Certified True Copy of Amendments
to the Rules of the Law Society of Saskatchewan
April 28, 2023

It was moved, seconded and carried that the *Rules* of the Law Society of Saskatchewan be amended. Please note that deletions have a ~~"line through"~~ for identification purposes.

AMENDMENTS:

PART 4 – Meetings of the Society

The Rules provide for member resolutions, but neither the *Act* nor the Rules speak to the appropriate subject matter or the effect of successful member resolutions, resulting in a lack of clarity around how resolutions are to be treated.

The Benchers approved amendments to Rules 401 – 405 relating to the requirements of a member resolution for presentation at an Annual General Meeting, the vetting of those resolutions by the Executive Committee, and the effect of member resolutions passed at a general meeting of the members. Additionally, the amendments remove the ability for resolutions to be made from the floor without notice to the members.

Annual General Meeting

401(1) The annual general meeting of the Society shall take place each year at the time and place set by the Benchers.

(2) Unless the Benchers otherwise direct, the annual general meeting shall be held in Saskatchewan.

(3) The Executive Director shall mail to every member of the Society, at least 21 days before the date set for the annual general meeting:

(a) written notice of the date, time and place of the meeting;

(b) copies of any resolutions received and approved ~~by the Executive Director~~ pursuant to Rule 40~~3~~2;

(c) notice that the audited financial statement of the Society's most recently completed fiscal year and a report of the Society's proceedings since the last annual report are available to every member; and

(d) information as to how to obtain copies of the audited financial statement and the annual report.

(4) The unintentional failure to give notice of the meeting to any member or the non-receipt of the notice does not invalidate anything done at the meeting.

Member Resolutions at an Annual General Meeting

402(1) A resolution presented by a member for consideration at an annual general meeting of the Society must:

(a) be in writing;

(b) be delivered to the Executive Committee via the Executive Director at least 30 days before the date set for the annual general meeting of the Society;

(c) state the subject matter of the resolution in sufficient detail, including appropriate supporting materials, to permit members to form a reasoned judgment about it; and

(d) reasonably relate to the responsibilities and duties of the Benchers and the Society under the Act.

(2) The Executive Committee shall review resolutions received and approve for the agenda resolutions that they determine are in compliance with subrule (1)

Special General Meeting

403~~2~~(1) A special general meeting of the Society shall take place in Saskatchewan at the time and place set by the Benchers.

(2) The Benchers shall convene a special general meeting of the Society, on the written request of 50 members, that:

- (a) is delivered to the Executive Director; and
- (b) states the nature of the business that the members propose for consideration at the meeting; and
- (c) includes any resolutions to be considered at the special general meeting.~~.~~

(3) A special general meeting convened pursuant to subrule (2) shall be held not more than 60 days after the Executive Director receives the request.

(4) The Executive Director shall mail to every member of the Society, at least 21 days before the date set for a special general meeting:

- (a) written notice of the date, time and place of the meeting;
- (b) an agenda of the business to be considered at the meeting; and
- (c) any resolutions included in the request for the special general meeting ~~received by the Executive Director pursuant to Rule 403~~.

(5) The unintentional failure to give notice of the meeting to any member or the non-receipt of the notice does not invalidate anything done at the meeting.

(6) No business other than the business stated in the agenda referred to in subrule (4)(b) shall be considered at a special general meeting.~~, unless at least two-thirds of those present at the meeting, and eligible to vote, vote in favour of considering that other business.~~

~~Resolutions~~

~~**403** Any member may, at least 30 days before the date set for a general meeting of the Society, deliver to the Executive Director a resolution that:~~

- ~~(a) is in writing; and~~
- ~~(b) states the subject matter of the resolution in sufficient detail to permit members to form a reasoned judgment about it~~

Effect of Member Resolutions at General Meetings

404(1) Where a Member resolution is passed at a general meeting the resolution shall:

- (a) be placed on the agenda for the next meeting of the Benchers; and
- (b) be considered by the Benchers in the context of the responsibilities and duties of the Benchers and the mandate of the Society;

(2) Member resolutions passed at a general meeting are not binding on the Benchers or the Society and may be approved, rejected or amended following Bencher consideration as set out in 404(1)(b).

Procedure at General Meetings

405~~4~~(1) A member is entitled to be present and speak at a general meeting.

(2) The Chairperson of the general meeting may allow a person who is not a member to:

- (a) be present at a general meeting; or
- (b) be present and speak at a general meeting.

(3) Subject to subrule (4), the President or Vice-President or in the absence of both, one of the other Benchers present, shall preside at a general meeting.

(4) The members present shall choose one of their number to be Chairperson if at a general meeting:

- (a) no Bencher is present 30 minutes after the time appointed for holding the meeting, or
- (b) no Bencher who is present is willing to act as Chairperson.

(5) At a general meeting, 30 members in good standing present at the meeting constitute a quorum.

(6) At the commencement of the meeting, the Chairperson shall declare whether a quorum is present.

(7) If a quorum is not present 30 minutes after the time appointed for a general meeting, the meeting:

- (a) if convened on the written request of members, shall be terminated; or
- (b) in any other case may, as determined by the Chairperson, stand adjourned to a place and time within one week.

(8) No business, other than the election of a Chairperson and the adjournment or termination of the meeting, shall be commenced unless and until a quorum is present.
(9) If the Chairperson has declared that a quorum is present, a quorum shall be deemed to continue until a member present at the meeting challenges the existence of a quorum.
(10) The Chairperson shall set the agenda for a general meeting.
~~(11) A member may, with the unanimous consent of all members present at and entitled to vote at the meeting, introduce a resolution which the Executive Director did not mail to the membership pursuant to. Rule 401 or 402.~~
(11~~2~~) If a dispute which is not provided for in the Act or these Rules arises concerning the procedure to be followed at a general meeting, the Chairperson shall the resolve the matter.
(12~~3~~) When there is an appeal from the decision of the Chairperson, the members present shall, without debate, vote on whether they are in favour of or opposed to sustaining the Chairperson's decision.
(13~~4~~) A member in good standing who is present at a general meeting is entitled to one vote.
(14~~5~~) Voting at a general meeting shall be by show of hands, unless the Chairperson orders a secret ballot.

AMENDMENTS:

Amendment to Rule 1118(1) – (6) was approved to recognize the existence of the Hearing Committee Roster and to provide for the public roster members to be appointed to Hearing Committees. The previous Rule wording only provided for public Benchers to be appointed, which was not consistent with the intention of the roster.

PART 11 – Professional Responsibility

Appointment of Hearing Committee
1118(1) The Hearing Administrator shall, after receiving notice of a motion pursuant to Rule 1110(3)(e), draw from the Hearing Committee Roster to appoint a Hearing Committee and designate a Chairperson to hear and determine a Formal Complaint.

(2) Unless the Hearing Administrator concludes that there are extraordinary circumstances that make it impractical to appoint a Bencher as Chairperson of a Hearing Committee, the Chairperson of the Hearing Committee appointed in accordance with subrule (1) shall be a Bencher from the Hearing Committee Roster.

(3) If the Hearing Administrator concludes that there are extraordinary circumstances that make it impractical to appoint a Bencher as Chairperson of a Hearing Committee, a former Bencher or lawyer member of ~~from~~ the Hearing Committee Roster may be appointed as the Chairperson of the Hearing Committee.

(4) Unless the Hearing Administrator concludes that there are extraordinary circumstances that make it impractical, ~~to appoint a public representative Bencher as~~ one member of every~~a~~ Hearing Committee~~, one member of any Hearing Committee~~ should be a ~~public representative Bencher from the~~ Hearing Committee Roster member who is not a lawyer.

~~(5) If the Hearing Administrator concludes that there are extraordinary circumstances that make it impractical to appoint a public representative Bencher as one member of a Hearing Committee, the Hearing Administrator may appoint a public representative volunteer from the Hearing Committee Roster.~~
~~(6) If the Hearing Administrator concludes that there are extraordinary circumstances that make it impractical to appoint a public representative Bencher or volunteer as one member of a Hearing Committee, the Hearing Administrator may appoint a hearing panel which does not include a public representative Bencher.~~

AMENDMENTS:

The Benchers approved an increase in the annual Liability Insurance Assessment fee for 2023 – 2024.

Schedule 1 – Law Society Fees and Assessments

C. Liability Insurance Assessment

1. Annual Assessment .... ~~1,303~~ 1,849
2. Late payment fee .... 75/wk or part thereof
3. Insurance deductible reimbursement late payment fee 100

CERTIFIED to be a true copy of the resolutions passed by the Benchers of the Law Society of Saskatchewan at their meeting held April 28, 2023.

TIMOTHY J. BROWN, K.C.
Executive Director