contained in subsection 49 (1), a program of education or training required by the Society for the lay benchner as a member of the Hearing Division or Appeal

Division.

Limits on remuneration: lay bencher remunerated by the Government of Ontario

(5) If, under subsections (3) and (4), a lay bencher is entitled to receive from the Society remuneration for performing an activity, if the lay bencher is also entitled to receive from the Government of Ontario remuneration for performing the same activity, the lay bencher is only entitled to receive from the Society remuneration for performing the activity in an amount that equals the amount, if any, by which the amount that the Society would ordinarily pay the lay bencher exceeds the amount that the Government of Ontario would pay the lay bencher.

Claiming remuneration

51. (1) Subject to subsection (2), a payee may claim remuneration by submitting to the Society a claim for remuneration in a form provided by the Society.

Same

- (2) A payee shall,
 - (a) claim remuneration for work performed for the Society within a reasonable period of time after the payee has performed the work; and
 - (b) claim all remuneration in respect of a remuneration year by not later than six months after the end of the remuneration year.

Payment of remuneration to payee

- (3) Remuneration to which a payee is entitled shall be paid by the Society,
 - (a) within a reasonable period of time after the payee submits a claim for remuneration; and
 - (b) within the calendar year in which the payee submits a claim for remuneration.

Same

(4) Remuneration shall be paid to the individual payee claiming the remuneration or, at the direction of the individual payee, to a business entity of which the payee is a partner, sole proprietor, shareholder or other owner or of which the payee is an employee.

DISBURSEMENTS

Disbursements

52. Every bencher, every emeritus bencher and every person who is elected as a member of the Paralegal Standing Committee is entitled to be reimbursed by the Society for reasonable expenses incurred by him or her in the performance of his or her duties for or on behalf of the Society.

INDEMNIFICATION

Indemnification of benchers, etc.

53. (1) Subject to subsection (4), the Society shall indemnify every bencher, officer of the Society, former bencher, former officer of the Society and other individual who, not being a bencher or officer of the Society, acts or acted as a bencher or officer of the Society at the request of the Society against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the person in respect of any civil, criminal, administrative, investigative or other proceeding in which the person is involved because of the person's association with the Society.

Advance of costs

(2) The Society may advance moneys to a person referred to in subsection (1) for the costs, charges and expenses of a proceeding referred to in subsection (1).

Repayment of moneys

(3) If a person referred to in subsection (1) does not fulfil the conditions of subsection (4), the person shall repay moneys advanced to him or her under subsection (2).

Limitation

(4) The Society shall not indemnify a person referred to in subsection (1) unless the person,

- (a) acted honestly and in good faith with a view to the best interests of the Society;
- (b) in the case of a criminal or administrative proceeding resulting in a monetary penalty, the person had reasonable grounds for believing that his or her conduct was lawful; and

- (c) in the case of a proceeding under the *Lobbying Act* (Canada), including an investigative proceeding, communicated on behalf of the Society with a public office holder, as defined in the *Lobbying Act* (Canada), only with the prior written authorization of the Treasurer or the Chief Executive Officer.

Insurance

(5) The Society may purchase and maintain insurance for the benefit of every person referred to in subsection (1) against any liability incurred by the person in the person's capacity as a bencher or officer.

PART IV

TREASURER

ELECTION OF TREASURER

Time of election

54. (1) Subject to subsection (2), there shall be an election of Treasurer every year on the day on which the regular meeting of Convocation is held in June.

Same

(2) If after the close of nominations of candidates under subsection 55 (3) or (4), there are two or more candidates, and if before the day of the election of Treasurer under subsection (1), all of the candidates, but one, cease, for any reason, to be candidates, there shall be an election of Treasurer on the later of the day on which the regular meeting of Convocation is held in June and the day that is ten business days after the day of the close of nominations of candidates under subsection 55 (5).

First matter of business

(3) If there is an election of Treasurer on the day on which the regular meeting of Convocation is held in June, the election of Treasurer shall be the first matter of business at the regular meeting of Convocation in June.

Nomination of candidates

55. (1) A candidate for election as Treasurer shall be nominated by not more than two benchers who are entitled to vote in Convocation.

Nomination in writing

(2) The nomination of a candidate shall be in writing, signed by the candidate, to indicate his or her consent to the nomination, and the two benchers nominating the candidate and submitted to the secretary prior to the close of nominations of candidates.

Time for close of nominations

(3) Subject to subsection (4), the close of nominations of candidates shall be 5 p.m. on the second Thursday in May.

Exception

(4) In a year in which there is an election of benchers licensed to practise law in Ontario as barristers and solicitors, the close of nominations of candidates shall be 5 p.m. on the Friday immediately after the day on which the regular meeting of Convocation is held in May.

Nominations reopened

(5) If after the close of nominations of candidates under subsection (3) or (4), there are two or more candidates, and if before the day of the election of Treasurer under subsection 54 (1), all of the candidates, but one, cease, for any reason, to be candidates,

- (a) the period for nominations of candidates shall be reopened; and
- (b) the new close of nominations of candidates shall be 5 p.m. on the day that is ten business days after the day on which the secretary sends the notice under section 57.

Invalid nomination

(6) A nomination that is made by more than two benchers who are entitled to vote in Convocation, that is not made in writing, that is not signed by the candidate, that is not signed by the two benchers nominating the candidate or that is not submitted to the secretary prior to the close of nominations of candidates is invalid and the candidate who is the subject of the nomination shall not be a candidate in the election of Treasurer.

Withdrawal of candidates

56. A candidate may withdraw from an election of Treasurer at any time before the day of the election of Treasurer by giving the secretary written notice of his or her withdrawal.

Reduction in number of candidates: notice

57. If, after the close of nominations of candidates under subsection 55 (3) or (4), there are two or more candidates, and if before the day of the election of Treasurer under subsection 54 (1), all of the candidates, but one, cease, for any reason, to be candidates, not later than five business days after the day on which one candidate remains, the secretary shall send to each bencher entitled to vote in an election of Treasurer a notice stating,

- (a) the day on which the notice is sent;
- (b) that the period for nominations of candidates has re-opened;
- (c) the new time for close of nominations;
- (d) that any ballots received at the advance poll shall be discarded;
- (e) the time for the beginning of the new advance poll; and
- (f) the day on which there shall be an election of Treasurer.

Notice of candidates to benchers

58. (1) After the close of nominations of candidates, the secretary shall, as soon as practicable, notify each bencher entitled to vote in an election of Treasurer of the candidates and of the benchers who nominated each candidate.

Election by acclamation

59. (1) If after the close of nominations of candidates, there is only one candidate, the secretary shall declare that candidate to be elected as Treasurer.

Same

(2) Despite any provision to the contrary in this Part, if, after the close of nominations of candidates under subsection 55 (5), there are two or more candidates, but on the day on which there shall be an election of Treasurer, there is only one candidate, the secretary shall declare that candidate to be elected as Treasurer.

Poll

60. (1) If after the close of nominations of candidates, there are two or more candidates, a poll shall be conducted to elect a Treasurer.

Secret ballot

- (2) A poll to elect a Treasurer shall be conducted by secret ballot.

Treasurer is candidate in election

61. If the Treasurer is a candidate in an election of Treasurer, the Treasurer shall appoint a bencher who is a chair of a standing committee of Convocation and who is not a candidate in the election for the purpose of performing the duties and exercising the powers of the Treasurer under this Part.

Right to vote

62. (1) Every bencher entitled to vote in Convocation is entitled to vote in an election of Treasurer.

List of voters

(2) If a poll is required to elect a Treasurer, after the close of nominations of candidates, the secretary shall prepare a list of benchers entitled to vote in an election of Treasurer.

List to show who has voted at advance poll

(3) Beginning at the opening of an advance poll and ending at the close of an advance poll, the secretary shall mark on the list prepared under subsection (2) whenever a bencher casts a ballot at the advance poll so that, at any time, the list will show the benchers who have cast ballots at the advance poll and the benchers who have not yet cast ballots in the election of Treasurer.

List to show who has voted on election day

(4) On election day, for every ballot required in order to elect a Treasurer, the secretary shall mark on the list prepared under subsection (2), marked as required under subsection (3), whenever a bencher casts a ballot on election day so that, at any time, the list will show the benchers who have cast ballots and the benchers who have not yet cast ballots in the election of Treasurer.

Availability of lists

(5) The secretary shall make the list described in subsection (3) and the list described in subsection (4) available for inspection to candidates in an election of Treasurer and benchers entitled to vote in the election of Treasurer.

Advance poll

63. (1) An advance poll shall be conducted,
- (a) beginning at 9 a.m. on the second Wednesday in June and ending at 5 p.m. on the day preceding election day; or
 - (b) if after the close of nominations of candidates under subsection 55 (3) or (4), there are two or more candidates, and if before the day of the election of Treasurer under subsection 54 (1), all of the candidates, but one, cease, for any reason, to be candidates, beginning at 9 a.m. on the day that is three business days after the day of the close of nominations of candidates under subsection 55 (5) and ending at 5 p.m. on the day preceding election day under subsection 34 (2).

Methods of voting at advance poll

- (2) A bencher may vote at the advance poll by,
 - (a) attending at the office of the secretary on any day that is not a Saturday or Sunday between the hours of 9 a.m. and 5 p.m. to receive a ballot and to mark the ballot in accordance with subsection (3); or
 - (b) requesting a voting package from the secretary and returning the voting package to the secretary by regular lettermail or otherwise.

Marking a ballot

- (3) A bencher voting at the advance poll shall mark the ballot in accordance with subsection (4) or (5).

Two candidates

- (4) If there are not more than two candidates, a bencher shall vote for one candidate only and shall indicate the candidate of his or her choice by placing a mark beside the name of the candidate.

More than two candidates

- (5) If there are three or more candidates, a bencher shall rank the candidates in order of preference by placing the appropriate number beside the name of each candidate.

Ballot box

(6) If a bencher is voting at the advance poll under clause (2) (a), after the bencher has marked the ballot, he or she shall fold the ballot so that the names of the candidates do not show and, in the presence of the secretary, put the ballot into the ballot box.

Same

(7) If a bencher is voting at the advance poll under clause (2) (b), after complying with subsections 64 (3) and (4), the secretary shall remove the ballot envelope from the return envelope, remove the ballot from the ballot envelope and put the ballot into the ballot box.

Ballots not to be opened

(8) Ballots received at the advance poll shall not be opened until the ballots cast on election day are opened.

Ballots to be discarded

(9) If after the close of nominations of candidates under subsection 55 (3) or (4), there are two or more candidates, and if before the day of the election of Treasurer under subsection 54 (1), all of the candidates, but one, cease, for any reason, to be candidates, the secretary shall cause to be discarded the ballots received at the advance poll conducted after the close of nominations under subsection 55 (3) or (4).

Special procedures: voting by mail

64. (1) If a bencher requests a voting package from the secretary under clause 63 (2) (b), the secretary shall send to the bencher a voting package that includes a ballot, a ballot envelope and a return envelope and shall specify the address to which the voting package must be returned.

Same

- (2) If a bencher is voting at the advance poll under clause 63 (2) (b), the bencher shall,
- (a) in accordance with subsection 63 (3), mark the ballot received from the secretary;
 - (b) after complying with clause (a), place the marked ballot inside the ballot envelope and seal the ballot envelope;
 - (c) after complying with clause (b), place the sealed ballot envelope inside the return envelope and seal the return envelope;

- (d) after complying with clause (c), sign the return envelope; and
- (e) after complying with clause (d), send to the secretary, by regular lettermail or otherwise, the voting package, that includes the ballot, the ballot envelope and the return envelope, so that it is received by the secretary not later than 5 p.m. on the day preceding election day.

Receipt of return envelopes

(3) When the secretary receives a voting package at the specified address, the secretary shall check to see if the return envelope bears the signature of a bencher to whom a voting package was sent.

Discarding ballots

- (4) The secretary shall discard a voting package that the secretary receives,
 - (a) at an address other than the specified address;
 - (b) that does not bear the signature of a bencher to whom a voting package was sent; and
 - (c) after 5 p.m. on the day preceding election day.

Procedure for voting on election day: first ballot

65. (1) On election day, each bencher entitled to vote in an election of Treasurer who has not voted at the advance poll shall receive a first ballot listing the names of all candidates for election as Treasurer.

Second ballot

(2) On election day, if a Treasurer is not elected as a result of the votes cast at the advance poll and on the first ballot, each bencher entitled to vote in an election of Treasurer who has not voted at the advance poll shall receive a second ballot listing the names of the candidates remaining in the election of Treasurer at the time of that ballot.

Application of subs. (2) to second and further ballots

(3) Subsection (2) applies to the second ballot and, with necessary modifications, any further ballots in an election of Treasurer.

Marking ballot

(4) Each bencher shall vote for one candidate only on each ballot and shall indicate the candidate of his or her choice by placing a mark beside the name of the candidate.

Ballot box

(5) After a bencher has marked a ballot, he or she shall fold the ballot so that the names of the candidates do not show and, in the presence of the secretary, put the ballot into the ballot box.

Counting votes

66. (1) On election day, after all benchers entitled to vote in an election of Treasurer have voted or declined to vote on a ballot, the secretary shall, in the absence of all persons but in the presence of the Treasurer, open the ballot box, remove all the ballots from the ballot box, open the ballots and count the votes cast for each candidate.

Counting votes cast at advance poll

(2) If at the advance poll votes were cast for candidates by rank of preference, in counting the votes cast for each candidate at the advance poll, the secretary shall assume that a bencher's candidate of choice was the candidate on the ballot given the highest rank by the bencher.

Application

(3) This section applies to the count of votes on the first ballot in an election of Treasurer and, with necessary modifications, to the count of votes on the second ballot and any further ballots in an election of Treasurer.

Report of results: two candidates

67. (1) If on any ballot there are not more than two candidates, immediately after counting the votes cast for each candidate, the secretary shall report the results to Convocation and shall declare to be elected as Treasurer the candidate who received the larger number of votes.

Report of results: three or more candidates

(2) If on any ballot there are three or more candidates and, after counting the votes, the secretary determines that at least one candidate received more than 50 percent of all votes cast for all candidates, the secretary shall report the results to Convocation and shall declare to be

elected as Treasurer the candidate who received the largest number of votes.

Same

(3) If on any ballot there are three or more candidates and, after counting the votes, the secretary determines that no candidate received more than 50 percent of all votes cast for all candidates, the secretary shall report to Convocation that no candidate received more than 50 percent of all votes cast for all candidates and that a further ballot will be required in order to elect a Treasurer.

Further ballot required

(4) If a further ballot is required under subsection (3), the secretary shall report to Convocation the candidate on the previous ballot who received the least number of votes and that candidate shall be removed as a candidate in the election.

Casting tie-breaking vote

68. (1) If at any time an equal number of votes is cast for two or more candidates and an additional vote would entitle one of them to be declared to be elected as Treasurer, the Treasurer shall randomly select one of the candidates and cast an additional vote for that candidate.

Equal number of votes

69. (1) If at any time an equal number of votes is cast for two or more candidates and an additional vote would entitle one or more of them to remain in the election of Treasurer, a poll shall be conducted to select the candidates to remain in the election.

Secret ballot

(2) A poll conducted under subsection (1) shall be conducted by secret ballot.

Right to vote

(3) Each bencher entitled to vote in an election of Treasurer is entitled to vote in a poll conducted under subsection (1).

Ballot

(4) Each bencher entitled to vote in a poll conducted under subsection (1) shall receive a ballot listing the names of the candidates who received the equal number of votes.

Marking ballot

(5) A bencher shall vote for the candidate or candidates, but not for all the candidates, whom he or she wishes to remain in the election of Treasurer and shall indicate his or her choice or choices by placing a mark beside the name of each candidate chosen.

Ballot box

(6) After a bencher has marked a ballot, he or she shall fold the ballot so that the names of the candidates do not show and, in the presence of the secretary, put the ballot into the ballot box.

Counting votes

(7) After all benchers entitled to vote in a poll conducted under subsection (1) have voted or declined to vote on a ballot, the secretary shall, in the absence of all persons but in the presence of the Treasurer, open the ballot box, remove all ballots from the ballot box, open the ballots and count the votes cast for each candidate.

Report of results

(8) Immediately after counting the votes cast for each candidate, the secretary shall report the results to Convocation.

Same

(9) The candidate who receives the least number of votes in the poll conducted under subsection (1) shall be removed as a candidate in the election of Treasurer.

Further polls

(10) If two or more candidates in a poll conducted under subsection (1) each receive the least and the same number of votes, additional polls shall be conducted under subsection (1), for the candidates with the same number of votes, until only one candidate from all the candidates included in the initial poll conducted under subsection (1) is removed as a candidate in the election of Treasurer.

TERM OF OFFICE

Taking office

70. (1) In an election of Treasurer under section 54,
- (a) a bencher elected as Treasurer by acclamation shall take office at the regular

meeting of Convocation in June following his or her election; and

- (b) a bencher elected as Treasurer by poll shall take office immediately after his or her election.

Term of office

(2) Subject to any provision in any by-law providing for the removal of a Treasurer from office, the Treasurer shall remain in office until his or her successor takes office.

HONORARIUM

Treasurer's entitlement to honorarium

71. The Treasurer is entitled to receive from the Society an honorarium in an amount determined by Convocation from time to time.

VACANCY IN OFFICE

Vacancy

72. If a Treasurer resigns, is removed from office or for any reason is unable to act during his or her term in office, Convocation shall, as soon as practicable, elect an elected bencher to fill the office of Treasurer until the next election of Treasurer under section 54.

ACTING TREASURER

Acting Treasurer

73. If a Treasurer for any reason is temporarily unable to perform the duties or exercise the powers of the Treasurer during his or her term in office, or if there is a vacancy in the office of Treasurer under section 72, the chair of the Audit and Finance Committee, or if he or she for any reason is unable to act, the chair of the Professional Development and Competence Committee, shall perform the duties and exercise the powers of the Treasurer until,

- (a) the Treasurer is able to perform the duties or exercise the powers of the Treasurer;
or
- (b) a Treasurer is elected under section 72 or 54.

PART V

CONVOCATION

INTERPRETATION

Definitions

74. (1) In this Part,

“main motion” means a motion which is the subject of an amendment contained in a motion to amend;

“question of privilege” means a question about any right enjoyed at Convocation by the benchers present at Convocation collectively or by any bencher present at Convocation individually conferred by this Part or by practice, precedent, usage and custom;

“question of procedure” means a question about the procedure being followed at any time at Convocation;

“substantive motion” means a motion that is a self-contained proposal capable of expressing a decision of the benchers present at Convocation concerning a matter of import to the Society.

Interpretation: tabling a motion

(2) In this Part, “to table a motion” means to defer indefinitely debating the motion or putting the motion to a vote and “a motion which was tabled” has a corresponding meaning.

MEETINGS

Convocation conducted in accordance with Part

75. (1) Subject to subsection (2), Convocation shall be conducted in accordance with this Part.

Waiving compliance, etc.

(2) The Treasurer may waive compliance with any requirement, alter any requirement and abridge or extend any time period mentioned in this Part in respect of Convocation.

Matters of procedure not provided for

(3) Any matter of procedure not provided for in this Part shall be determined by the Treasurer.

Place of Convocation

76. (1) Subject to subsections (2) and (3), Convocation shall be held in Osgoode Hall.

Same

(2) The Treasurer may convene Convocation at any place.

Convocation by telephone conference call, *etc.*

(3) Convocation may be conducted by means of such telephone, electronic or other communication facilities as permit all persons participating in Convocation to communicate with each other simultaneously and instantaneously.

Convocation: when held

77. Convocation shall be held on the fourth Thursday of each month, except the months of July, August and December, unless otherwise directed by the Treasurer.

Convocation: special meetings

78. (1) The Treasurer may convene Convocation at any time by giving at least twenty-four hours notice, or by directing the secretary to give such notice, to each bencher.

Same

(2) Upon the written request of ten benchers who are entitled to vote in Convocation, the secretary shall convene Convocation by giving at least twenty-four hours notice to each bencher.

Convocation open to public

79. (1) Subject to subsection (2), Convocation shall be open to the public.

Public excluded

(2) Convocation shall be held in the absence of the public to deal with any of the following matters:

1. Matters relating to the Society's personnel.
2. Litigation in which the Society is involved.
3. Negotiations with a government.
4. Intimate financial or personal matters or other matters in respect of which, in the opinion of the benchers present at Convocation, the need for privacy outweighs the public interest in disclosure.
5. Any matter at the instance of the Treasurer.

Order of business

80. Unless otherwise provided, the business and the order of business at Convocation shall be determined by the Treasurer.

Order of business: special meeting

81. At Convocation convened under subsection 78 (2), the business of Convocation shall include the matters for which Convocation was convened.

Minutes

82. (1) Except when Convocation is resolved into a meeting of the benchers as a committee of the whole, minutes shall be kept for Convocation.

Confirmation of minutes

(2) At each Convocation, the minutes of the last Convocation shall be confirmed by the benchers present at Convocation and shall be signed by the Treasurer or the bencher who presided at the meeting of the Convocation to which the minutes relate.

Publication of minutes

(3) Except in the case of the minutes of Convocation held in the absence of the public, the minutes of Convocation shall be made available for public inspection.

Transcript

83. (1) Convocation shall be recorded by a qualified verbatim reporter to permit the production of a transcript of Convocation.

Publication

(2) The transcript of Convocation open to the public shall be made available for public inspection.

Adjournment for lack of quorum

84. (1) If at any time after Convocation has commenced, the Treasurer's attention is directed to the apparent lack of a quorum, the Treasurer shall determine whether a quorum is present and, upon determining that a quorum is not present, the Treasurer shall adjourn Convocation without motion.

Same

(2) The matter before Convocation immediately prior to an adjournment under subsection (1), and all matters listed on the agenda for Convocation that are not reached prior to the adjournment, shall be deemed to be deferred to the next Convocation to be held under section 77.

Removal of bencher from office for non-attendance

85. (1) The benchers present at Convocation may remove from office an elected bencher who fails to attend Convocation held under section 77 six consecutive times.

Failure to attend three meetings

(2) When an elected bencher fails to attend Convocation held under section 77 three consecutive times, the secretary shall immediately send to the elected bencher a notice of the failure and of the benchers' authority under subsection (1) to remove him or her from office.

Failure to attend six meetings: report

(3) When an elected bencher fails to attend Convocation held under section 77 six consecutive times, the secretary shall report the failure at the first Convocation held thereafter under section 77.

TREASURER

Treasurer to preside

86. The Treasurer shall preside over Convocation.

Appeal of Treasurer’s rulings and decisions

87. (1) Two or more benchers who are entitled to vote in Convocation may together appeal to the benchers present at Convocation from a ruling or decision of the Treasurer made in Convocation.

Exception to appeal

(2) Despite subsection (1), the following rulings and decisions of the Treasurer made in Convocation are not subject to an appeal:

1. A decision on a question of privilege or procedure.
2. A ruling that a bencher’s remarks are out of order for the reason set out in clause 99 (3) (e).
3. A ruling that a motion is out of order because it is a motion mentioned in subsection 91 (2).
4. A decision under subsection 100 (1) to put a motion to a vote.
5. A decision about a recorded vote.

Time for making appeal

(3) An appeal from a ruling or decision of the Treasurer shall be made immediately after the ruling or decision.

Debate

(4) Except in the case of an appeal of a ruling or decision of the Treasurer in respect of a bencher’s language or behaviour, an appeal of a ruling or decision of the Treasurer may be debated and sections 97 to 99 apply, with necessary modifications, to the debate.

Same

(5) The debate on an appeal of the Treasurer’s decision under paragraph 5 of subsection 79 (2) shall be conducted in the absence of the public.

Disposition

(6) An appeal of a ruling or decision of the Treasurer shall be disposed of by a vote on the question: “Should the ruling or decision of the Treasurer be upheld?”

Same

(7) Sections 100 to 104 apply, with necessary modifications, to a vote on an appeal of a ruling or decision of the Treasurer.

Same

(8) The vote on an appeal of the Treasurer's decision under paragraph 5 of subsection 79 (2) shall be conducted in the absence of the public.

Resolution: appeal of Treasurer's ruling

(9) A ruling or decision of the Treasurer shall be upheld if the majority of votes cast are in favour of upholding the ruling or decision of the Treasurer or if there is a tie vote on the appeal.

ORDER AND DECORUM

Treasurer to preserve order, decorum, etc.

88. At Convocation, the Treasurer shall preserve order, decorum, civility and courtesy and shall decide questions of privilege and procedure.

Benchers not to interrupt Treasurer

89. (1) Benchers shall refrain from interrupting the Treasurer when he or she is speaking, making a ruling or decision or putting a motion or question to Convocation for a vote.

Bencher not to interrupt other bencher

(2) Unless otherwise provided in this Part, when a bencher is speaking, no bencher other than the Treasurer shall interrupt the bencher speaking.

Questions of privilege and procedure

90. (1) A bencher who is entitled to vote in Convocation or who may take part in a debate at Convocation may raise a question of privilege or procedure at any time during Convocation and may interrupt another bencher who is speaking to do so.

Discussion

(2) Apart from the bencher raising the question, there shall be no discussion or debate of a question of privilege or procedure.

Decision

(3) The Treasurer shall decide a question of privilege or procedure immediately after it is raised.

Taken up immediately

(4) If the Treasurer decides that a *prima facie* case of privilege exists, it shall be taken into consideration immediately.

MOTIONS

Motions to be made in accordance with Part

91. (1) Motions made in Convocation shall be made in accordance with this Part.

Prohibited motions

- (2) No motion shall be made concerning a matter,
 - (a) in respect of which a hearing may be conducted under the Act or by-laws; or
 - (b) that is pending before an adjudicative body for determination.

Who may make motion

92. (1) A motion may be made in Convocation by a bencher who is entitled to vote in Convocation.

Certain benchers to move certain motions

(2) A substantive motion of which notice has been given shall be made by the bencher who gave notice of the motion.

Notice required

93. (1) Notice is required for the following motions:
- 1. A substantive motion, other than a substantive motion contained in the report of a

standing or other committee.

2. A motion to resume debating and to put to a vote a substantive motion which was tabled.

Method of giving notice

(2) Notice of a motion shall be given in writing by the bencher intending to make the motion by delivering a copy of the text of the motion, signed by the bencher intending to make the motion and the bencher intending to second the motion, to the secretary at least twenty days before the day fixed for Convocation at which the bencher intends to make the motion.

Sending notice to all benchers

(3) The secretary shall as soon as possible after receiving notice of a motion under subsection (2) send a copy of the text of the motion to all benchers.

Substantive motion without notice

(4) Despite subsection (1), a bencher may make a substantive motion, other than a substantive motion contained in a report of a standing or other committee, without notice at Convocation if the motion relates to a matter then being debated at Convocation.

Secunder required

94. (1) A motion must be seconded before it may be debated, if debate is permitted, and voted on.

Seconders

(2) Only benchers who are entitled to vote in Convocation may second a motion.

Same

(3) A substantive motion of which notice has been given shall be seconded by the bencher who signed the text of the motion as the bencher intending to second the motion.

Introduction of substantive motion

95. (1) Subject to section 80, a substantive motion may be moved at any time at Convocation provided that no other substantive motion is before Convocation at the time.

Same

(2) A motion to refer the subject matter of a substantive motion, other than a substantive motion contained in the report of a standing or other committee, to a standing or other committee, a motion to table a substantive motion or a motion to put a substantive motion to a vote may be moved at any time after the substantive motion has been moved and seconded, but before it has been voted on, at Convocation.

Same

(3) A motion to amend may be made at any time after a main motion is moved and seconded, but before it has been voted on, at Convocation, provided that no other motion to amend is before Convocation at the time.

Same

(4) A motion to adjourn Convocation may be made at any time.

Withdrawal

96. (1) A bencher who has given notice of a motion may withdraw the same at any time.

Same

(2) A bencher who has moved a motion may withdraw the same at any time with the consent of the bencher who seconded the motion.

DEBATE

Debate on motions

97. A motion before Convocation may be debated except in the following cases:

1. A motion to table a motion.
2. A motion to adjourn Convocation.

Who may participate in debate

98. The following persons may take part in a debate at Convocation:

1. An elected bencher.

2. A lay bencher.
3. A bencher by virtue of his or her office under paragraph 1 of subsection 12 (2) of the Act.
4. A bencher by virtue of his or her office under paragraph 3 of subsection 12 (1) or paragraph 2 of subsection 12 (2) of the Act who has not lost the right to take part in a debate at Convocation.
5. A bencher by virtue of his or her office under section 14 of the Act who has not lost the right to vote in Convocation.
6. An emeritus bencher under paragraph 1 of subsection 48.1 (2) of this By-Law who has not lost the right to take part in a debate at Convocation.
7. The Chief Executive Officer.
8. Any other person with the prior permission of the Treasurer.

Order of speaking

99. (1) Subject to subsection (2), in a debate, benchers are entitled to speak to a motion in the following order:

1. The bencher who moved the motion.
2. The bencher who seconded the motion.
3. Any other bencher or person, in accordance with section 98, when recognized by the Treasurer.

Reserving right to speak

(2) The bencher who seconded the motion may reserve the right to speak to the motion until a later time in the debate.

Matters out of order in debate

- (3) In a debate, a bencher shall be called to order by the Treasurer if he or she,
 - (a) subject to subsections (4), (5), (6) and (7) speaks to a motion more than once;

- (b) directs his or her speech to matters other than the motion being debated;
- (c) persists in needless repetition or raises matters that have already been decided at Convocation;
- (d) anticipates a matter already on the agenda of Convocation for consideration;
- (e) refers to a matter,
 - (i) in respect of which a hearing may be conducted under the Act or by-laws;
or
 - (ii) that is pending before an adjudicative body for determination;
- (f) makes allegations against another bencher;
- (g) imputes false, improper or ulterior motives to another bencher;
- (h) charges another bencher with uttering a deliberate falsehood; or
- (i) uses abusive or insulting language of a nature likely to create disorder.

Speaking twice

(4) A bencher may speak to a motion a second time only to explain a material part of his or her first speech which he or she believes may have been misunderstood, and in so doing, the bencher shall not introduce any new points.

Same

(5) A bencher who moves a motion may speak to the motion a second time immediately before the end of the debate to reply to any comments or questions raised during the debate.

Questions on speeches and replies

(6) At any time during the debate on a motion, a bencher may ask a brief question about another bencher's speech and that bencher may, with the Treasurer's permission, reply briefly.

Treasurer's permission to speak second time

- (7) A bencher may speak to a motion a second time, in circumstances not mentioned

in subsections (4), (5) and (6), with the Treasurer's permission.

Special rules of debate: motions to amend

(8) Immediately a motion to amend is made during the debate on a main motion, the Treasurer shall interrupt that debate and call for a debate on the motion to amend.

Resumption of interrupted debate

(9) A debate that has been interrupted under subsection (8) shall be resumed immediately the motion to amend which caused the debate to be interrupted has been voted on.

VOTING

Putting debatable motion to vote

100. (1) Subject to subsection (2), the Treasurer shall put a motion which may be debated to a vote when he or she is of the opinion that debate on the motion has been reasonably completed.

Motion to amend accepted

(2) A motion to amend shall not be put to a vote if the benchers who moved and seconded a main motion consent to that motion being amended as proposed in the motion to amend.

Putting non-debatable motion to vote

(3) The Treasurer shall put a motion which may not be debated to a vote immediately after the motion has received a seconder.

Treasurer may not vote

101. The Treasurer shall not vote on a motion except in the case of a tie when the Treasurer may cast a tie-breaking vote.

Proxy voting prohibited

102. Votes may not be cast by proxy.

Manner of voting

103. Voting shall be by a show of hands, or if Convocation is conducted by means of telephone, electronic or other communication facilities under subsection 76 (3), by oral response, unless a recorded vote is required by the Treasurer, or requested by a bencher entitled to vote in Convocation and permitted by the Treasurer, in accordance with section 104.

Recorded vote

104. (1) A recorded vote may be required by the Treasurer or requested by a bencher entitled to vote in Convocation before a motion is put to a vote.

Recorded vote requested by bencher

(2) When a recorded vote has been requested by a bencher, the Treasurer may, but is not required to, conduct a recorded vote.

Manner of conducting recorded vote

(3) When a recorded vote is being conducted, the Treasurer shall put the subject motion to the benchers present in Convocation and the secretary shall then call out the names of all benchers entitled to vote in Convocation and upon hearing his or her name, a bencher shall state his or her vote or if wishing not to vote shall state his or her abstention from the vote.

Resolution

105. A motion shall carry if a majority of the votes cast are in favour of the motion.

COMMITTEE OF THE WHOLE

Committee of the Whole

106. (1) At any time, the Treasurer may require Convocation to resolve itself into a meeting of the benchers as a committee of the whole to consider any matter before Convocation at the time.

Appointment of chair

(2) Immediately after announcing his or her decision to require Convocation to resolve itself into a meeting of the benchers as a committee of the whole, the Treasurer may appoint a bencher as chair of the committee of the whole and, if the Treasurer does so appoint a bencher, the Treasurer shall then leave the chair.

Appointed bencher takes chair

(3) When the Treasurer leaves the chair in accordance with subsection (2), the bencher appointed as chair of the committee of the whole shall take the chair whereupon Convocation resolves itself into a meeting of the benchers as a committee of the whole.

Rules of procedure

(4) Section 24 of the Act and subsection 84 (1) and sections 86 to 105 of this By-Law apply with necessary modifications to proceedings of a committee of the whole.

Treasurer resumes chair

- (5) When a committee of the whole has completed its proceedings,
 - (a) if the Treasurer had appointed a bencher as chair of the committee, the chair of the committee shall leave the chair and the Treasurer shall then resume the chair; and
 - (b) Convocation shall resume as such.

Report to meeting

(6) When Convocation resumes after the benchers present at Convocation have met as a committee of the whole, the Treasurer or the chair of the committee may report to Convocation on the proceedings of the committee.

PART VI

COMMITTEES

GENERAL

Duties, powers of committees

107. (1) Unless expressly authorized to perform a duty or exercise a power, the performance of a duty or the exercise of a power by a standing committee is subject to the approval of Convocation.

Duties, powers of Convocation

(2) Convocation may perform a duty or exercise a power that it has delegated to a standing committee notwithstanding the delegation.

Same

(3) Convocation may delegate to any other committee the performance of a duty or the exercise of a power notwithstanding that it has delegated the performance of the duty or the exercise of the power to a standing committee under this Part.

STANDING COMMITTEES

Establishment of standing committees

108. The following standing committees are hereby established:

1. Audit and Finance Committee.
- [2. Revoked.]
3. Government and Public Affairs Committee.
4. Access to Justice Committee.
5. Litigation Committee.
6. Professional Development and Competence Committee.
7. Professional Regulation Committee.
8. Equity and Aboriginal Issues Committee.
9. Inter-Jurisdictional Mobility Committee.
10. Tribunal Committee.

Composition

109. (1) Each standing committee shall consist of at least six persons appointed by Convocation.

Benchers

- (2) Each standing committee shall include at least five benchers.

Appointment of persons to standing committees

- (3) Convocation may appoint persons to a standing committee at any time.

Treasurer's recommendations for appointment

(4) The Treasurer shall recommend to Convocation all persons for appointment to standing committees.

Treasurer

110. The Treasurer is a member of every standing committee.

Term of office

111. Subject to section 112, a person appointed to a standing committee under section 109 shall hold office until his or her successor is appointed.

Removal from standing committee by Convocation

112. (1) Convocation may remove from a standing committee any member of the committee who fails to attend three consecutive meetings of the committee.

Automatic removal from standing committee

(2) A member of a standing committee who is a bencher by virtue of his or her office under paragraph 3 of subsection 12 (1) or paragraph 2 of subsection 12 (2) of the Act ceases to be a member of the committee immediately after he or she fails to attend Convocation held under section 77 four consecutive times.

Automatic reinstatement to standing committee

(3) A person who ceased to be a member of a standing committee under subsection (2) is reinstated as a member of the committee immediately after he or she attends three of any five consecutive times Convocation is held under section 77 after he or she ceases to be a member of the committee.

Chairs and vice-chairs

113. (1) For each standing committee, Convocation shall appoint,

- (a) one bencher, who is a member of the standing committee, as chair of the standing committee; and
- (b) one or more benchers, who are members of the standing committee, as vice-chairs of the standing committee.

Term of office

(2) Subject to subsection (3), the chair and vice-chairs of a standing committee hold office until their successors are appointed.

Appointment at pleasure

(3) The chair and vice-chairs of a standing committee hold office at the pleasure of Convocation.

Vacancy

(4) If the chair or a vice-chair of a standing committee for any reason is unable to act, the Treasurer may appoint another member of the standing committee as the chair or a vice-chair and, subject to subsection (3), that member shall hold office as chair or vice-chair until his or her successor is appointed.

Appointment under subs. (4) subject to ratification

(5) The appointment of a member of a standing committee as the chair or a vice-chair of the committee under subsection (4) is subject to ratification by Convocation at its first regular meeting following the appointment.

Quorum

114. (1) Four members of a standing committee who are benchers constitute a quorum for the purposes of the transaction of business.

Meetings by telephone conference call, etc.

(2) Any meeting of a standing committee may be conducted by means of such telephone, electronic or other communication facilities as permit all person participating in the meeting to communicate with each other instantaneously and simultaneously.

Right to attend meeting

115. (1) Subject to subsection (2), no person other than a member of a standing committee may attend a meeting of the committee.

Same

(2) The following persons who are not members of a standing committee may attend a meeting of the committee:

1. A bencher who is entitled to vote in Convocation or who may take part in a debate at Convocation.
2. An officer or employee of the Society.
3. Any person not mentioned in paragraph 1 or 2 with the permission of the chair of the committee.

Voting rights

116. (1) Only members of a standing committee may vote at meetings of the committee.

No voting rights

(2) Despite subsection (1), a member of a standing committee who has lost the right to vote in committees under another section of this By-Law may not vote at meetings of the committee.

AUDIT AND FINANCE COMMITTEE

Mandate

117. The mandate of the Audit and Finance Committee is,
- (a) to receive and review the interim and annual financial statements of the Society;
 - (b) to recommend to Convocation the approval of the annual financial statements of the Society;
 - (c) to receive the annual financial statements of the Lawyers' Professional Indemnity Company, LibraryCo Inc. and any other subsidiary of the Society;

- (d) to review the integrity and effectiveness of the financial operations, systems of internal control, reporting mechanisms and internal risk management of the Society;
- (e) to review with the public accountant and management of the Society the annual audit plan and results of the annual audit, including the audit scope;
- (f) to recommend a public accountant for appointment by Convocation as required under section 49 of By-Law 2 [Corporate Provisions];
- (g) to review the annual budgets of the Society and of Library Co., or any special or extraordinary budgets required for the purpose of the Society, to provide advice to Convocation thereon and to recommend approval of the annual budgets or any special or extraordinary budget item;
- (h) to review proposals for any significant budget amendments arising during a financial year and to provide advice to Convocation thereon, including advice on the financial implications of the budget amendments;
- (i) to provide to Convocation policy guidance on the allocation of resources within the Society in keeping with the priorities set by Convocation;
- (j) to develop for Convocation's approval policy options on financial matters, including the Society's investment policy;
- (k) to ensure that the Society's programs have clearly articulated objectives and identifiable performance standards to assist in assessing their efficiency and effectiveness;
- (l) to review periodically the Society's programs, selected for review in consultation with the Chief Executive Officer, to determine compliance with program objectives and whether there is cost-effective use of funds;
- (m) to receive reports on the remuneration and expenses of the Treasurer, benchers and persons elected as members of the Paralegal Standing Committee;
- (n) to monitor compliance with policies adopted by Convocation, including any investment policy;
- (o) to recommend to Convocation the making of grants from the J.S. Denison Fund;
and

- (p) to recommend to Convocation the execution of banking resolutions and other similar financial agreements.

Administrator of pension plan

118. (1) The Audit and Finance Committee shall be the administrator of and shall administer the registered pension plan for the employees of the Society.

Powers

(2) The performance of any duty, or the exercise of any power, by the Audit and Finance Committee under any Act relevant to its role described in subsection (1) is not subject to the approval of Convocation.

PROFESSIONAL DEVELOPMENT AND COMPETENCE COMMITTEE

Mandate

119. The mandate of the Professional Development and Competence Committee is to develop for Convocation's approval,

- (a) policy options on the following matters:
 - (i) the classes of licence for the practise of law in Ontario issued under the Act, the scope of activities authorized under each class of licence and the terms, conditions, limitations or restrictions imposed on each class of licence,
 - (ii) the licensing of persons to practise law in Ontario as barristers and solicitors, including qualifications and other requirements for licensing and the application for licensing,
 - (iii) the professional competence of persons licensed to practise law in Ontario as barristers and solicitors including,
 - (A) the requirements to be met by such persons with respect to continuing legal education, and
 - (B) the review of the professional business of such persons; and
- (b) guidelines for professional competence applicable to persons licensed to practise law in Ontario as barristers and solicitors.

PROFESSIONAL REGULATION COMMITTEE

Mandate

120. The mandate of the Professional Regulation Committee is to develop for Convocation's approval policy options on all matters relating to,

- (a) the regulation of licensees in respect of their conduct and capacity;
- (b) policies and guidelines relating to sections 26.1 to 26.3 of the Act; and
- (c) rules of professional conduct applicable to persons licensed to practise law in Ontario as barristers and solicitors.

GOVERNMENT AND PUBLIC AFFAIRS COMMITTEE

Mandate

121. The mandate of the Government and Public Affairs Committee is,

- (a) to develop and maintain an effective working relationship with the Government of Ontario, the Attorney General for Ontario, the Ontario Public Service and all elected officials of the Ontario Legislature for the purpose of ensuring that the Society's policies and positions on matters affecting the interests of the public and having to do with the practice of law in Ontario or the provision of legal services in Ontario are understood before decisions affecting those matters are made;
- (b) to ensure that the Society's legislative agenda is effectively presented to the Government of Ontario for its consideration and approval;
- (c) to develop and maintain an effective working relationship with the Government of Canada and the Attorney General for Canada with respect to federal initiatives affecting matters within the Society's jurisdiction;
- (d) to develop, for Convocation's approval, a public affairs mandate for the Society, which identifies the constituencies that the Society should address and sets out the outcomes that should be achieved with each constituency; and
- (e) to develop a long range and comprehensive public affairs strategy consistent with the Society's public affairs mandate approved by Convocation.

EQUITY AND ABORIGINAL ISSUES COMMITTEE

Mandate

122. The mandate of the Equity and Aboriginal Issues Committee is,
- (a) to develop for Convocation's approval, policy options for the promotion of equity and diversity having to do in any way with the practice of law in Ontario or provision of legal services in Ontario and for addressing all matters related to Aboriginal peoples and French-speaking peoples; and
 - (b) to consult with Aboriginal, Francophone and other equality-seeking communities in the development of such policy options.
123. REVOKED: November 22, 2007.

INTER-JURISDICTIONAL MOBILITY COMMITTEE

Mandate

124. The mandate of the Inter-Jurisdictional Mobility Committee is to develop for Convocation's approval policy options on all matters relating to the inter-jurisdictional mobility of licensees.

ACCESS TO JUSTICE COMMITTEE

Mandate

125. The mandate of the Access to Justice Committee is to develop, for Convocation's approval, policy options for promoting access to justice throughout Ontario.

LITIGATION COMMITTEE

Mandate

126. The mandate of the Litigation Committee is,
- (a) to receive from the Chief Executive Officer notification of any new legal

proceeding and progress reports on the conduct of all legal proceedings in which the Society is involved, for the purpose of communicating the reports to Convocation;

- (b) to provide assistance and guidance to the Chief Executive Officer in the conduct of legal proceedings that are outside the usual course of the Society's business; and
- (c) to consider requests made for the Society or the Federation of Law Societies of Canada to intervene in legal proceedings and to recommend to Convocation, or in urgent circumstances to decide, whether the Society should intervene in a legal proceeding or support the Federation intervening in a legal proceeding.

TRIBUNAL COMMITTEE

Mandate

127. (1) The mandate of the Tribunal Committee is to develop, in conjunction with the Chair of the Law Society Tribunal, for Convocation's approval policy options on all matters relating to the Law Society Tribunal, including the development or preparation of practice directions, an adjudicator code of conduct, publication protocols for tribunal decisions and adjudicator professional development.

(2) Subject to the approval of Convocation, in conjunction with the Chair of the Law Society Tribunal, the Tribunal Committee may prepare rules of practice and procedure.

PART VII

PARALEGAL STANDING COMMITTEE

INTERPRETATION

Interpretation: "Committee"

128. In this Part, "Committee" means the Paralegal Standing Committee.

ESTABLISHMENT OF COMMITTEE

Establishment of Committee

129. There is hereby established a standing committee to be known as the Paralegal Standing Committee in English and Comité permanent des parajuristes in French.

JURISDICTION OF COMMITTEE

Jurisdiction of Committee

130. The Committee is responsible for developing, for Convocation's approval, policy options on the following matters:

1. The classes of licence for the provision of legal services in Ontario issued under the Act, the scope of activities authorized under each class of licence and the terms, conditions, limitations or restrictions imposed on each class of licence.
2. The licensing of persons to provide legal services in Ontario, including the qualifications and other requirements for licensing and the application for licensing.
3. The regulation of persons licensed to provide legal services in Ontario in respect of,
 - i. the handling of money and other property, and
 - ii. the keeping of financial records.
4. The rules of professional conduct applicable to persons licensed to provide legal services in Ontario.
5. The requirements to be met by persons licensed to provide legal services in Ontario with respect to indemnity for professional liability.
6. The professional competence of persons licensed to provide legal services in Ontario, including,
 - i. the requirements to be met by such persons with respect to continuing legal education, and
 - ii. the review of the professional business of such persons.

7. Guidelines for professional competence applicable to persons licensed to provide legal services in Ontario.
8. The provision of legal services through professional corporations.
9. The provision of information to the Society, and the filing of certificates, reports and other documents, relating to the Society's functions under the Act, by persons licensed to provide legal services in Ontario.
10. The election of five persons who are licensed to provide legal services in Ontario as members of the Committee.
11. The election of two persons who are licensed to provide legal services in Ontario as benchers.
12. The appointment of the chair of the Committee.

CHAIR

Definition

130.1. In sections 130.4 to 130.12, "Elections Officer" means the person who is assigned by the Chief Executive Officer the responsibility of administering and enforcing the provisions of those sections.

Appointment of chair

130.2. (1) The Committee shall appoint as its chair the member of the Committee whom it elects as chair in accordance with sections 130.3 to 130.12.

Time of appointment

(2) The Committee shall appoint a chair of the Committee immediately after it elects a chair in accordance with sections 130.3 to 130.12.

Election of chair: time

- 130.3. (1) There shall be an election of chair by the Committee,
- (a) on the day on which there is an election of benchers licensed to provide legal services under Part I.1 of this By-Law; and

- (b) on every anniversary of the day mentioned in clause (a), until the next election of benchers licensed to provide legal services under Part I.1 of this By-Law.

Same

(2) The election of chair by the Committee shall be the first matter of business for the Committee on the day of the election of chair except that, on the day on which there is an election of benchers licensed to provide legal services under Part I.1 of this By-Law, the election of chair shall be the first matter of business for the Committee immediately after the election of benchers.

Elections Officer

130.4. The election of chair shall be conducted by the Elections Officer.

Who may be candidate

130.5. (1) Every person who was elected to the Committee under Part VII.1 of this By-Law and took office as a member of the Committee pursuant to that Part may be a candidate in the election of chair if the person is nominated as a candidate in accordance with this section.

Nomination and consent

- (2) A candidate in the election of chair must,
 - (a) be nominated by at least one member of the Committee; and
 - (b) consent to the nomination.

Nomination requirements

- (3) The nomination of a person as a candidate in the election of chair must,
 - (a) be in writing;
 - (b) be signed by the person being nominated, to indicate his or her consent to the nomination;
 - (c) be signed by the member or members of the Committee nominating the person as a candidate; and

- (d) be submitted to the Elections Officer by the time specified by the Elections Officer.

Invalid nomination

(4) A nomination that does not comply with subsection (3) is invalid and the person who is the subject of the nomination shall not be a candidate in the election of chair.

Election by acclamation

130.6. If after the time specified by the Elections Officer for the submission of nominations there is only one candidate in the election of chair, the Elections Officer shall declare that candidate to have been elected the chair.

Poll

130.7. (1) If after the time specified by the Elections Officer for the submission of nominations there are two or more candidates in the election of chair, a poll shall be conducted to elect the chair.

Poll: secret ballot

- (2) A poll to elect the chair shall be conducted by secret ballot.

Poll: right to vote

(3) Every person who is a member of the Committee on the day of the election of chair is entitled to vote in the election of chair.

Procedure for voting: first ballot

130.8. (1) On the day of the election of chair, each member of the Committee who is in attendance in person at the meeting of the Committee at the time of the first ballot shall receive a first ballot listing the names of all candidates in the election of chair.

Procedure for voting: second ballot

(2) If the chair is not elected as a result of the votes cast on the first ballot, each member of the Committee who is in attendance in person at the meeting of the Committee at the time of the second ballot shall receive a second ballot listing the names of the candidates remaining in the election of chair at the time of that ballot.

Application of subs. (2) to second and further ballots

(3) Subsection (2) applies to the second ballot and, with necessary modifications, any further ballots in the election of chair.

Marking ballot

(4) Each member of the Committee voting on a ballot in the election of chair shall vote for one candidate only on the ballot and shall indicate the candidate of his or her choice by placing a mark beside the name of the candidate.

Ballot box

(5) After a member of the Committee voting on a ballot in the election of chair has marked the ballot, he or she shall fold the ballot so that the names of the candidates do not show and, in the presence of the Elections Officer, put the ballot into the ballot box.

Counting votes

130.9. (1) After all members of the Committee voting on a ballot in the election of chair have voted or declined to vote on the ballot, the Elections Officer shall, in the absence of all persons but in the presence of the vice-chair of the Committee, open the ballot box, remove all the ballots from the ballot box, open the ballots and count the votes cast for each candidate.

Counting votes: application

(2) Subsection (1) applies to the count of votes on the first ballot in the election of the chair and, with necessary modifications, to the count of votes on the second and any further ballot in the election of chair.

Report of results: two candidates

130.10. (1) If on any ballot in the election of chair there are not more than two candidates, immediately after counting the votes cast for each candidate, the Elections Officer shall report the results to the Committee and shall declare to be elected as chair the candidate who received the larger number of votes.

Report of results: three or more candidates

(2) If on any ballot in the election of chair there are three or more candidates and, after counting the votes, the Elections Officer determines that at least one candidate received more than 50 percent of all votes cast for all candidates, the Elections Officer shall report the results to the Committee and shall declare to have be elected as chair the candidate who received the largest number of votes.

Same

(3) If on any ballot in the election of chair there are three or more candidates and, after counting the votes, the Elections Officer determines that no candidate received more than 50 percent of all votes cast for all candidates, the Elections Officer shall report to the Committee that no candidate received more than 50 percent of all votes cast for all candidates and that a further ballot will be required in order to elect the chair.

Further ballot required

(4) If a further ballot is required under subsection (3), the Elections Officer shall report to the Committee the candidate on the previous ballot who received the least number of votes and that candidate shall be removed as a candidate in the election of chair.

Casting tie-breaking vote

130.11. If at any time an equal number of votes is cast for two candidates and an additional vote would entitle one of the candidates to be declared to be elected as chair, the vice-chair of the Committee shall, in the presence of the Elections Officer, randomly select one of the candidates and cast an additional vote for that candidate.

Equal number of votes

130.12. (1) If at any time an equal number of votes is cast for two or more candidates and an additional vote would entitle one or more of them to remain in the election of chair, a poll shall be conducted to select the candidates to remain in the election.

Secret ballot

(2) A poll conducted under subsection (1) shall be conducted by secret ballot.

Right to vote

(3) Each member of the Committee entitled to vote in the election of chair is entitled to vote in a poll conducted under subsection (1).

Ballot

(4) Each member of the Committee entitled to vote in a poll conducted under subsection (1) who is in attendance in person at the meeting of the Committee at the time of the ballot shall receive a ballot listing the names of the candidates who received the equal and least number of votes.

Marking ballot

(5) A member of the Committee voting on a ballot in a poll conducted under subsection (1) shall vote for the candidate or candidates, but not for all the candidates, whom he or she wishes to remain in the election of chair and shall indicate his or her choice or choices by placing a mark beside the name of each candidate chosen.

Ballot box

(6) After a member of the Committee voting on a ballot in a poll conducted under subsection (1) has marked the ballot, he or she shall fold the ballot so that the names of the candidates do not show and, in the presence of the Elections Officer, put the ballot into the ballot box.

Counting votes

(7) After all members of the Committee voting on a ballot in a poll conducted under subsection (1) have voted or declined to vote on a ballot, the Elections Officer shall, in the absence of all persons but in the presence of the vice-chair of the Committee, open the ballot box, remove all ballots from the ballot box, open the ballots and count the votes cast for each candidate.

Report of results

(8) Immediately after counting the votes cast for each candidate in a poll conducted under subsection (1), the Elections Officer shall report the results to the Committee.

Removal of candidate

(9) The candidate who receives the least number of votes in a poll conducted under subsection (1) shall be removed as a candidate in the election of chair.

Further polls

(10) If two or more candidates in a poll conducted under subsection (1) each receive the least and the same number of votes, additional polls shall be conducted under subsection (1), for the candidates with the same number of votes, until only one candidate from all the candidates included in the initial poll conducted under subsection (1) is removed as a candidate in the election of chair.

Taking office

130.13. (1) A person appointed as chair shall take office immediately after his or her appointment and shall remain in office until his or her successor takes office.

Ceasing to be chair

(2) Despite subsection (1), a person ceases to be the chair of the Committee if the person ceases to be a member of the Committee.

Vacancy in office

(3) If the chair resigns, is removed from office or for any reason is unable to act during his or her term in office, or if there is for any other reason a vacancy in the office of chair of the Committee, the Committee shall appoint a new chair whom it elects as soon as is practicable.

Application of provisions

(4) Section 130.2 and sections 130.4 to 130.12 apply to the appointment and election of chair under subsection (3)

Acting chair

(5) If the chair of the Committee for any reason is temporarily unable to perform the duties or exercise the powers of the chair during his or her term in office, or if there is a vacancy in the office of the chair of the Committee, the vice-chair shall perform the duties and exercise the powers of the chair until,

- (a) the chair is able to perform the duties or exercise the powers of the chair; or
- (b) a new chair is appointed under subsection (3).

VICE-CHAIR

Appointment by Convocation

130.14. (1) Convocation shall appoint as vice-chair of the Committee a member of the Committee who is,

- (a) an elected bencher who is licensed to practise law in Ontario as a barrister and solicitor; or
- (b) a lay bencher.

Term of office

(2) A person appointed as vice-chair of the Committee shall take office immediately after his or her appointment and shall remain in office until his or her successor takes office.

Appointment at pleasure

(3) Despite subsection (2), the vice-chair of the Committee holds office at the pleasure of Convocation.

Vacancy

(4) If the vice-chair of the Committee for any reason is unable to act, the Treasurer may appoint as vice-chair of the Committee another member who is,

- (a) an elected bencher who is licensed to practise law in Ontario as a barrister and solicitor; or
- (b) a lay bencher.

Appointment by Treasurer subject to ratification

(5) The appointment of a member of the Committee as vice-chair of the Committee under subsection (4) is subject to ratification by Convocation at its first regular meeting following the appointment.

OPERATION OF COMMITTEE

Term of office of Committee members appointed by Convocation

131. (1) Subject to subsection (2), a person who is appointed as a member of the Committee by Convocation shall continue to be a member of the Committee until his or her successor is appointed.

Removal from Committee

(2) Convocation may remove from the Committee any person that it has appointed as a member of the Committee if the person fails to attend three consecutive meetings of the Committee.

Quorum

132. Four members of the Committee constitute a quorum for the transaction of business.

Meetings by telephone conference call, etc.

133. The Committee may meet to transact business by means of such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other instantaneously and simultaneously.

Right to attend meeting

134. (1) Subject to subsection (2), no person other than a member of the Committee may attend a meeting of the Committee.

Same

(2) The following persons who are not members of the Committee may attend a meeting of the Committee:

1. A bencher.
2. An officer or employee of the Society.
3. A person not mentioned in paragraph 1 or 2 with the permission of the Committee.

Voting rights

135. Only members of the Committee may vote at meetings of the Committee.

GENERAL

Non-application of Part VI

136. The provisions of Part VI do not apply with respect to the Committee.

PART VII.1

**ELECTION TO THE PARALEGAL STANDING COMMITTEE OF PERSONS
LICENSED TO PROVIDE LEGAL SERVICES**

GENERAL

Definitions

136.1. In this Part,

“Committee” means the Paralegal Standing Committee;

“Elections Officer” means the person who is assigned by the Chief Executive Officer the responsibility of administering and enforcing the provisions of this Part;

“election of paralegal members” means an election to the Committee of five persons licensed to provide legal services in Ontario;

“elector” means a person who is entitled under this Part to vote in an election of paralegal members;

“holiday” means,

- (a) any Saturday or Sunday;
- (b) Family Day;
- (c) Good Friday; and
- (d) Easter Monday.

Interpretation: reference to a day

136.2. (1) In this Part, except where otherwise stated, a reference to a day, month or time shall be a reference to a day, month or time in an election year.

Interpretation: commencement, *etc.* of event

(2) In this Part, except where a contrary intention appears, if the day on which an event is to take place, commence or end falls on a holiday, the event shall take place, commence or end on the next day that is not a holiday.

ELECTION DAY

Election day

136.3. There shall be an election of paralegal members in 2010 and in every fourth year thereafter on the last day in March that is not a holiday.

ELECTION OFFICERS

Treasurer to preside over election

136.4. (1) An election of paralegal members shall be presided over by the Treasurer.

Appointment of assistant

(2) The Treasurer may appoint a licensee to assist her or him in exercising the powers and performing the duties of the Treasurer under this Part.

Appointment of licensee to act in absence of Treasurer

(3) The Treasurer shall appoint a licensee to exercise the powers and perform the duties of the Treasurer under this Part whenever the Treasurer is unable to act.

Appointment of person licensed to provide legal services in Ontario

(4) If under subsection (2) or (3) the Treasurer wishes to appoint a person licensed to provide legal services in Ontario, the Treasurer shall appoint a licensee who is not a candidate in the election of paralegal members.

Elections Officer to conduct election

136.5. (1) An election of paralegal members shall be conducted by the Elections Officer.

Elections Officer to establish procedures, etc.

- (2) The Elections Officer shall,
 - (a) by November 30 of the year immediately preceding an election year,
 - (i) establish all procedures, requirements and specifications required to be established with respect to the nomination of candidates for the election, and

- (ii) establish the procedures by which a poll in an election of paralegal members will be conducted; and
- (b) by December 31 of the year immediately preceding the election year, publish all procedures, requirements and specifications established in respect of the election.

CANDIDATES

Who may be candidate

136.6. Every person who is licensed to provide legal services in Ontario may be a candidate in an election of paralegal members if,

- (a) on May 1 of the year of the election of paralegal members, the person would not have held office as an elected member of the Committee for 12 or more years;
- (b) the person is nominated as a candidate in accordance with section 136.7; and
- (c) at the time of signing a nomination form containing her or his nomination as a candidate,
 - (i) the person's business address, or, where the person has no business address, home address, as indicated on the records of the Society, is within Ontario, and
 - (ii) the person's licence to provide legal services in Ontario is not suspended.

Nomination and consent

136.7. (1) Every candidate in an election of paralegal members must,

- (a) be nominated by at least five persons licensed to provide legal services in Ontario whose licences are not suspended at the time of signing the nomination form; and
- (b) consent to the nomination.

Nomination form

(2) The nomination of a person as a candidate in an election of paralegal members and the person's consent to the nomination shall be contained in a nomination form provided by the Society.

Signatures

(3) The nomination form must be signed by the person being nominated as a candidate and the five persons licensed to provide legal services in Ontario who are nominating the person as a candidate.

Close of nominations

(4) The nomination form must be received in the office of the Elections Officer at Osgoode Hall by the date and time specified by the Elections Officer.

Acceptance and rejection of nominations: examination of nomination form

136.8. (1) As soon as practicable after receiving a nomination form, the Elections Officer shall examine the form and,

- (a) if he or she is satisfied that the requirements specified in sections 136.6 and 136.7 have been complied with, he or she shall accept the nomination; or
- (b) if he or she is not satisfied that the requirements specified in sections 136.6 and 136.7 have been complied with, he or she shall reject the nomination.

Results of examination of nomination form

(2) The Elections Officer shall communicate the results of her or his examination of a nomination form to the person whose nomination is contained therein.

Nomination form: optional accompanying material

136.9. (1) A person being nominated as a candidate in an election of paralegal members may submit the following items along with her or his nomination form:

1. A photograph of the person that meets all specifications established by the Elections Officer.
2. A statement of not more than 120 words, including headings, titles and other similar parts of the statement, containing biographical information about the person that meets all other specifications established by the Elections Officer.
3. An election statement of not more than 350 words, including headings, titles and other similar parts of the statement, that meets all other specifications established by the Elections Officer.

Statement containing biographical information: required content

(1.1) If a person being nominated as a candidate in an election of paralegal members opts to submit the statement containing biographical information mentioned in paragraph 2 of subsection (1), the person shall include in the statement an email address that voters may use to communicate with the candidate.

Deadline for receipt of accompanying material

(2) The items mentioned in subsection (1) must be received in the office of the Elections Officer at Osgoode Hall before the time for the close of nominations mentioned in subsection 136.7 (4).

Withdrawal of candidates

136.10. A candidate may withdraw from an election of paralegal members by giving the Elections Officer written notice of her or his withdrawal within seven days after the time for the close of nominations mentioned in subsection 136.7 (4).

ELIGIBILITY FOR ELECTION

Who may not be elected

- 136.11. No candidate shall be elected to the Committee if, at the time of her or his election,
- (a) the candidate's business address, or, where the person has no business address, home address, as indicated on the records of the Society, is outside Ontario;
 - (b) the candidate is no longer licensed to provide legal services in Ontario or the candidate's licence is suspended;
 - (c) the candidate is not eighteen or more years of age;
 - (d) the candidate is an undischarged bankrupt; or
 - (e) the candidate does not consent to her or his election.

ACCLAMATION

Election by acclamation

136.12. (1) If after the acceptance of all valid nominations after the time mentioned for the close of nominations in subsection 136.7 (4) the number of candidates eligible to be elected to the Committee is not more than five, the Elections Officer shall declare the candidates to have been elected to the Committee.

Taking office

(2) The candidates who are elected to the Committee under subsection (1) shall take office on the day on which the Committee has its first regular meeting after the candidates are declared to have been elected to the Committee.

POLL

Poll

136.13. (1) If after the acceptance of all valid nominations after the time mentioned for the close of nominations in subsection 136.7 (4), the number of candidates eligible to be elected to the Committee is more than five, a poll shall be conducted to elect five candidates to the Committee.

Procedures for conducting poll

(2) The procedures for conducting a poll may provide for the use of electronic means for voting and for tabulating results.

Anonymity of elector and secrecy of votes

(3) The procedures for conducting a poll shall be such that the anonymity of an elector and secrecy of the elector's votes are preserved.

QUALIFICATION OF ELECTORS

Qualification of electors

136.14. (1) A person who is licensed to provide legal services and whose licence is not suspended on the first Friday in March is entitled to vote in an election of paralegal members.

Electors' list

(2) On or shortly after the first Monday after the date mentioned in subsection (1), the Elections Officer shall prepare a list of all persons who are entitled to vote in an election of paralegal members.

PROCEDURES BEFORE POLL

Candidate information: preparation

136.15. (1) For the purposes of and prior to conducting the poll mentioned in section 136.13, the Elections Officer shall publish in electronic medium information about the candidates in the election of paralegal members, including the names of the candidates and, if available, the photograph, biography and, subject to subsection (3), election statement of each candidate.

All election statements included

(2) Subject to subsection (3), the Elections Officer shall publish all election statements that he or she received under section 136.9.

Certain election statements not be included unless approved

(3) The Elections Officer shall not publish any election statement that in her or his opinion may be libelous, may be in breach of the rules of professional conduct or is in bad taste unless the election statement has been approved in accordance with section 136.16.

Appointment of persons to approve election statements

136.16. (1) If necessary, the Treasurer shall appoint two or more lay benchers to approve election statements.

Referral of election statements

(2) The Elections Officer shall refer to the lay benchers appointed under subsection (1) all election statements that in her or his opinion may be libelous, may be in breach of the rules of professional conduct or are in bad taste.

Consideration of election statements

(3) The lay benchers appointed under subsection (1) shall consider all election statements that are referred to them and, in respect of each election statement, shall,

(a) approve the election statement; or

- (b) if the lay benchers are of the opinion that the election statement may be libelous, may be in breach of the rules of professional conduct or is in bad taste,
 - (i) return the election statement to the candidate who submitted it,
 - (ii) provide the candidate with a written explanation of the objections to the election statement, and
 - (iii) specify the time by which the candidate may submit to the Elections Officer a redrafted election statement.

Consideration of redrafted election statements

(4) The lay benchers appointed under subsection (1) shall consider all redrafted election statements that are submitted to the Elections Officer in accordance with subsection (3), and, in respect of each redrafted election statement, shall,

- (a) approve the redrafted election statement; or
- (b) if the lay benchers are of the opinion that the redrafted election statement may be libelous, may be in breach of the rules of professional conduct or is in bad taste,
 - (i) return the redrafted election statement to the candidate who submitted it,
 - (ii) provide the candidate with a written explanation of the objections to the redrafted election statement, and
 - (iii) advise the candidate that no election statement shall be published under her or his name.

Decision final

- (5) A decision made under subsection (4) is final.

Election information: publication

136.17. As soon as practicable after the Elections Officer has prepared the electors' list and prepared for publication information about the candidates in the election of paralegal members, the Elections Officer shall,

- (a) cause to be published in the *Ontario Reports* and on the Society's website a notice with respect to the election of paralegal members that includes details on when

and how an elector may access available information about the candidates in the election of paralegal members and when and how an elector may vote in the election of paralegal members; and

- (b) email the notice mentioned in clause (a) to every elector, to her or his business email address, or where the elector has no business email address, home email address, as indicated on the records of the Society.

POLL: VOTING

Voting for candidates

- 136.18. In a poll conducted in an election of paralegal members, an elector,
- (a) may vote for up to five candidates; and
 - (b) shall cast her or his votes in accordance with the procedures established by the Elections Officer.

COUNTING THE VOTES

Elections Officer to cause counting of votes

- 136.19. (1) The Elections Officer shall cause the votes for each candidate to be counted in accordance with this section.

Disqualified votes

- (2) If an elector votes for more than five candidates, none of the elector's votes for those candidates shall be counted.

DECLARATION OF RESULTS

Declaration of results

- 136.20. (1) After the deadline for casting votes on election day has passed, immediately after the count of votes has been completed, the Elections Officer shall declare to have been elected to the Committee the five candidates eligible to be elected to the Committee who have the five largest numbers of votes.

Same numbers of votes

(2) If two or more candidates have the same numbers of votes, but the number of persons remaining to be elected to the Committee is fewer than the number of candidates having the same numbers of votes, the Elections Officer shall, in the presence of the Treasurer, randomly select, from the candidates having the same numbers of votes, the necessary number of candidates to be elected to the Committee.

Publication of results

(3) The Elections Officer shall publish the election results on the Society's website, and those results shall include the names of the candidates and the number of votes cast for each candidate.

RECOUNT

Request for recount

136.21. (1) If fewer than 15 votes separate an elected candidate from another candidate, the Elections Officer shall, on the written request of the other candidate, promptly cause the votes cast for all candidates to be recounted, in accordance with section 136.19, and provide the results of the recount to all candidates.

Time for making request

(2) No request for a recount shall be made after fifteen days after the declaration of results under section 136.20.

Results of recount

(3) Where from the recount it appears to the Elections Officer that a wrong candidate was declared elected, the Elections Officer shall correct the election results, declare the correct candidate as elected and publish the corrected election results on the Society's website.

TAKING OFFICE

Taking office

136.22. (1) The candidates who are elected to the Committee as a result of a poll shall take office on the day on which the Committee has its first regular meeting following the election day.

Term of office

(2) Subject to any by-law that provides for the removal of members from the Committee, the candidates who take office under subsection (1) shall remain in office until their successors take office.

RETENTION OF ELECTION RESULTS

How long to be retained

136.23. The Elections Officer shall retain the results from the election of paralegal members until the next election of paralegal members.

VACANCIES DURING TERM OF OFFICE

Filling vacancy: election of candidate from previous election of paralegal members

136.24. (1) If a member of the Committee who was elected to the Committee in an election of paralegal members or was deemed to have been elected to the Committee under this section resigns from office, is removed from office or for any other reason is unable to continue in office, the candidate in the most recent election of paralegal members who meets the following criteria shall be deemed to have been elected to the Committee to fill the resulting vacancy in office:

1. The candidate was not elected to the Committee in the most recent election of paralegal members.
2. From among the candidates not elected to the Committee in the most recent election of paralegal members, the candidate had the largest number of votes.
3. On the date of the deemed election, the candidate's business address, or, where the person has no business address, home address, as indicated on the records of the Society, is within Ontario.
4. On the date of the deemed election, the candidate is licensed to provide legal services in Ontario and her or his licence is not suspended.
5. On the date of the deemed election, the candidate is eighteen or more years of age.
6. On the date of the deemed election, the candidate is not bankrupt.

7. The candidate consents to the election.

Interpretation: paragraph 1 of subsection (1)

- (2) A candidate does not meet the criterion set out in paragraph 1 of subsection (1) if,
 - (a) in the most recent election of paralegal members, the candidate was ineligible to be elected to the Committee only because he or she did not consent to the election; or
 - (b) the candidate was previously not deemed to have been elected to the Committee under subsection (1) only because he or she did not consent to the election.

Interpretation: paragraph 2 of subsection (1)

- (3) A candidate who does not meet the criterion set out in paragraph 1 of subsection (1) shall not be included among the candidates considered under paragraph 2 of subsection (1).

Same numbers of votes: paragraph 2 of subsection (1)

- (4) For the purposes of paragraph 2 of subsection (1), if two or more candidates have the same largest number of votes, the Elections Officer shall, in the presence of the Treasurer, randomly select one candidate from among the candidates having the same largest number of votes and that one candidate shall be the candidate with the largest number of votes.

Taking office and term of office

- (5) A candidate who is deemed to have been elected to the Committee under subsection (1) shall take office immediately thereafter and, subject to any by-law that provides for the removal of members from the Committee, shall remain in office until her or his successor takes office.

PART VIII

COMMENCEMENT

Commencement of Part VI

137. Part VI comes into force on May 25, 2007.