

**PROPOSED AMENDMENT TO THE
CONSTITUTION OF THE
NIGERIAN BAR ASSOCIATION
2015 (as amended in 2019)**

{IN HIGHLIGHTS}

THE NIGERIAN BAR ASSOCIATION CONSTITUTION 2015 (as Amended in 2019)

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PART I – Establishment, Objects, Membership

1. Name

The Association shall be called the Nigerian Bar Association.

2. National Secretariat

The National Secretariat of the Association shall be situated **in** the Federal Capital **Territory** of Nigeria, provided that the Association may maintain liaison offices in other cities/towns as the National Executive **Council** may decide from time to time.

3. Aims and Objectives

The aims and objects of the Association shall be the:

1. Maintenance and defence of the integrity and independence of the Bar and the Judiciary in Nigeria.
2. Promotion and advancement of Legal Education, Continuing Legal Education, Advocacy and Jurisprudence.
3. Improvement of the system of administration of justice, its procedures, and the arrangement of court business and regular law reporting.
4. Establishment, maintenance, and operation of a system of prompt and efficient legal aid and assistance for those in need but who are unable to pay for same.
5. Promotion and support of law reform.
6. Maintenance of the highest standard of professional conduct, etiquette and discipline.
7. Promotion of good relations among the members of the Association and lawyers of other countries.
8. Promotion of co-operation between the Association and other National or International Law Organisations and such other bodies as may be approved by the National Executive **Council**.
9. Encouragement and protection of the right of access to courts at reasonably affordable fees and of representation by counsel before courts and tribunals.
10. Encouragement of the establishment of a National Law Library.
11. Promotion and protection of the principles of the rule of law and respect for fundamental rights, human rights, and people's rights.

12. Creation of schemes for the **empowerment** of newly qualified members and **members living with disabilities, and for the provision of** assistance to aged or incapacitated members of the Association.
13. Establishment of schemes for the promotion of the welfare, security, and economic advancement of members of the legal profession.
14. Creation and maintenance of an Endowment Fund for the proper observance and discharge of any of these aims and objects.

4. Membership

There shall be **three** categories of membership: Full Membership, Honorary Membership, **and International Membership.**

(1) Full Membership

- a. A full member of the Association shall be any person duly enrolled at the Supreme Court of Nigeria as a legal practitioner and registered with a Branch of the Association. **Provided that a person who is duly enrolled at the Supreme Court of Nigeria as a legal practitioner but resides outside Nigeria need not belong to a Branch of the Association to be entitled to full membership of the Association.**
- b. Notwithstanding the provision of Section 4(1) (a), any member who fails or neglects to pay the prescribed Annual Practising Fees **on or** before the **31st** of March in each year shall have no right to vote or be voted for at any election of the Association.
- c. Failure or neglect to pay the Annual Practising Fees and Branch Dues, as and when due, shall **disentitle such member from the benefits and privileges accruing to members of the Association.**

(2) Honorary Membership

- a. **On the recommendation of the National Executive Council, the Annual General Meeting may admit into the Association as an Honorary Member any of the following:**

- i. **Any member of the legal profession who is called to the bar or qualified to practice as a lawyer in any jurisdiction other than Nigeria; or**
 - ii. **Serving or retired Judicial Officers including other legal practitioners exercising full time judicial functions.**
- b. Such an honorary member may attend and, if permitted by the presiding officer, speak at any Annual General Meeting or other meetings of the Association.
- c. An honorary member of the Association shall not be required to pay any subscription, dues, or levies, and shall not be entitled to **vote and be voted for at any election of the Association.**

(3) International Membership

- a. **Any person who is called to the bar or qualified to practice as a lawyer in any jurisdiction other than Nigeria may apply to be admitted as an international member of the Association upon the payment of a prescribed subscription fee.**
- b. **Such an international member may attend and, if permitted by the presiding officer, speak at any Annual General Meeting or other meetings of the Association.**

5. Affiliations

In furtherance of its aims and objectives, the Association may from time to time affiliate itself with organisations with which it shares similar aims and objectives.

PART II – Governance, Management & Elections

6. Supreme Authority

The Supreme Authority of the Association shall be exercised by the General Meeting.

7. **Limitations to the powers of the General Council of the Bar**

1. **Pursuant to the powers conferred on the Association, by Section 1 (1) of the** Legal Practitioners Act, CAP L11, Laws of the Federation of Nigeria, 2004 (“Legal Practitioners Act”), **to limit the powers of the General Council of the Bar**, the General Council of the Bar shall not **have**:
 - a. Any control over the budget or finance of the Nigerian Bar Association;
 - b. The power to appoint representatives of the Association to any Statutory, Executive/Judicial, or other bodies;
 - c. The power to issue any statements purporting to express the view of the Association upon any matter of public interest or any matter affecting the interest of the Legal Profession generally;
 - d. The power to make any arrangements whatsoever (including the drawing up of an Agenda or choice of venue) for the Annual General Meeting or any other General Meeting of the Association.
2. If at any time, due to unavoidable circumstances or any emergency, an election cannot be held at the appropriate time or the National Executive **Council** is incapable of functioning, the General Council of the Bar shall be convened with powers to constitute a 10-member caretaker committee of members of the Association to run the affairs of the Association for not more than the unexpired tenure of the National Officers or until when new National Officers shall be elected.
3. The General Council of the Bar acting under Section **7**(2) hereto shall not be subject to any limitation of its powers as under Section 1(1) of the Legal Practitioners Act, until the expiration of the unavoidable circumstances or emergency.

8. **National Executive Council**

(1) The National Executive **Council** shall comprise the following:

- a. National Officers;
- b. All past Presidents and General Secretaries;

- c. All Chairmen of registered Branches;
 - d. One (1) other representative of each registered Branch;
 - e. Chairmen of Sections, **Institutes and Fora**;
 - f. Other deserving members of the Association co-opted by the National Executive **Council** provided always that the total number **of the co-opted members** shall not exceed 180 in the following categories:
 - i. Senior Advocates of Nigeria – 40;
 - ii. Senior Members, **other than Senior Advocates of Nigeria**, who are over 25 years post call – 40;
 - iii. **Active members from 10 years post call but below 25 years post call – 50**
 - iv. **Special interest groups – 20**
 - v. **Active members who are less than 10 years post call – 30**
- (2) The National Executive **Council** shall meet at least once in a quarter at such time and place as may be decided by the National Executive **Council**.
- (3) The quorum for the meetings of the National Executive **Council** shall be fifty (50) members, provided that there shall be representation from not less than one third (1/3) of the total registered Branches of the Association.
- (4) **The President may direct the General Secretary to convene an emergency meeting of the National Executive Council where the situation so demands.**
- (5) On the requisition of at least seventy-five (75) members of the National Executive **Council**, **the President or the General Secretary shall convene a meeting of the National Executive Council within two (2) weeks of the receipt of the requisition.**
- (6) Subject to the provisions of the Legal Practitioners Act and other provisions of this Constitution, the National Executive **Council** shall **have** the powers **to**:
- a. Exercise control and management over the finances of the Association including the Appointment of suitable Banks for that purpose;
 - b. Exercise the powers of the Association with respect to the appointment of representatives to any Statutory, Executive/Judicial Commissions, or other bodies;

- c. Express the views of the Association upon any matters of public interest or upon any matters of general interest to the Legal Profession.
 - d. Make all necessary arrangements for the Annual General Meeting through the National Secretariat of the Association;
 - e. Cause the accounts of the Association to be audited annually by a professional firm of auditors, appointed by the Annual General Meeting;
 - f. Generally, exercise all the powers vested in the Association (except those powers reserved for an Annual General Meeting or Extraordinary General Meetings of the Association) so as to promote and carry out the aims and **objectives** of the Association as contained in this Constitution, and in particular, when the need arises, to apply or and receive donations on behalf of the Association; **and**
 - g. Entertain petitions and complaints pertaining to disputes arising from the administration of Branches, take such decisions and give such directives as may be necessary.**
- (7) **Decision making at the meetings** of the National Executive **Council shall, where possible, be by consensus** but **where** it becomes necessary to put any questions to vote then it shall be decided by a simple majority based on a show of hands provided however that the National Executive **Council** may resolve to decide any specific issue by secret ballot.
- (8) Any member who is absent from three (3) consecutive meetings of the National Executive **Council** shall cease to be a member of the **Council** unless he/she shows reasonable cause for such absence to the satisfaction of the **Council**.

9. National Executive Committee

- (1) The **National Executive Committee shall consist of** National Officers of the Association who shall be elected as provided under this Constitution for a single term of two years.
- (2) The National Officers of the Association shall be –
- a. The President
 - b. The First Vice-President
 - c. The Second Vice-President

- d. The Third Vice-President
- e. The General Secretary
- f. The Assistant General Secretary
- g. The Treasurer
- h. The Welfare Secretary
- i. The Publicity Secretary

(3) Qualifications to hold a National Office

A member of the Association shall be qualified to hold a National Office if he/she:

- a. is a full member of the Association and has paid, as at the date of his/her nomination, his/her Practising Fees and Branch Dues, as and when due, for three (3) consecutive years inclusive of the year of election;
- b. is, **with respect to the office of the President, 1st Vice President and General Secretary,** in private legal practice;
- c. has at any time prior to his/her nomination been a member of the National Executive **Council or the Executive Committee of a Branch or Section or Forum** as indicated hereunder:
 - i. For contestants for the offices of President **and Vice Presidents** – **he/she shall have been a member of the** National Executive **Council** for not less than two (2) years **at the time of nomination;**
 - ii. For contestants for the offices of General Secretary, Treasurer, Publicity Secretary and Welfare Secretary - **he/she shall have been a member of the** National Executive **Council or the Executive Committee of a Branch or Section or Forum** for not less than two (2) years at **the time of nomination;**
 - iii. For contestants for the offices of Assistant Secretary **he/she shall have been a member of the the Executive Committee of a Branch or Section or Forum** for not less than two (2) years on, **at the time of nomination.**
- d. has satisfied the post enrolment requirement specified hereunder, viz:
 - i. President, First Vice-President, Second Vice President and Third Vice President – not less than fifteen (15) years post call.

- ii. General Secretary, Treasurer, Publicity Secretary, and Welfare Secretary – not less than ten (10) years.
 - iii. Assistant Secretary – not less than **five (5)** years.
- e. **In reckoning post-call years, a person shall be regarded as having attained a post call year on each succeeding anniversary of his/her call to the Bar and not sooner.**
- f. The National Officers, and in particular, the President and the General Secretary, must be persons with proven integrity, administrative skills and experience and with demonstrable capacity to serve without expecting or having consideration for pecuniary rewards and/or remuneration.
 - g. No serving President or other National Officer shall canvass or solicit for appointment in government; and if offered such appointment, must decline, otherwise he/she shall be deemed guilty of professional misconduct and shall not attend or speak at any meeting of the Association provided that the provisions of this sub-section shall not apply to members of the Association who are serving as representatives of the Association **in any Commission, Agency or other** Executive Bodies established under the Constitution of the Federal Republic of Nigeria as well as members serving as non- executive directors of Statutory Corporations and Government-owned Companies.

(4) Disqualification from holding any National Office

A member shall not be qualified to hold any national office in the Association if during election campaigns:

- a. There is evidence that he/she is sponsored by or has received any financial assistance or inducement from any government of the Federation, public or private organisations or bodies corporate;
- b. He/She sponsors or is associated with sponsoring a Newspaper or Magazine article or any electronic broadcast, vilifying other candidates or extolling a candidate's virtues;
- c. Any member who has held an elective office as a national officer for two (2) terms shall not be eligible to contest for a national office until at least ten (10) years after his/her last term of office.

(5) Duties of National Officers

a. The President – The duties of the President shall include:

- i. Directing the summoning of Meetings of the National Executive **Council** either on his/her own initiative or in accordance with the decision of the National Executive **Council** or on the requisition of members in accordance with Section **8 (5)** of this Constitution;
- ii. Presiding at Annual General Meeting or Extraordinary and other General Meetings of the Association and Meetings of the National Executive **Council or the National Executive Committee**;
- iii. Directing all other Officers of the Association in the performance of their duties and coordinating the activities of all Branches of the Association;
- iv. Providing direction and leadership to all Committees of the Association;
- v. Presenting at the Annual General Conference, a presidential address in writing to highlight the accomplishments, problems, prospects and future direction of the Association;
- vi. Acting as the principal spokesman of the Association;
- vii. Ensuring, with the assistance of the General Secretary and the Treasurer, the efficient and economic use of the Association's assets and resources through prudent investments, acquisitions and disposals as may be necessary from time to time subject however to the overall approval of the National Executive **Council**.

b. The First Vice President:

- i. Shall in the absence of the President preside at all meetings in which the President is empowered to preside by the provisions of this Constitution;
- ii. Shall be responsible for the coordination of the activities of the group of Branches as may be assigned to him/her by the National Executive **Council or the National Executive Committee** or the President and shall pay periodic visits as necessary and/or required to the Branches so assigned to him/her and shall make periodic reports to the National Executive **Council or the National Executive Committee** on such visits;

- iii. Shall encourage and supervise the formation of new Branches within his/her zonal supervisory jurisdiction in line with the guidelines set out in this Constitution.
- iv. Shall perform all other duties as he/she may be directed by the President **or the National Executive Council** or the **National Executive Committee** or the Annual General Meeting or such other duties which the President is unable to perform owing to ill health, old age, absence from the country or any other reason.

c. The Second Vice President

- i. Shall in the absence of the President and First Vice President preside at all meetings of the Association in which the President is empowered to preside by the provisions of this Constitution;
- ii. Shall be responsible for the coordination of the activities of the group of Branches as may be assigned to him/her by the **National Executive Council or the National Executive Committee** or the President and shall pay periodic visits as necessary and/or required to the Branches so assigned to him/her and shall make periodic reports to the National Executive **Council or the National Executive Committee** on such visits;
- iii. Shall encourage and supervise the formation of new Branches within his/her zonal supervisory jurisdiction in line with the guidelines set out in this Constitution;
- iv. Shall perform all other duties as he/she may be directed by the President or the National Executive **Council or the National Executive Committee** or the Annual General Meeting.

d. The Third Vice President

- i. Shall in the absence of the President, 1st Vice President, and 2nd Vice President preside at all meetings in which the President is empowered to preside by the provisions of this Constitution;
- ii. Shall be responsible for the coordination or the activities of the group of Branches as may be assigned to him/her by the **National Executive Council or the National**

Executive Committee or the President and shall pay periodic visits as necessary and/or required to the Branches so assigned to him/her and shall make periodic reports to the National Executive **Council or the National Executive Committee** on such visits;

- iii. Shall encourage and supervise the formation of new Branches within his/her zonal supervisory jurisdiction in line with the guidelines set out in this Constitution;
- iv. Shall perform all other duties as he/she may be directed by the President or the National Executive Council or the National Executive Committee or the Annual General Meeting.

Provided that in the absence of the President and the Vice Presidents **at any meeting of the Association at which the President is entitled to preside**, the most senior member of the **Association** present and **entitled to attend the said meeting shall preside**.

e. The General Secretary

- i. **shall**, on the instruction of the President or in accordance with a previous decision of the National Executive **Council** or pursuant to a requisition made in accordance with the provisions of this Constitution, summon the Annual General Meeting, Meetings of the National Executive **Council**, or other meetings of the Association;
- ii. shall record and keep the minutes including attendance and summary of all decisions taken thereat;
- iii. shall write and dispatch circulars, letters, and other correspondence of the Association including that of the National Executive **Council or the National Executive Committee**;
- iv. shall keep a roll of members and an up-to-date list of Branches of the Association;
- v. shall furnish an annual return or special reports of the activities of the Association or any of its organs at the Annual General Meeting;
- vi. **shall be a member of the Secretariat Management Committee**;
- vii. shall be an ex-officio member of all committees of the Association;

- viii. shall perform all other duties as may be assigned to him/her by the President or the National Executive **Council or the National Executive Committee** or the Annual General Meeting.
- f. **The** Assistant **General** Secretary
- i. shall assist the General Secretary in the performance of his/her duties and shall in the absence of the General Secretary act in his/her place;
 - ii. shall perform all other duties as may be assigned to him/her by the President, the General Secretary, the National Executive **Council, the National Executive Committee, or the** Annual General Meeting.
- g. The Treasurer:
- i. Shall receive, collect, and pay to the Association's bankers all monies collected for the Association or paid to the Association from any source whatsoever **and keep records of such receipts and payments;**
 - ii. Shall carry out any decision or directive of the Annual General Meeting in matters relating to the budget or finances of the Association;
 - iii. Shall prepare or cause to be prepared and submitted to the last Quarterly Meeting of the National Executive **Council** in any Calendar Year an annual budget containing the estimated revenue and expenditure of the Association for the succeeding Financial Year covering the period January to December of any Calendar Year;
 - iv. **Shall be in constant touch with the Branches to ensure that all members of the Branches pay their annual practising fees as and when due;**
 - v. **Shall compile and circulate a list of members who have paid or are in default in respect of their practising fees in each year and take steps to circulate such list at the Annual General Meeting, the meeting of the National Executive Council, the various courts in the country, Corporate Affairs Commission and**

such statutory bodies as may be decided from time to time by the National Executive Council;

- vi. Shall invest the monies of the Association in such securities as may be approved by the National Executive **Council**;
 - vii. Shall cause to be prepared and presented to the National Executive **Council** at its quarterly meetings the Management Report and Accounts of the Association for the preceding quarter. The said Quarterly Management Report and Accounts shall be published and circulated to all members of the Association upon adoption by the National Executive **Council**;
 - viii. Shall circulate to every member of the National Executive **Council** the audited accounts and balance sheet for the preceding Financial Year;
 - ix. shall submit an annual report to the Annual General Conference to which shall be attached the audited accounts and balance sheet for the preceding Financial Year;
 - x. In respect of any Election Year, he/she shall, in addition to the audited financial statements for the preceding year, also present to the Annual General Meeting the following financial statements and reports:
 - 1. Half-Year (January-June) Audited Financial Statements; and
 - 2. Unaudited Management Report for the period ended one week to the Annual General Meeting date.
 - xi. Shall circulate to every member of the National Executive Council the financial statements and reports specified in sub-paragraph (vii) above prior to the Annual General Meeting;
 - xii. shall be a member of the Secretariat Management Committee;**
 - xiii. Shall perform all other duties as may be assigned to him/her by the President or the National Executive **Council or the National Executive Committee** or the Annual General Meeting.
- h. **The** Welfare Secretary:
- i. Shall monitor the welfare and interest of members of the Association;

- ii. Shall bring to the notice of the National Executive Council or the National Executive Committee any matter concerning the welfare of any member of the Association whether within or outside the country with a view to protecting and preserving their rights, privileges, and welfare;
- iii. Shall be responsible for managing the programme of assistance for incapacitated or aged members of the Association
- iv. Shall be responsible for supervising the insurance and endowment programmes of the Association
- v. Shall perform all other duties as may be assigned to him/her by the President or the National Executive **Council or the National Executive Committee** or the Annual General Meeting.

i. Publicity Secretary:

- i. Shall ensure adequate and prompt publicity of the activities of the Association;
- ii. Shall present a good and progressive image of the Association to the public;
- iii. Shall issue releases and statements on matters of general interest to the Association and the public after consultation with the President **or the National Executive Council or the National Executive Committee;**
- iv. Shall perform all other duties as may be assigned to him/her by the President or the National Executive **Council or the National Executive Committee** or the Annual General Meeting.

(6) Meetings of **the National Executive Committee**

- a. The National Officers shall meet once in every calendar month at such time and place as the President may direct provided that such meetings may be held via teleconference, video conference, or by any other electronic medium, means or platform. Subject to the **other** provisions of this Constitution, the President shall preside at the **National Executive Committee Meetings.**
- b. The quorum of the **National Executive Committee** Meeting shall be **five (5)** members present in person.

- c. Decisions of the **National Executive Committee** shall be by consensus but where not so reached, by simple majority based on a show of hands provided that the Meeting may resolve to vote by secret ballot on any issue.
- d. The National Officers shall have power to take decisions on behalf of the Association in all cases of emergency or when the National Executive Council cannot be emergently convened and report to the next National Executive Council Meeting for ratification.

10. **Election to National Offices and General Council of the Bar**

- (1) **There shall be established an independent body to be known as the Electoral Committee of the Nigerian Bar Association (hereinafter called “the ECNBA”) to conduct elections into National Offices of the Association and election of the representatives of the Association in the General Council of the Bar.**
- (2) **The ECNBA shall comprise a Chairman and four (4) members.**
- (3) **The National Executive Council of the Nigerian Bar Association shall appoint the Chairman and members of the ECNBA not later than the month of December of the year preceding the election year.**
- (4) The procedure for the appointment of the members of the **ECNBA, the rules governing the conduct of election to national offices and election of the representatives of the Association in the General Council of the Bar**, and disqualification **of candidates** from election shall be as set out in the Second Schedule to this Constitution.
- (5) For the purposes of election into National Offices, the country shall be divided into three zones as set out in the Second Schedule **to this Constitution.**
- (6) Election into National Offices and **election of the representatives of the Association in the General Council of the Bar** shall be by universal suffrage and electronic voting as set out in Second Schedule.
- (7) **The Twenty (20) members representing the Association in the General Council of the Bar shall be elected for a term of two (2) years and shall only be eligible for re-election for another term of two (2) years. Provided that not less than seven of them shall be members of not less than ten years post call.**

11. NBA National Secretariat

- (1) There shall be for the Association, a National Secretariat which shall be an essential organ of the Association.
- (2) The National Executive Council shall, on the recommendation of the Appointment and Remuneration Committee, appoint an Executive Director for the Association under such terms and conditions as may be prescribed in his/her letter of appointment.
- (3) The Executive Director shall be a University graduate with a degree in Law or any of the Social Sciences, with at least 10 years' cognate experience in managerial capacity in a reputable organisation.
- (4) The Executive Director shall be responsible for the day-to-day running of the NBA Secretariat under the supervisory authority of the Secretariat Management Board which shall consist of the President, General Secretary, and the Treasurer.
- (5) The Executive Director shall present a monthly report to the Secretariat Management Board on the activities of the Secretariat and shall also present a quarterly management report to the meeting of the National Executive Committee.
- (6) The Tenure of the Executive Director shall be for a period of 5 years, subject to renewal for only one additional term, upon successful completion of a performance appraisal by the Appointment and Remuneration Committee.
- (7) The Executive Director stands in fiduciary relationship towards the Association and shall observe utmost good faith towards the Association in any dealings on behalf of the Association.
- (8) The Executive Director may be removed by National Executive Council for misconduct. Misconduct shall be defined under this Constitution as any breach of the fiduciary duties of the Executive Director or a contravention of the terms contained in the Executive Director's letter of appointment and any specific act of wrongdoing or improper behaviour that is inimical to the interests or image of the Association.
- (9) In cases of any serious allegations against the Executive Director, the Secretariat Management Board shall have the powers to suspend the Executive Director pending the investigations of such allegations by the National Executive Council.

- (10) **The National Secretariat may comprise the following departments:**
- (a) **Finance and Administration;**
 - (b) **Legal and Compliance;**
 - (c) **Bar Services;**
 - (d) **Programmes;**
 - (e) **Conference and Events;**
 - (f) **Research and Development;**
 - (g) **Human Resources;**
 - (h) **Media and Publicity;**
 - (i) **And such other departments as may from time to time be created by the National Executive Committee, subject to the approval of the National Executive Council.**
- (11) **The Appointment and Remuneration Committee shall be responsible for the appointment and recruitment of the heads of the departments and such other staff for the Association, under such terms and conditions as may be prescribed in their respective letters of appointments.**

12. General Meetings

- (1) There shall be a general meeting held annually called Annual General Meeting. Any other general meeting shall be called an Extraordinary General Meeting.
- (2) The Annual General Meeting shall hold on such dates and place as may be determined by the National Executive **Council**.
- (3) The following business shall be transacted at Annual General Meetings:
 - a. receive and consider reports of the National Officers;
 - b. receive and consider reports of Statutory Bodies;
 - c. receive and consider audited accounts; and
 - d. such other business as has been listed on the notice of the General Meeting.
- (4) An Extraordinary General Meeting to deliberate on specific issues may be summoned at such time and place as may be decided by the National Executive **Council** or requisitioned in accordance with Section 10(7).

- (5) The quorum at any General Meetings shall be at least three hundred (300) members from at least one-third (1/3) of the registered Branches of the Association.
- (6) Attendance at the Annual General Meetings shall be open to all members of the Association save those in default of payment of their appropriate Practising Fees and Branch Dues as **and** when due.
- (7) **Upon** the receipt, **by the General Secretary,** of a requisition **calling for an Extraordinary General Meeting of the Association,** which **requisition** shall state in clear details the matters that need to be deliberated upon at the meeting, and signed by not less than 100 members of the Association from not less than one-third (1/3) of the registered branches of the Association, the President shall direct, in writing, the General Secretary to summon an Extraordinary Meeting of the Association.
- (8) Such an Extraordinary General Meeting shall hold within two weeks of the date of the receipt of the requisition.
- (9) The National Secretariat of the Association shall not be obliged to act on any requisition received less than eight weeks before the date of the Annual General Meeting of the Association but may instead include such matters stated in the requisition as part of the business to be deliberated upon at the Annual General Meeting.
- (10) Decisions at General Meetings shall be by a simple majority on a show of hands of members present and voting. **Provided that the General Meeting shall have powers to determine the** issues which shall be **decided** by secret ballot.
- (11) Notices of motions or resolutions other than those proposed for amendment of the Constitution shall reach the General Secretary on or before 30th June every year.
- (12) Notices or circulars of Annual General Meeting and Annual General Conference together with agenda and resolution shall be dispatched to Branches at least 30 days before the date of the Meeting and Conference.
- (13) The Standing Order set out in the First Schedule shall govern the conduct and deliberations at General Meetings.

13. Annual General Conference

- (1) The Annual General Conference shall hold on such dates as may be determined by the National Executive **Council** provided that the Annual General Meeting shall be held in the course of the Annual General Conference.
- (2) The President, in consultation with the National Executive **Council**, shall set up an Annual General Conference Planning Committee.
- (3) The National Executive **Council** shall determine the business to be transacted at the Annual General Conference.

14. Committees

Standing Committees

- (1) The Association shall have the following Standing Committees:

- (a) Judiciary Committee;
- (b) Law Reform Committee;
- (c) Human Rights Committee;
- (d) Disciplinary Committee;
- (e) Legal Education Committee;
- (f) **Ethics and** Dispute Resolution Committee;
- (g) Welfare Committee;
- (h) Finance Committee;
- (i) General Purposes Committee;
- (j) **Appointment and Remuneration Committee;**
- (k) **National Election Appeal Committee;**
- (l) **Branch Elections Appeal Committees;**
- (m) **Sections Election Appeal Committee; and**
- (n) Such other committees as may be created, from time to time, by the National Executive **Council** or the **Annual** General Meeting.

Functions of Standing Committees

(2) The functions of the Standing Committees shall be as outlined hereunder:

- a. Judiciary Committee
 - i. Shall ensure maintenance of good relationship between the Bar, the Bench and Judiciary staff;
 - ii. Shall investigate and recommend to the Association through the President any issue of intimidation, disrespect and oppressive conduct against any lawyer by the Bench or other Judiciary staff or vice versa that may occur howsoever in the course of their professional activities;
 - iii. Shall investigate allegations of corruption or misconduct involving any member and members of the judiciary;
 - iv. Shall carry out any other function that may be assigned to it by the President or the National Executive **Council**.
- b. Law Reform Committee
 - i. Shall liaise with and make inputs into laws being contemplated or considered by the National Assembly, subject to coordination with the Association;
 - ii. Shall be responsible for the promotion and support of law reform and advise the National Executive Council on laws to be proposed to the Federal Government for promulgation or reform;
 - iii. Shall liaise with bodies and/or groups working on aspects of law reform;
 - iv. **Shall be responsible for reviewing and advising the National Assembly on the review of extant laws;**
 - v. Shall carry out any other function that may be assigned to it by the President or the National Executive **Council**.

- c. **Rule of Law and** Human Rights Committee
 - i. Shall promote and protect the principles of the rule of law and fundamental human rights and liberties;
 - ii. **Shall undertake, from time to time,** the prosecution and defence of lawsuits, as may be determined by the Committee with the approval of the National Executive **Council**;
 - iii. Shall provide free legal aid services in suitable circumstances;
 - iv. Shall carry out any other function that may be assigned to it by the President or the National Executive **Council**.

- d. **Ethics and** Disciplinary Committee
 - i. Shall investigate all cases of complaint of professional impropriety or other misconduct made against members as may be referred to the Committee by the President or the National Executive **Council** and make appropriate recommendations thereon;
 - ii. Shall carry out any other function that may be assigned to it by the President or the National Executive **Council**.

- e. Legal Education Committee
 - i. Shall be responsible for the promotion and advancement of legal education, advocacy and jurisprudence;
 - ii. Shall organise seminars, workshops, symposia, conferences and promote legal publications including Law Reports;
 - iii. Shall carry out any other function that may be assigned to it by the President or the National Executive **Council**.

- f. Dispute Resolution Committee
 - i. Shall receive, investigate and determine complaints by members of the Association applying the principles of arbitration, mediation and reconciliation. Provided that every such complaint of any member shall be determined by the Committee within sixty (60) days of receipt of the complaint;
 - ii. Shall carry out any other function that may be assigned to it by the President or the National Executive **Council**.

- g. Welfare Committee
 - i. Shall be responsible for the administration of any Welfare Scheme established by the Association;
 - ii. Shall be responsible for other welfare matters;
 - iii. Shall carry out any other function that may be assigned to it by the President or the National Executive **Council**.

- h. Finance Committee
 - i. Shall prepare the annual financial proposals for consideration by the National Executive **Council**;
 - ii. Shall explore ways and means of raising funds for the Association;
 - iii. Shall pursue recovery of all dues, debts and pledges owed to the Association;
 - iv. Shall advise on investment of the funds of the Association;
 - v. Shall receive and examine the Financial Statements prepared periodically by the Head of Finance and Administration;
 - vi. Shall liaise with external auditors for the audit of the Accounts of the Association;
 - vii. Shall carry out any other function that may be assigned to it by the President or the National Executive **Council**.

- i. The General Purposes Committee
 - i. Shall be responsible for the screening of prospective candidates for the award of the rank of the Senior Advocate of Nigeria in accordance with the Legal Practitioners Act, **Cap. L11**, Laws of the Federation of Nigeria **2004**;
 - ii. May request the appearance before the Committee of any prospective candidate where the Committee determines that his/her appearance would facilitate the decision of the Committee;
 - iii. Shall forward its recommendations on the prospective candidates to the National Executive Council through the President within seven (7) of the completion of deliberations of the Committee or such time as the President may from time to time specify;
 - iv. Shall carry out any other function that may be assigned to it by the President or the National Executive **Council**.

j. The Appointment and Remuneration Committee

- i. **Shall be chaired by the President of the Association;**
- ii. **Shall consist of six (6) members, comprising the three members of the Secretariat Management Board, the Head of Human Resources Department of the Association and two other members who shall be appointed by the National Executive Council;**
- iii. **Shall be responsible for recommending, to the National Executive Council, the appointment of the Executive Director for the Association through an open, competitive, and transparent process;**
- iv. **Shall be responsible for reviewing any application to serve an additional term by the Executive Director and shall forward its recommendations to the National Executive Council for its approval; and**
- v. **Shall be responsible for the establishment and approval of a remuneration plan on adequate compensation and benefits for all employees, officers, and committee members of the Secretariat.**

k. **National Officers' Election Appeal Committee**

Shall receive and resolve electoral complaints and disputes arising from the election of National Officers and the election of the representatives of the Association in the General Council of the Bar.

l. **Branch Elections Appeal Committees:**

Shall entertain and resolve complaints and petitions from Branches with regard to branch elections and shall have power to give such directions and interpretations to guide the conduct of branch elections, and the qualification or disqualification of candidates to participate in the branch elections.

m. **Sections Elections Appeal Committee**

Shall entertain and resolve complaints and petitions pertaining to the elections of Sections and shall have power to give such directions and interpretations to guide the conduct of such elections, and the disqualification or qualification of candidates to participate in the elections.

2. Membership of Standing Committees

a. **The Committees shall be constituted by the President subject to ratification by the National Executive Council;**

b. The Chairman of each Committee shall be a member of not less than 10 years post call while the Secretary shall be a member of not less than 5 years post call;

c. Each Committee shall present a written report to the National Executive **Council** Meeting;

d. The decisions of each Committee shall be taken by a simple majority.

3. Ad Hoc Committees

- a. The National Executive **Council** may constitute Committees other than the Standing Committees to deal with such issues and matters as circumstances may **from time-to-time** dictate. **Provided that the President shall have powers to constitute such Committees subject to ratification of the National Executive Council;**
- b. The Committees so constituted shall have such powers and exercise such functions as may be assigned to them.

15. **Editorial Board**

- (1) There shall be for the Association an Editorial Board.
- (2) The functions and composition of the Editorial Board shall be as outlined in the Fifth Schedule to this Constitution.

16. **Branches**

- (1) There shall not be more than one Branch of the Association in any Judicial Division of the High Court of any State.
- (2) Nothing in this Constitution shall debar all the Branches in any State from holding joint meetings/consultations to discuss matters of common interest for the overall good of the Nigerian Bar Association and its members.
- (3) A Branch of the Association shall consist of not less than fifty (50) registered members who have their principal places of practice or residence within the Judicial Division where the Branch is situated.
- (4) A member shall join the Branch within the judicial division where he/she has his/her principal place of practice or residence, provided that no member shall belong to more than one Branch.
- (5) A member having his/her place of practice or residence in a Judicial Division in which there is no Branch shall register as member in a Branch nearest to him/her.
- (6) An application to form a Branch shall be signed by not less than fifty (50) members in **good financial standing** and submitted to the General Secretary.

- (7) The National Executive **Council** shall consider and if satisfied approve the application.
- (8) The National Executive **Council shall** withdraw the recognition of any Branch where the membership falls below fifty members **in good financial standing for two consecutive years.**
- (9) Every Branch shall hold a General Meeting monthly and a biennial general meeting at which Branch Officers shall be elected and a return of same made to the General Secretary.
- (10) Every Branch shall forward a programme and record of its activities to the General Secretary quarterly.
- (11) Every Branch shall carry out the directives of the General Meetings or the National Executive **Council** of the Association or the President.
- (12) Every Branch shall have a Chairman and Secretary and such other officers as provided in the Second Schedule to this Constitution.
- (13) Branches shall have the power to impose levies or subscriptions to defray the expenses for running their affairs, and a member in default shall be subject to the same sanction as provided under this Constitution.
- (14) Every Branch shall keep an up-to-date list of its members and forward such list to the General Secretary before the end of July in each year.
- (15) The Uniform Bye-Laws set out in Part I of the Third Schedule of this Constitution shall be applicable to every Branch. Any Bye-Laws previously approved for a Branch by the National Executive **Council** shall cease to have any effect whatsoever.
- (16) No Branch, officer, or member thereof shall hold itself/himself out as representing the Association in any respect or take any action in the name of the Association without the prior consent and approval of the National Executive **Council** save as it relates to matters that affect the Branch directly.

17. Sections

- (1) **There shall be for the Association such Sections as the National Executive Council of the Association shall** establish to advance the aims and objects of the Association.
- (2) **Every member of the Association shall belong to at least one Section of the Association.**

- (3) The Uniform Bye-Law set out in Part II of the Third Schedule of this Constitution shall be applicable to every Section of the Association.
- (4) No Section, Section Committee or any of their officers or other representatives, shall represent the Association or hold themselves out as representing the Association in any respect, or take any action in the name of the Association except as authorised by the National Executive **Council** or the Bye-Law.
- (5) No activity of any Section shall take place at the same time as the General Meetings or Annual General Conference.

18. **Institutes**

- (1) **There shall be for the Association such Institutes as the National Executive Council of the Association shall establish to advance the aims and objects of the Association.**
- (2) **The Institutes established for the Association shall be as outlined in the Seventh Schedule to this Constitution.**

19. **Fora**

- (3) **There shall be for the Association such Fora as the National Executive Council of the Association shall establish to advance the aims and objects of the Association.**
- (4) **Any member of the Association shall be at liberty to belong to a Forum as his/her circumstances so dictates.**
- (5) **The Fora established for the Association shall be as outlined in the Eight Schedule to this Constitution.**

20. **Discipline**

- (1) A National Officer may be removed from office where he/she
 - (a) commits fraud or becomes bankrupt or insolvent;
 - (b) accepts appointment from any Government (except as a member of an Ad hoc Committee or Panel);

- (c) is convicted of any offence by a competent court.
 - (d) breaches any provision of the Code of Conduct for Officers duly approved by National Executive **Council**;
 - (e) publicly misconducts himself/herself owing to intoxication by alcohol, drugs or other intoxicants or stimulants, or any bestial acts;
 - (f) is involved in an act or behaviour that brings or is likely to bring the Association into disrepute;
 - (g) is found culpable for acts of disobedience to the Association, National Executive **Council**, the President or any other of its organs or professional misconduct; provided however that such officer may only be removed from office by two-third (2/3) majority of National Executive **Council** members present at a meeting of the National Executive **Council** and after such National Officer shall have been given the right of fair hearing.
- (2) Without prejudice to the preceding provisions of subsection (1), the National Executive **Council** may, as necessary and required, impose sanctions upon the President and the Treasurer in the event of a failure by the Treasurer (a) to prepare and publish any of the financial statements and reports that are incumbent upon the Treasurer to publish under this Constitution; and/or (b) prepare and present to the National Executive **Council** the Annual Budget of the Association as mandated by this Constitution.
- (3) Branches shall have the power to investigate reports of professional misconduct against their members and shall send a report of a finding of a *prima facie* case against a legal practitioner to the Chairman of the Disciplinary Committee as provided under the Legal Practitioners Act and the General Secretary of the Association.

21. **Dispute Resolution**

- (1) **In the event of any dispute or conflict or grievances between or amongst members, or any dispute between a member and the Association, in relation to the operation and coordination of the affairs of the Association or as it relates to the rights and obligations of individual members of the Association, such disputes, or conflict or**

grievances shall first be submitted to the Dispute Resolution Committee for resolution.

(2) Any aggrieved member shall lodge a complaint with the Dispute Resolution Committee not later than 14 days of the occurrence of such dispute.

(3) The Dispute Resolution Committee shall entertain and determine any such complaints lodged by any member and make a decision thereon within 60 days of receipt of such complaint.

22. Funds of the Association

(1) The funds of the Association may be derived from the following sources:

- a. Bar practising fees payable by members;
- b. Levies as may be approved by the National Executive **Council**;
- c. Grants;
- d. Donations;
- e. Endowment funds as may be approved by the National Executive **Council**; and
- f. Investments of the Association.

(2) Practising Fees

- a. Every full member shall pay annually, by the 31st day of March, his/her practising fees as may be determined from time to time by the National Executive **Council** of the Association.
- b. The National Executive **Council** may from time to time and as may be approved by the Annual General Meeting, add to, review, amend or alter the annual practising fee payable by full members of the Association.
 1. Other Subscriptions, Branch Dues and Levies
 - a. Other subscriptions payable by members shall include fees and levies as may be approved by the Annual General Meeting or the National Executive **Council**.
 - b. Any Branch of the Association may impose and charge dues and levies payable by its members thereof for the purpose of running the Branch.

23. Finance

- (1) All monies belonging to the Association shall be kept in its name with such reputable bankers as the National Executive **Council** shall appoint.
- (2) There shall be three Principal signatories to the Association's accounts namely, the President, the General Secretary and the Treasurer, any two of whom may sign.
- (3) Without prejudice to the preceding sub-paragraph (2), the President shall be the final authorizing person in respect of all electronic **and other banking payments**. Provided that all payments, electronic or not, shall be vetted and recommended for payment by the Treasurer and/or the General Secretary prior to the President's approval and subsequent uploading (in the case of electronic payments) and payment authorization.
- (4) No expenditure shall be incurred for any purpose unless such expenditure has been approved generally by the National Executive **Council** in the annual budget or any supplementary budget of the Association. Provided that in any case of serious urgency, the President in consultation with the General Secretary and the Treasurer may authorise such expenditure in their discretion and afterwards seek covering approval from the National Executive **Council**, provided further, always, that the exercise of such discretion shall be limited to the recurrent expenditure of the month immediately preceding.
- (5) The General Secretary may hold as imprest such amount as may be approved by the National Executive **Council** from time to time.
- (6) The National Executive **Council** may invest the funds of the Association in government securities or such other securities.
- (7) If the Auditor surcharges any officer or member of the Association with the payment of any amount, the National Executive **Council** may serve a notice upon such person to pay the amount surcharged within a period not being less than fourteen days after service of such notice upon him/her. Upon such person failing to pay the amount, the National Executive **Council** may authorise that legal proceedings be taken to enforce payment.
- (8) **10 (Ten) percent of Bar Practising Fees paid by members of each Branch shall be remitted to the Branch in the months of April and December of each year.**

24. Trustees

- i. Subject to the ratification of the Annual General Meeting, the National Executive **Council** is empowered to appoint Trustees **for the Association**;
- ii. The Trustees shall be **9 (nine)** in number and shall be known as “THE INCORPORATED TRUSTEES OF THE NIGERIAN BAR ASSOCIATION in accordance with the provisions of Part **F** of the Companies and Allied Matters Act, **Act. No. 3 2020** (“CAMA”, as may be amended from time-to-time). Provided that each geographical zone of the Association as defined in this Constitution shall have an equal number of Trustees;
- iii. The Trustees shall hold office for a term of **four** years and shall be eligible for re-election for one more term only;
- iv. A Trustee shall cease to hold office if he:
 - a. resigns his/her office in writing;
 - b. ceases to be a member of the **Association**;
 - c. becomes insane;
 - d. is officially declared bankrupt;
 - e. is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction;
 - f. is removed from office by a two-thirds majority vote of financial members present and voting at a General Meeting of the Association;
 - g. ceases to reside in Nigeria;
 - h. absents himself/herself from **two** consecutive general meetings of the **Association** without good cause acceptable to the **Association**.
- v. All properties of the Association, freehold or leasehold, or other interest in land acquired for the use and benefit of the Association shall be vested in them;
- vi. The Trustees shall deal with the property of the Association as directed in writing by a Resolution of the Annual General Meeting;
- vii. Upon a vacancy occurring in the number of Trustees, the National Executive **Council** shall fill the vacancy pending ratification by the General Meeting;
- viii. The powers vested in the Trustees by or under CAMA shall be exercised subject to the directions of the General Meeting;

- ix. The Trustees shall have a common seal which shall be kept in the custody of the Secretary (or such other person as the Trustees may decide) who shall produce it when required for use by the Trustees.

PART III – Savings and Transitional Provisions

25. Amendment Process

- (1) This Constitution shall not be amended **or repealed and reenacted** except at an Annual General Meeting of the Association by a two-thirds (2/3) majority of those present and entitled to vote, provided that two-thirds (2/3) of the Branches of the Association are represented AND provided further that at least sixty (60) days' notice of the proposed amendment shall have been given to the General Secretary who shall have circulated same to delegates at least thirty (30) days before the proposed amendment is tabled for discussion at the Annual General Meeting.
- (2) For the avoidance of doubt, two thirds majority of members present, and voting shall be approximated to the nearest whole number.

26. Transitional Provisions

- (1) **The occupants of the National Offices of Financial Secretary and the Assistant Publicity Secretary as at the commencement of this Constitution shall continue to occupy and perform the functions of those offices as specified in the Constitution of the Nigerian Association 2015 (as amended) up to the completion of their respective terms of office under that Constitution.**
- (2) **Upon the expiration of the tenure of the occupants of the offices specified in the preceding subsection, the said offices shall no longer exist as the National Offices of the Association and shall no longer be contested for at the National Elections of the Association.**

27. Interpretation

(3) In this Constitution –

“Association” means the Nigerian Bar Association.

“Biennial Conference” means the biennial conference of the Nigerian Bar Association or a Section.

“Committee” means a committee of the Association or a Section, Institute or Forum and shall include a sub- committee.

“Good financial standing” means the payment of Annual Branch Practising Fee as and when due and a Member in good financial standing refers to a member who has paid his/her Annual Branch Practising Fee as and when due.

“Executive Committee” means the Executive Committee of the Association or a Section, Institute or Forum.

“General Meeting” means a general meeting of the Association or a Section, Institute or Forum.

“Members living with disabilities” means lawyers with disabilities as defined in the Discrimination against Persons Living with Disabilities (Prohibition) Act, 2018 or any amendment thereof or any law for the time being in force.

“National Executive Council” means the National Executive Council of the Nigerian Bar Association.

“Officers” means the elected officers of the Association or a Section, Institute or Forum.

“Section” means the Section established by the National Executive Council.

“Young Lawyer” means a member of the Association who is between 0 – 7 years post call years.

28. Repeal and Re-enactment

The Nigerian Bar Association Constitution 2015 amended on 29th day of August 2019 is hereby repealed.

29. Citation and Commencement

This Constitution may be cited as the Nigerian Bar Association Constitution **2021** and comes into effect this day of **October** 2021 upon its adoption by the **Annual** General Meeting.

SCHEDULES

FIRST SCHEDULE

STANDING ORDERS

For the purpose of effective conduct of proceedings at Annual General Meeting, General Conference or other Conferences or Meetings and matters relating thereto these Orders shall be read together with the Constitution of the Association.

1. These Standing Orders are made by the Annual General Meeting of the Nigerian Bar Association in exercise of its powers under Section 5 of the Constitution of the Nigerian Bar Association and other enabling powers in that behalf.
2. An Annual General Meeting and Extraordinary General Meeting shall transact such business as is determined by this Constitution.
3. Notice of meeting shall be **issued** in advance to every Branch of the Association at least twenty-one (21) days before the date of the meeting, which shall make such notice available to its members. **Such notices shall also be published on the NBA Website or issued to the members through e-mail, SMS or other electronic media.**
4. The President shall preside at the meeting and in his absence the First, Second or Third Vice Presidents shall in order of priority preside failing that the members present shall elect a Chairman from among themselves.
5. Any member who wishes to speak shall hold up his hand to attract the President's attention.
6. No member shall commence to speak on any topic until recognised to do so by the President.
7. No two members shall stand up to speak simultaneously during discussion at a meeting.
8. The order of speaking shall be determined by the President in his/her absolute discretion without fear or favour but he/she shall give a reasonable opportunity for divergent views to be heard.
9. The President in his/her discretion may stop a debate even when there are members still anxious to speak on the subject if he/she considers that there has been sufficient discussion on the matter under consideration.

10. A member who has any relevant and pertinent information to give during the course of a speech by another may raise a "point of information" which he may only proceed to give if permitted to do so by the President.
11. A member may raise a plea of "point of order" which when raised shall only be sustained by the President where he/she accepts that there is deviation by a speaker from the subject matter.
12. A member who claims that he/she has been misquoted or misrepresented may raise the plea on "point of correction" and if allowed by the President shall correct same.
13. In the event of proposition to proceed to the next business of for progress being moved and seconded it shall, after the proposer and seconder of the resolution have been heard, be put to the vote. If carried, the matter under debate shall immediately be put to the vote and once carried the subject voted upon shall not again be introduced during the meeting.
14. No motion or amendment shall be discussed unless it is seconded, save the proposals of the **National** Executive Committee or the report of a Committee of the Association which shall be taken as having been moved and seconded. No second amendment or rider shall be voted upon until the first amendment is disposed of.
15. On any issue, every member present shall have one vote at a time, but the President shall have a casting vote in the event of equality of votes.
16. The President shall have power to ask anyone found engaging in distractive or destructive acts to leave the Conference.
17. The General Meeting or the National Executive **Council** shall have the power to appoint Committees or Commissions for the furtherance of its business. Such Committees or Commissions may sit during the hours of the Meeting should it be necessary for them to do so.
18. The President shall give directions or adopt measures reasonably necessary in the interest of the Association or reasonably conducive to the conduct of proceedings of any Meeting or Conference. The procedure at a meeting of any Committee shall be determined by that Committee.
19. The ruling of the President on matters provided for in these STANDING ORDERS shall be obeyed.

SECOND SCHEDULE
ELECTIONS (section 10)

PART I (SECOND SCHEDULE)
DUTIES OF THE ELECTORAL COMMITTEE

1. The Electoral Committee **of the Nigerian Bar Association (in this Schedule referred to as “the ECNBA” or “the Committee”)** shall be responsible for the conduct of elections of National Officers of the Nigerian Bar Association **and election of NBA Representatives to the General Council of the Bar.**
2. **Upon the appointment of the ECNBA, the Committee shall remain in office until a new ECNBA is appointed in accordance with the provision of this Constitution.**
3. **The ECNBA shall, when necessary have and work with its own personnel in the discharge of its duties.**
4. Completed nomination forms received in respect of elections to the national offices **and election of NBA Representatives to the General Council of the Bar** shall be forwarded to the Secretariat **of the ECNBA.**
5. The **ECNBA** shall upon consideration of the nominations it receives, **conduct a screening of the candidates,** determine the qualifications of the candidates concerned not later than **60 (sixty) clear days** before **the date of** the election.
6. The **ECNBA** may reject nomination papers which do not comply with any of the requirements for nomination and election to offices within the Association, or which are otherwise not duly completed.

PART II (SECOND SCHEDULE)
CODE OF CONDUCT FOR ECNBA

1. **Members of the ECNBA shall conduct themselves and effectively carry out their duties in accordance with the Code of Conduct and Operational Guidelines contained in this Schedule, and in accordance with extant laws, rules and guidelines of the NBA.**

2. All activities of the ECNBA must be conducted according to the highest standards of propriety.
3. The ECNBA shall be an independent and effective electoral committee and shall conduct free, fair, transparent, and credible elections for the NBA. In particular, the ECNBA shall carry out all its functions free from external control and influence, reject any improper influences, and, except as provided by legal framework, refrain from accepting directions relating to the performance of its task from any person.
4. The ECNBA shall maintain truthfulness and honesty in all its activities.
5. The ECNBA shall ensure that no action or activity is taken in support of any candidate or group of candidates, and shall ensure that every candidate, voter and other participants in the election process are treated fairly and impartially in the conduct of the election.
6. The ECNBA shall perform its duties in a manner that is strictly impartial, non-partisan and politically neutral.
7. The ECNBA shall demonstrate respect for the Rule of Law and shall comply with the laws of the Federation of Nigeria.
8. The ECNBA shall display openness and transparency in all its activities and in its relationship with all members, particularly the candidates for the election, and shall observe the following:
 - (a) Consult with participants in the electoral process on a regular basis, and in relation to specific decisions, if it is appropriate to do so in the circumstances.
 - (b) Provide an explanation, in response to reasonable requests, for a decision it has made as part of the electoral process, or a decision made as part of the general conduct of the election.
 - (c) Establish a system that allows interested parties to access, in a timely manner, all critical information, documents, and databases used in an election process, or used in the normal operation of the election administration.
 - (d) Disclose fully any deficiency in the administration of an election when it comes to its attention.

- (e) Make freely available and in a timely manner, the information on which each decision was based.
 - (f) Arrange effective and reasonable access to relevant documents and information within the framework of the Constitution of the NBA.
9. The information on which the ECNBA’s decision is based shall be accurate as well as accessible. The ECNBA shall perform every task on the basis of the highest level of standard of accuracy of information and objectivity of analysis. In particular, the ECNBA shall:
- i. Ensure that information is collected, compiled and published in a systematic, clear, and unambiguous manner.
 - ii. Do everything necessary, within the Constitution of the NBA to ensure that all the information that it compile, use, or publish has a sound factual basis.
10. The ECNBA shall work to provide every voter the highest quality service required to enable voters to exercise their rights with the least possible inconvenience, given the circumstances and Constitution of the NBA, and in particular shall:
- i. Make it as convenient as possible for voters to participate in the election process.
 - ii. Ensure that voters adequately understand the election process.
 - iii. Do everything possible to provide a way for members with special needs, such as members living with disabilities or voters living in remote areas to vote.

PART IV (SECOND SCHEDULE)
APPOINTMENT OF SERVICE PROVIDER

1. The ECNBA shall be solely responsible for the selection, appointment and engagement of all the service providers required in the electoral process.

2. The ECNBA shall engage a Technical Support Consultant who shall provide technical assistance to the ECNBA throughout the electoral process and post-election activities.
3. The ECNBA shall, with the assistance of the Technical Support Consultant, engage a competent Information Communication Technology (ICT) service provider, who shall:
 - (a) Review and validate the voters' register generated from the NBA database.
 - (b) Provide and configure the voting portal for use, send notifications to voters via electronic media including emails, SMS and any other electronic medium as may become applicable; provide online real time dashboard and leaderboard for monitoring the election; and provide a support help desk during the election.
4. The process of selecting the service providers shall be by a competitive bidding, including financial bids and technical bids. Due diligence shall be properly conducted before the engagement/appointment of service providers and mechanisms must be put in place to ensure that only qualified, experienced, skilled and competent companies with no conflict of interest are engaged.
5. The list of shortlisted service providers and the respective services they provide shall be published on the NBA Website or any other major platform to afford the members the opportunity to object or file any complaints against the engagement of such service providers. The decision of the ECNBA in respect of the choice of service providers shall be final.
6. The service provider shall be accountable to the ECNBA to the exclusion of any officer of the NBA or the Secretariat of the NBA.
7. The service provider appointed by the ECNBA shall:
 - (b) ensure that trial messages are sent via emails, SMS and other applicable electronic platforms, to all eligible voters at least twenty-one (21) clear days before the date of the election;
 - (c) allow enough time to test run the balloting system; and
 - (d) entertain and resolve complaints of non-receipt of trial ballots.

8. **The voting platform to be provided by the service provider shall first be subjected to a security and penetration test to ensure it is inviolable and not vulnerable to any compromise whatsoever. Such test shall include but not limited to usability, security, performance, unconditional technical support and other terms that may be deemed necessary by the ECNBA.**
9. **Each service provider shall submit a report of its activities to the ECNBA after the completion of its work. Such report shall be made available to candidates on request and shall be safely stored.**

PART V (SECOND SCHEDULE)
ELECTION OF NATIONAL OFFICERS

1. The Association shall for the purpose of election of National Officers be divided into three geographical zones namely – Northern zone, Eastern zone and Western zone.
2. The positions of the President, 1st Vice President, 2nd Vice President, 3rd Vice President and General Secretary shall rotate among the three zones. In determining the eligibility of a candidate to contest for any of the rotated offices, regard shall be had to a candidate's Geographical Zone of origin and not the geographical Zone where he/she carries on legal practice.
3. The Geographical Zone that produces the President of the Association shall also produce the 1st Vice President.
4. Where a position is zoned to any particular geographical zone, the position shall be rotated and held in turn by the different groups and/or sections in the geographical zone.
5. A list of the States that make up the zones shall be as follows:
 - (a) Northern Zone – Adamawa, Bauchi, Benue, Borno, Gombe, Jigawa, Kaduna, Kano, Katsina, Kebbi, Kogi, Kwara, Nasarawa, Niger, Plateau, Sokoto, Taraba, Yobe, Zamfara, and Abuja;
 - (b) Eastern Zone – Abia, Akwa Ibom, Anambra, Enugu, Bayelsa, Ebonyi, Cross River, Imo, and Rivers; and

(c) Western Zone – Delta, Edo, Ekiti, Lagos, Ogun, Ondo, Osun, and Oyo.

6. All members of the Association shall be eligible to vote at the general election for National **Offices**, provided that such members must belong to a branch and must have paid their Practising Fees as at when due and are duly registered to vote at that election.
7. Election of National Officers shall be held in the month of July of the election year of the Association or at such time and place as may be ratified by the **National Executive Council**.
8. **The ECNBA shall circulate a full list of properly nominated candidates for election as National Officers to all the Branches, Sections, and Fora, and candidates by email and other applicable electronic platforms, as well as displayed on the NBA website at least forty-five (45) clear days before the date of the election.**
9. The full list of the members of the Association qualified to vote shall be published by ECNBA at least **forty-five (45) clear** days before the date of the election.
10. A candidate for any elective national office shall be nominated or proposed in writing by a member and seconded by another both of whom shall be qualified like the candidate in accordance with the provisions of the Constitution for the equivalent office and **shall have paid their practising fees and Branch dues.**
11. Candidates shall submit by email a copy of their Curriculum Vitae of not more than four pages of A4-size **paper**, comprehensive manifestoes and other campaign material to the **ECNBA** for publication **on** the NBA website, not later than the day fixed by the **ECNBA**.
12. The publication, printing or distribution of any campaign material, gifts, and any form of souvenir whatsoever by a candidate or his/**her** supporter(s) is hereby prohibited and any candidate who contravenes this provision shall be disqualified from being voted for.
13. **Any form of donations and philanthropic gestures by candidates seeking election into any national office during the election year is hereby prohibited, and any candidate who contravenes this provision shall be disqualified from being voted for in the election.**
14. **All NBA Branches, Sections, and Fora are prohibited from soliciting contributions, donations or sponsorship from candidates seeking election into any national office during the election year.**

15. **Any form of financial inducement including paying annual practising fees or branch dues for lawyers to curry favour from voters or for any reason whatsoever by candidates and their supporters in the election year is hereby prohibited, and any candidate who contravenes this provision shall be disqualified from being voted for in the election. PROVIDED that any such payment of Bar Practising Fees and branch dues by the candidate for lawyers who are in his/her direct employment shall not be construed as financial inducement.**
16. The Electoral Committee shall collate all materials, arrange them in alphabetical order without regard for the position being sought and publish them in an electronic Election Magazine to be hosted on the NBA website at least **thirty (30) clear** days before the election.
17. Offices shall be vacant by effluxion of time, death, resignation, removal, or for any other reasonable cause.

PART VI (SECOND SCHEDULE)

ELECTION OF NBA REPRESENTATIVES TO THE GENERAL COUNCIL OF THE BAR

1. **The ECNBA shall similarly conduct election in the month of July of the requisite election year for Representatives to the General Council of the Bar.**
2. **The zoning principle contained in this Constitution shall apply in the election of NBA Representatives to the General Council of the Bar such that each zone shall produce not less than six (6) Representatives to the Council.**
3. **The ECNBA shall circulate a full list of properly nominated candidates for election as Representatives to the General Council of the Bar to all the Branches, Sections, and Fora, and candidates by email and other applicable electronic platforms, as well as displayed on the NBA website at least forty-five (45) clear days before the date of the election.**
4. **The full list of all members of the Association qualified to vote shall be published by ECNBA at least forty-five (45) clear days before the date of the election.**

5. A candidate for election as Representative to the General Council of the Bar, shall be nominated or proposed in writing by a member and seconded by another, both of whom shall be qualified like the candidate in accordance with the provisions of the Constitution for the equivalent office and shall have paid their practising fees and Branch dues.
6. Election of NBA Representatives to the General Council of the Bar shall be held in the month of July of the election year of the Association or at such time and place as may be ratified by the National Executive Council.
7. Candidates shall submit by email a copy of their Curriculum Vitae of not more than four pages of A4-size paper, comprehensive manifestoes and other campaign materials to the ECNBA for publication in the NBA website, not later than the day fixed by the ECNBA.
8. The publication, printing or distribution of any campaign material, gifts and any form of souvenir whatsoever by a candidate or his/her supporter(s) is hereby prohibited and any candidate who contravenes this provision shall be disqualified from being voted for.
9. Any form of donations and philanthropic gestures by candidates seeking election into the General Council of the Bar during the election year is hereby prohibited, and any candidate who contravenes this provision shall be disqualified from being voted for in the election.
10. All NBA Branches, Sections, and Fora are prohibited from soliciting contributions, donations or sponsorship from candidates seeking election into the General Council of the Bar during the election year.
11. Any form of financial inducement including paying annual practising fees or branch dues for lawyers to curry favour from voters or for any reason whatsoever by candidates and their supporters in the election year is hereby prohibited, and any candidate who contravenes this provision shall be disqualified from being voted for in the election. PROVIDED that any such payment of Bar Practising Fees and branch dues by the candidate for lawyers who are in his/her direct employment shall not be construed as financial inducement.

12. **The ECNBA shall collate all materials, arrange them in alphabetical order without regard to the position being sought and publish them in an electronic Election Magazine to be hosted on the NBA website at least thirty (30) clear days before the election.**
13. **The elective seats in the General Council of the Bar shall be vacant by effluxion of time, death, resignation, removal, or for any other reasonable cause.**

PART VII (SECOND SCHEDULE)

ELECTRONIC VOTING

1. **The** elections shall be **conducted** by **electronic voting** in accordance with the guidelines stipulated by the ECNBA.
2. The ECNBA shall, **not less than sixty (60) days to the date of election**, issue guidelines for conduct of electronic voting, which shall amongst other things provide for verification of voters, time, and platform to be utilised for electronic voting.

PART VIII (SECOND SCHEDULE)

PRELIMINARY NOTICE OF ELECTION

1. Preliminary notice of election shall be communicated to all the branches constituting the geographical zones of the Association at least **120 (One Hundred and Twenty) clear** days before the **date of the** election.
2. The preliminary notice for the election shall state the following:
 - (a) The offices to be filled by each zone by virtue of the zoning arrangement.
 - (b) The date, at least **90 (Ninety) clear** days before the **date of the** election, by which nominations of candidates must be received.

PART IX (SECOND SCHEDULE)
DISQUALIFICATION OF CANDIDATES

Subject to the provisions of this constitution, a member shall not be eligible for election as a National Officer **or NBA Representative to the General Council of the Bar** if **he/she**:

- (a) is not a Nigerian Citizen;
- (b) is a member of a political party in Nigeria;
- (c) has been adjudged bankrupt or has made a **compromise** or arrangement with his creditors;
- (d) is adjudged mentally unfit to take up the position by a competent medical authority;
- (e) has been convicted of a crime **by a court of competent jurisdiction** or has been **found guilty of misconduct or** professional impropriety by **the Legal Practitioners Disciplinary Committee**;
- (f) **The power of ECNBA to disqualify a person who wishes to contest for an office shall only be for the grounds specifically contained in this Constitution.**

PART X (SECOND SCHEDULE)
APPEALS BY DISQUALIFIED CANDIDATES

- 1. Any candidate **who is disqualified by the ECNBA** in respect of his nomination **or candidature**, may within seven days of the communication of the decision, appeal to the **Election Appeal Committee**.
- 2. The **Election Appeal Committee**, shall upon receipt of an appeal lodged by a candidate **in the manner stated above, hear the appeal and make** a decision thereon within fourteen (14) days thereof. **Such hearing may be based on documents only, or by physical hearing or hearing via electronic medium.**

PART XI (SECOND SCHEDULE)
RESULT OF ELECTIONS

- 1. The results of elections shall be announced within twenty-four (24) hours of the conduct of elections upon collation and verification of the votes.

THIRD SCHEDULE

PART I (THIRD SCHEDULE)

THE NIGERIAN BAR ASSOCIATION UNIFORM BYE-LAWS FOR BRANCHES

1. Name

The Branch shall be called the Nigerian Bar Association - Branch (hereinafter called “the Branch”).

2. Objects

The objects of the Branch shall be:

1. The maintenance of the honour and independence of the Bar and the Judiciary, and the defence of the Bar in its relations with the Judiciary, the Executive and the Legislature particularly in the State where the Branch is situate;
2. The maintenance and enforcement of the highest standards of professional ethics, conduct, etiquette and discipline;
3. The promotion and protection of the public right of access to the Courts and of representation by Counsel before Courts and Tribunals;
4. The promotion of the principles of the Rule of Law, respect for, and enforcement of fundamental liberties;
5. The improvement of the administration of Justice, its procedures and the arrangement of court business;
6. The promotion and advancement of legal education, continuing legal education, advocacy, jurisprudence and law reporting;
7. The encouragement of the establishment and maintenance of a system of prompt and efficient legal advice and aid for those persons in need thereof but who are unable to pay for the same;
8. The promotion and support of law reform;
9. The protection and assistance of newly qualified, incapacitated and aged members of the Branch **as well as members living with disabilities**;
10. The encouragement of social interaction and mutual help among members;
11. The promotion of cooperation and interaction between the Branch and Lawyers of other Branches and similar organisations within and outside Nigeria;
12. The institution and maintenance of a welfare scheme for the benefit of members;

13. The institution and promotion of programmes for the recognition of distinguished service to the Branch by its members;
14. The acquisition of property and assets and engagement in activities calculated to enhance the professional, financial and social well-being of the Branch;
15. To do all such other things as are incidental or conducive to the achievement of any of the above objects.

3. Membership

1. Every Legal Practitioner who resides, practices and/or works in the State where the Branch is situate may be a member of the Branch; **provided that no member shall belong to more than one Branch.**
2. Every member shall meet his financial obligations to the Branch by paying, as and when due, all dues, levies and contributions as may be imposed by the Branch from time to time;
3. A financial member is a member who by the 31st of March of the relevant year has paid his **annual practising fees and branch dues.**

4. Good Standing

A member is in good standing and, if he so desires, shall be entitled to a certification of that status signed by the Chairman **and/or Secretary** of the Branch if:

1. In addition to his Bar Practising Fees, he has paid his annual dues and all other financial obligations to the Branch as and when due for at least the immediate preceding three years, unless he was enrolled or had relocated to the State where the Branch is situate within a shorter period which shall then be the threshold point instead of three years; and,
2. He/She has in the past one year in question participated in at least three or more activities of the Branch, including attendance at Branch meetings or the sponsorship thereof. Provided that one or more of these requirements may be waived upon proof of temporary relocation to a place outside in the State where the Branch is situate and/or serious and prolonged illness.
3. **Where a branch refuses to issue a letter of good standing to a member when required or claims that a member has not paid branch dues as and when due, the branch shall**

have the burden of producing its statement(s) of account(s) to support its claim that the member did not pay his/her branch dues as and when due. Where the branch is unable to produce such statement(s) of account(s) or there has been undue delay in issuing the letter of good standing for a period exceeding 3 working days, the member shall be at liberty to approach the General Secretary who shall thereupon issue such letter within a period not exceeding 3 working days. Provided that the General Secretary shall in the first instance request from the Branch the reason for the refusal and thereafter issue or decline to issue the letter upon being satisfied with the reason proffered by the Branch for the refusal.

5. Annual Branch Dues

Annual branch dues shall be as fixed by the Branch in General Meeting on the recommendation of the Executive Committee of the Branch from time to time. **The Annual Branch dues as fixed by the General Meeting shall be made payable not later than 31st day of March of each year.**

6. Officers & Membership of the Branch Executive Committee

1. The Officers of the Branch shall be elected every two (2) years at an election preceding or at the Annual General Meeting for the election year;
2. The Officers of the Branch shall be as follows:
 - a. Chairman
 - b. Vice-Chairman
 - c. Secretary
 - d. Assistant Secretary
 - e. Treasurer
 - f. Financial Secretary
 - g. Social Secretary
 - h. Publicity Secretary
 - i. Welfare Secretary
 - j. Provost

3. No member of the Branch shall occupy the same office for more than two (2) years (one term); and any member who has held elective offices as a Branch officer for two (2) terms shall not be eligible to contest for a Branch office until at least five (5) years after his/her last term of office.
4. Offices shall be vacant by expiration of time, death or as provided in Section 15 of this Bye-Law.

7. Duties of Officers

1. Chairman

- a. To preside at all Annual General Meetings and other meetings of the Branch and the **Branch** Executive Committee meetings;
- b. To direct and motivate the **Branch** Executive Committee and members generally towards the achievement of the aims and objects of the Branch as set out herein or as may be determined from time to time;
- c. To provide direction and leadership to all Committees, Officers and members of the Branch, ensure the efficient utilization of the resources of the Branch subject to the approval of the **Branch** Executive Committee or the General Meeting and direct all other officers of the Branch in the performance of their duties;
- d. To serve as the official spokesperson for the Branch **and shall express the views of the Branch upon any matter of public interest or upon any matter of interest to the legal profession in relation to the Branch;**
- e. To be ex-officio member of all Committees of the Branch;
- f. To cause the summoning of the monthly and Annual General Meetings or other meetings in accordance with the provisions of this Bye- Law;
- g. To present the Chairman's Address at the Annual General Meeting;
- h. To perform such other functions as may be in the interest of the Branch;
- i. To represent the Branch at the National Executive **Council** of the Nigerian Bar Association ("the Association").

2. Vice-Chairman

- a. To in the absence of the Chairman, preside at all meetings over which the Chairman by this Bye-Law has power to preside;
- b. To be chairman of the Human Rights Committee;
- c. To perform all other duties which the Chairman, owing to ill- health, or absence is unable to perform or as shall be delegated to him/her by the Chairman, the **Branch** Executive Committee or the General Meeting.

3. Secretary

- a. To summon, on the instructions of the Chairman or on requisition, the monthly and Annual General Meetings, the **Branch** Executive Committee Meetings, and other Meetings of the Branch in accordance with the provisions of this Bye-Law;
- b. To record and keep minutes of all meetings including an executive summary of all decisions taken thereat and a register of attendance thereof;
- c. To write and dispatch circulars, letters and other correspondence of the Branch or the **Branch** Executive Committee and disseminate to all members all information from the National Secretariat of the Association, **on the instructions of the Chairman;**
- d. To keep an up-to-date directory of members of the Branch;
- e. To maintain an imprest account of an amount to be determined from time to time by the **Branch** Executive Committee and render regular returns thereof to the **Branch** Executive Committee;
- f. To furnish annual or special reports of the activities of the Association and the Branch to members;
- g. To perform all other duties as may be assigned to him by the Chairman or the **Branch** Executive Committee;
- h. To be responsible for the general management of the Secretariat of the Branch and to keep inventory of all properties of the Branch;
- i. To be an Ex-officio member of all the Committees of the Branch;
- j. To submit a general report of the activities of the Branch at the Annual General Meeting;

4. Assistant Secretary

The Assistant Secretary shall assist the Secretary in the performance of all his duties and carry out all such duties as the Secretary may assign to him. In the absence of the Secretary, the Assistant Secretary shall act in his place.

5. Treasurer

- a. Shall promptly pay all monies collected by him from members of the Branch or from any person or body to the Branch's Bankers;
- b. Shall keep, in safe custody, the bank tellers, cheque books and all other documents relating to the Branch's bank account(s) and maintain an accurate and up-to-date statement of all monies received or paid out by him and the authorisation for such payments;
- c. **Shall prepare or cause to be prepared, the annual budget of the Branch for consideration by the Branch Executive Committee and subsequent approval by the Branch in General Meeting;**
- d. Shall carry out any decision or directive of the Annual General Meeting, Branch Executive Committee and the general meeting in matters relating to the budget or finances of the Branch;
- e. **Shall** prepare or cause to be prepared and circulate to every member of the Branch at or before every Annual General Meeting, the Audited Statement of Accounts as at the 31st day of May preceding such Annual General Meeting;
- f. **Shall** invest the funds of the Branch in such securities as may be approved by the Branch Executive Committee and/or the General Meeting;
- g. **Shall** be a signatory to all bank accounts of the Branch.
- h. **Shall receive and examine the Management/Financial Accounts prepared periodically by the Treasurer;**
- i. **Shall liaise with external auditors for the audit of the Accounts of the Branch;**

6. Financial Secretary

- a. To collect and record all dues, levies and other contributions or any donations or sundry payments made by the members or any other persons or body either corporate or incorporate and issue official receipts promptly thereof;
- b. To ensure that all members pay their Branch dues as prescribed by this Byelaw or as resolved at General Meetings **and shall pursue recovery of all outstanding dues, debts and pledges owed to the Branch;**
- c. To prepare quarterly the list of financial members and defaulters and to present such lists to the **Branch** Executive Committee and circulate same at the General Meetings;
- d. To promptly handover all monies collected by him/ her to the Treasurer for deposit into the Branch's bank accounts and keep periodic records of the Branch account balance.

7. Social Secretary

- a. To be responsible for the organisation of all social functions of the Branch and to initiate and promote social activities and programmes designed to ensure the sustained interest of the Branch in the affairs and entertainment of members at events;
- b. To make arrangements for the provision of recreational facilities for the use of members of the Branch;
- c. To perform such other functions as may be provided in this Bye- Law, directed by the **Branch** Executive Committee or the General Meeting.

8. Publicity Secretary

- a. To publicise the activities of the Branch and if the need arises to assist the National Publicity Secretary of the Association in matters relating to events within the jurisdiction of the Branch;
- b. To present a correct and positive image of the Branch to the public;
- c. To on the direction of the Chairman, issue Press Releases and Statements on matters of general interest to the Branch as approved by the **Branch** Executive Committee or, in case of emergencies, by the Chairman.

9. Welfare Secretary

- a. To oversee all matters pertaining to the welfare of Legal Practice and practitioners generally in the Branch;
- b. To keep the Branch informed of any threat to the welfare of the legal profession and of members and for this purpose to gather such data as may be deemed necessary from time to time;
- c. To monitor and report on all matters affecting the welfare of members and means of enhancing same;
- d. To safeguard and protect the interest of the profession in all ramifications in the Branch;
- e. To perform such other functions as may be provided in this Bye-Law or directed by the **Branch** Executive Committee or the General Meeting.

10. Provost

The Provost shall maintain order and discipline at meetings.

8. Executive Committee of the Branch

1. The Executive Committee **of the Branch** shall consist of:
 - a. All elected officers of the Branch;
 - b. The four (4) co-opted members; and
 - c. The immediate past Chairman and Secretary.
2. The **Branch** Executive Committee shall meet at least once in every calendar month at such time and place as the **Branch** Executive Committee or the Chairman may direct.
3. The Chairman shall preside at the **Branch** Executive Committee Meetings and in the absence of the Chairman, the Vice-Chairman and failing him the most senior member of the Branch present shall preside.
4. The quorum of the **Branch** Executive Committee Meeting shall be seven (7) members present in person.
5. Decisions of the **Branch** Executive Committee shall be by consensus but where not so reached, by simple majority based on a show of hands, provided that the Committee may resolve to vote by secret ballot on any issue.

6. The **Branch** Executive Committee shall have power to take decisions on behalf of the Branch in all cases of emergency and report to the next General Meeting of the Branch for ratification.
7. Subject to the provisions of this Bye-Law and the Constitution of the Association, the **Branch** Executive Committee shall have the following powers, functions and duties:
 - a. To exercise control and management over the affairs of the Branch in such manner as to effectively implement its aims and objects;
 - b. To initiate and promote programmes and projects calculated to enhance the professional and social wellbeing of members and the financial viability of the Branch;
 - c. To appoint fit and proper persons as Administrative Secretary and other staff of the Branch;
 - d. To exercise the powers of the Branch with respect to the appointment of representatives to any statutory or other body subject to the approval of the appointments by the general meeting;
 - e. To appoint any suitable bankers for the Branch;
 - f. To make all necessary arrangements for Annual General Meetings or for any other general meeting of the Branch.

9. National Executive Council Representative

- a. **Each Branch shall, during its general election, elect a Branch National Executive Council Representative, to represent the Branch at the National Executive Council of the Association.**
- b. **The persons eligible to contest for the position of Branch National Executive Council Representative shall be the incumbent Chairman and Vice Chairman. Where no qualified person declares interest in contesting, or none of the eligible persons is qualified to contest, or an elected candidate declines to contest or is otherwise unavailable, the Branch Executive Committee shall appoint another person of not less than ten (10) years post call to be the Branch National Executive Council Representative.**

10. Standing Committees

The following Standing Committees (“Committee”) shall be established for the Branch by the General Meeting:

1. Advisory Committee

- a. Shall consist of all past Chairmen, past Secretaries, **not more than five (5)** Senior Advocates of Nigeria and **not more than five (5) Benchers, who are members of the Branch together with five (5)** co-opted members;
- b. Shall advise the Executive Committee of the Branch **on any dispute that may be referred by the Chairman or any member of the Branch.**
- c. **Shall advise the Executive Committee of the Branch on any matter that may be referred by the Chairman of the Branch.**

2. **Electoral** Committee:

- a. Shall **consist** of five members;
- b. Shall **conduct** the election of officers of the Branch **on a date** in the month of June **of an election year** as the **Branch** Executive Committee may determine and shall, inter alia, undertake due publicity for the elections and nominations thereto, the printing of ballot papers and compilation of the list of eligible candidates and voters.

3. Continuing Legal Education Committee:

- a. Shall be responsible for the promotion and advancement of legal education, advocacy and jurisprudence, and liaise with the Association on these matters as and when necessary;
- b. Shall organise seminars, workshops, symposia, conferences and promote legal publications including Law Reports.

4. Welfare Committee:

- a. Shall administer a Welfare Scheme which shall be established by the Branch
- b. Shall be responsible for other welfare matters.

5. Human Rights Committee:

- a. Shall promote and protect the principles of the rule of law and fundamental human rights and liberties in such manner, including the prosecution and defence of lawsuits, as may be determined by the Committee with the approval of the **Branch** Executive Committee from time to time;
- b. Shall provide free legal aid services in suitable circumstances.

6. **Ethics and** Disciplinary Committee:

Shall investigate all cases of complaint of professional impropriety or other misconduct made against members as may be referred to the Committee by the Branch, the **Branch** Executive Committee or the Chairman and make appropriate recommendations thereon.

7. Law Reform Committee:

- a. To liaise with and make inputs into laws or by-laws being contemplated or considered by Local Governments, the State House of Assembly and, in applicable circumstances, the National Assembly, subject to coordination with the Association;
- b. To advise the Branch on laws to be proposed to the State Local Governments, State Government and the Federal Government, subject to coordination with the Association;
- c. To liaise and/or work with anybody or group on all aspects of law reform;
- d. To be responsible for the promotion and support of law reform.

8. Bar/ Bench Relations Committee:

- a. Shall investigate any allegations of corruption or misconduct within the Branch involving any member or members of the judiciary;
- b. Shall ensure maintenance of good relationship between the Bar, the Bench and Judiciary staff;
- c. Shall investigate and recommend to the Association through the Chairman any issue of intimidation, disrespect and oppressive conduct against any lawyer by the Bench or other Judiciary staff or vice versa that may occur howsoever in the course of their professional activities;
- d. Shall carry out any other function that may be assigned to it by the Chairman, the **Branch** Executive Committee or the General Meeting.

9. Membership of Standing Committees

- a. The Committees shall be constituted by the General Meeting on the advice of the **Branch** Executive Committee;
- b. A Committee shall have a member of not less than 10 years post call as its Chairman while the Secretary shall be a member of not less than 5 years post call;
- c. Each Committee shall present a monthly written report to the General Meeting;
- d. Each Committee shall have a minimum of 5 members each of whom must be a financial member of the Branch;
- e. Each Committee, after submitting an advance report to the Chairman, shall give account to the General Meeting of any money or material allocated to it;
- f. The decisions of each Committee shall be taken by a simple majority;

11. Ad Hoc Committees

1. Caretaker Committee:

- a. **Where a Branch is enmeshed in a crisis that makes it impracticable for the Branch Executive Committee to function or for the Branch to conduct elections, an emergency meeting of the Branch shall be convened within 30 days of the occurrence of such crisis to appoint a Caretaker Committee to administer the affairs of the Branch in the interim;**
- b. **The crisis that shall necessitate the appointment of a Caretaker Committee shall include a crisis situation within the Branch, such as a stalemated Annual General Meeting, or where the tenure of office of the immediately preceding Branch Executive Committee has expired and no arrangements could be made for an Annual General Meeting or the circumstances of such crisis render any arrangement for an Annual General Meeting impossible;**
- c. **Where the crisis is such that makes it impracticable to requisition a meeting of the Branch, the President of the Association shall appoint a Caretaker Committee to administer the affairs of the Branch in the interim and forthwith arrange for the holding of an Annual General Meeting wherein new officers of the Branch shall be elected.**

- d. **The Caretaker Committee shall consist of three members of the Branch appointed by the President;**
 - e. **Where the Caretaker Committee assumes functions as herein provided it shall have an initial tenure of three months which may be extended for a period of not more than three months by the President by which time the Caretaker Committee shall conclude its functions.**
2. The Branch and/or the **Branch** Executive Committee may from time to time appoint such other ad-hoc committees as they may deem necessary or expedient and may delegate to them such powers and duties as the Branch or **Branch** Executive Committee may determine.
 3. Where an ad-hoc committee is appointed; the appointing body shall name the Chairman and the Secretary of such committee and shall appoint any other officers as it deems necessary or expedient for the efficient discharge of its function.
 4. An ad-hoc committee once appointed shall be free to co-opt further members of the Branch into the committee as it deems fit.

12. General Meetings

1. The supreme authority of the Branch shall be vested in the General Meeting whose decision on all matters affecting the Branch shall be final.
2. The meetings shall be held at such time and place as the Branch, the **Branch** Executive Committee or the Chairman may designate from time to time. If for any reason, a General Meeting could not hold on the designated meeting day, the meeting shall be rescheduled for another day by the **Branch** Executive Committee.
3. An Extra-Ordinary General Meeting is to deliberate on specific issues may be summoned at such time and place as the **Branch** Executive Committee or the Chairman may direct.
4. Upon the requisition of at least twenty-five (25) financial members of the Branch, the Chairman shall direct the Secretary to summon an Extra-Ordinary General Meeting of the Branch within 7 days of the receipt of such requisition.
5. An Extra-Ordinary General Meeting shall be held at such time and place as may be decided upon by the **Branch** Executive Committee or the General Meeting and shall transact such

business as may be placed before it by the **Branch** Executive Committee or the General Meeting or the requisitionists.

6. The Annual General Meeting of the Branch shall be held on such date or dates as may be determined by the **Branch** Executive Committee.
7. The Chairman shall preside at the Annual General Meeting and other General Meetings of the Branch, and at **Branch** Executive Committee Meetings and in the absence of the Chairman, the Vice-Chairman and failing him, the Secretary shall preside. In the absence of the Chairman, Vice-Chairman and Secretary, the most senior member (in position and age at the bar) of the Branch Executive Committee present at the meeting shall preside.
8. Decisions at any General Meeting shall be by a show of hands, unless a secret ballot is directed by the Chairman or demanded by at least 10 (ten) financial members.
9. The Branch shall as a matter of permanent record bring to the notice of the judiciary within the State the date, time and place of its regular monthly meetings with a view to enlisting the co-operation of all judges and magistrates to take cognisance of the date and time of such meetings.
10. All Legal Practitioners are enjoined to take due cognisance of the date and time of Branch Meetings and to permit and indeed encourage lawyers in their chambers to attend all Branch meetings and engagements.
11. The quorum at all General Meetings including Annual General Meetings shall be 25 or one third of financial members for branches with membership of about fifty members.
12. Meetings of the Branch shall be conducted in accordance with the Standing Orders set out in the First Schedule herein.

13. Finance

1. The funds of the Branch shall consist of annual membership dues, fines, levies, contributions, donations, grants, proceeds from the sale of any items whatsoever, rents and any other money as shall accrue to the Branch howsoever and provided that the Branch shall not receive money from any source that may be inimical to the interest of the Branch.
2. All monies belonging to the Branch shall be kept in bank accounts to be opened in its name with such reputable banker(s) as the Branch Executive Committee shall decide

PROVIDED that the **Branch** Executive Committee shall not open any new bank account without the approval of the General Meeting.

3. **(a) There shall be three signatories to the Branch's accounts namely, the Chairman (who shall be a mandatory signatory) and, the Secretary and the Treasurer, either of whom shall co-sign with the Chairman on cheques or other written instructions.**
(b) The Chairman shall be the final authorizing person in respect of all electronic and other banking payments. Provided that all payments, electronic or otherwise, shall be vetted and recommended for payment by the Treasurer or the Secretary prior to the Chairman's approval and subsequent uploading (in the case of electronic payments) and payment authorisation.
4. The Treasurer and the Financial Secretary shall present a written report of income and expenditure and the bank balances at every monthly meeting of the **Branch** Executive Committee and of the Branch.
5. No expenditure shall be incurred for any purpose unless such expenditure has been approved generally by the General Meeting of the Branch in the annual budget or any supplementary budget of the Branch. All disbursement of funds already approved in any annual budget or supplementary budget shall be approved by **Branch** Executive Committee; provided that in any case of clear emergency, the **Branch** Executive Committee may authorise an unbudgeted expenditure (the limits of which are to be determined from time to time by the General Meeting) and afterwards seek the ratification of the General Meeting.
6. The Secretary shall hold as imprest such amount as shall be approved by the **Branch** Executive Committee from time to time provided that he/ she shall render account of any expended imprest.
7. The **Branch** Executive Committee shall ensure that the Branch receipt is issued for all monies received for the Branch from any source whatsoever.
8. The Financial Secretary shall keep custody of all unused and duplicates of used receipt booklets and ensure the keeping of clear records of all income and expenditure of the Branch.
9. Where any Committee is likely to receive money for the Branch from whatever source, the Financial Secretary shall make available to the Secretary of such Committee a receipt

booklet which shall be issued by the Committee for all monies received and the Chairman and Secretary of such Committee shall render monthly accounts of all monies received to the Financial Secretary who shall report same to the Branch Executive Committee.

10. The Annual Branch Membership dues shall be fixed at the General Meeting on the advice of the **Branch** Executive Committee.
11. The Branch shall at its General Meeting in the month of April of each year appoint a fit and proper person who shall be an accountant or a firm of Accountants to audit the accounts of the Branch for the preceding year and to present his report to the Branch at its Annual General Meeting for consideration and approval.

14. Removal, Death, Resignation etc. of Officers

1. An elected officer of the Branch or a member of the Branch Executive Committee shall cease to hold office or continue to be a member of the Executive if he/she:
 - a. resigns his office in writing;
 - b. ceases to be a member of the Branch;
 - c. becomes insane;
 - d. is officially declared bankrupt;
 - e. is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction;
 - f. is removed from office by a two-thirds (2/3) majority vote of financial members present and voting at a General Meeting of the Branch;
 - g. ceases to reside in Nigeria;
 - h. absents himself or herself from three consecutive Executive Meetings or General Meetings of the Branch without good cause acceptable to **Branch** Executive Committee or the Branch as the case may be.
2. Where an officer of the Branch **dies**, resigns or is removed from office **in respect of which there is a Vice or Assistant**, the position shall be held in an acting capacity by the Vice or Assistant if he or she is qualified for the position and a By-election shall be held to fill the position for the remainder of the term.
3. **Where an officer of the Branch dies, resigns or is removed from office in respect of which there is no Vice or Assistant or where the Vice or Assistant is not qualified, a**

By-election shall be held to fill the position for the remainder of the term provided that the **Branch** Executive Committee may appoint any qualified financial member of the Branch to fill such vacancy in the interim for a period not exceeding two months pending the By-election.

4. Any officer or member of the **Branch** Executive Committee, who wishes to resign his office, shall submit his letter of resignation to the Chairman of the Branch who shall immediately bring the resignation to the attention of the **Branch** Executive Committee and, thereafter, to the next General Meeting. In the case of a resigning Chairman, he shall submit his letter of resignation to the Secretary with a copy to the Vice Chairman.
5. The letter of resignation shall be submitted at least fourteen days before its effective date during which period the resigning officer shall submit a handover note and surrender all documents or property of the Branch under his care or in his possession to the Chairman or Secretary as the case may be.
6. Any proposal or motion to remove any officer or member of the **Branch** Executive Committee before the expiration of his term of office shall be in writing stating the grounds, signed by at least five financial members, and forwarded to the Secretary at least 21 days to the General Meeting at which the proposal or motion is to be tabled for discussion.
7. The Secretary shall notify the officer or members concerned in writing of the receipt of any such proposal or motion at least fourteen (14) days to the said General Meeting and list the proposal or motion on the agenda of the meeting.
8. Any proposal or motion to remove any officer of the Branch shall be considered by the General Meeting which shall have the right to determine same or refer the matter to a special committee for investigation.

15. Elections

1. To be eligible to stand for election into an office, a member **shall**:
 - (a) Be validly nominated in writing by two members who are eligible to vote herein and who must themselves be qualified for the particular office as provided for in these By-Laws;

- (b) Have attended a minimum of five (5) monthly meetings of the Branch within the twelve (12) months prior to the close of nominations for the election;
- (c) Attain the post-enrolment qualification requirement for the affected office as at the date of the election as follows:
 - (i) Chairman and Vice-Chairman, ten (10) years;
 - (ii) Secretary, Treasurer and Financial Secretary, seven (7) years**
 - (iii) Social Secretary, Publicity Secretary, Welfare Secretary, and Provost, five (5) years; and**
 - (iv) Assistant Secretary, **three (3) years.**
- (d) Be a financial member of the Branch and shall have paid his/ her bar practising fees and annual branch dues as and when due for the three (3) years preceding the election, **inclusive of the year of election.**

2. **In reckoning post-call years, a person shall be regarded as having attained a post call year on each succeeding anniversary of his/her call to the Bar and not sooner.**
3. The **Electoral** Committee's decision as to eligibility of any candidate to stand for election shall be **subject to the outcome of an appeal to the Branch Election Appeal Committee.**
4. A candidate for any **branch** elective office shall be nominated or proposed in writing by a member and seconded by another both of whom shall be qualified like the candidate in accordance with the provisions of this Bye-Laws for the equivalent office and in good standing with their practising fees and Branch **dues.**
5. Candidates shall submit by email not more than four pages of A4- size electronic copy of their Curriculum Vitae, comprehensive manifestoes and other campaign material to the Electoral Committee for publication in the Branch website **or electronic platform(s)**, not later than the day fixed by the Electoral Committee.
6. The publication, printing or distribution of any campaign material, gifts and any form of souvenir whatsoever by a candidate or his supporter(s) is hereby prohibited and any candidate who contravenes this provision shall be disqualified from being voted for.
7. The Electoral Committee shall collate all materials, arrange them in alphabetical order without regard for the position being sought and publish them in an electronic Election Magazine to be hosted on the Branch website **or electronic platform(s)** at least twenty-one (21) days before the election.

8. Offices shall be vacant by effluxion of time, death, resignation, removal, or for any other reasonable cause.
9. Any vacancy occurring in any office after a Biennial General Meeting shall be filled by the General Meeting of the Branch.

16. Eligibility to Vote

1. To be eligible to vote, a member shall be a financial member of the Branch and shall have paid his/her bar practising fees and annual branch dues, as and when due, for the two (2) years preceding the election or since enrolment, if less than two (2) years post-call and shall have attended a minimum of **four (4)** monthly general meetings of the Branch within the twelve (12) months preceding the date of the election.
2. The member's name **shall** appear in the final list of eligible voters as compiled by the **Electoral** Committee and published not later than fourteen (14) days before the date of election.

17. No provision of this Bye-Law relating to qualification to vote and be voted for shall be waived by any person, the Branch, its organs, or committee set up by the Branch.

18. Duties of the Electoral Committee

1. Not later than **Ninety (90)** days to the date of the election, the **Electoral** Committee shall announce the date of the election as fixed by the **Electoral** Committee and invite nominations of candidates for **the various** offices and shall publicise the provisions of the Bye- Law relating to eligibility to contest and eligibility to vote and also issue election and campaign guidelines. Provided that no candidate shall commence any form of public campaign until the campaign guidelines are issued or released.
2. The **Electoral** Committee shall scrutinise all nominations to ensure that they comply with the provisions herein and shall notify candidates who fail to qualify of **the reason(s) for** their disqualification within seven (7) days of any decision to such effect; provided that such a disqualified candidate may apply to the **Election Appeal** Committee for a review of the decision of the **Electoral Committee** within seven (7) days.
3. Where there is no qualified candidate to fill an office, the **Electoral** Committee shall fix a date for a By-election in respect of that office and shall call for fresh nominations thereto.

4. Not less than thirty (30) days prior to the election, the **Electoral** Committee shall cause a list of the candidates for election to various offices to be publicised by the same being displayed at the Branch Secretariat, **Branch website or electronic platform(s)** and pasted at the venue of the election and the Notice Boards of the High Courts and such other places as it may deem fit **within the jurisdiction of the Branch.**
5. Upon the close of nominations, the **Electoral** Committee shall cause ballot papers to be printed for the election with funds to be provided by the Branch.

19. Procedure at Election

1. Voting at elections shall be either by electronic voting or physical voting by secret ballot, as may be determined by the **Electoral** Committee.
2. Where electronic voting method is adopted, the **Electoral** Committee shall engage the services of competent and credible service providers to provide the electronic voting platform and shall conduct the elections in a transparent and fair manner in accordance with clearly published guidelines.
3. Where physical voting by secret ballot method is adopted, the **Electoral Committee** shall engage such security and other adjunct personnel as may be necessary to ensure a transparent, free, fair and orderly conduct of the elections in accordance with clearly published guidelines.
4. Votes at elections shall be counted immediately after the close of voting and the result shall be declared immediately by the Chairman of the **Electoral** Committee.
5. To the extent of their functions, the decision of the **Electoral** Committee shall be **subject to appeals to the Branch Election Appeal Committee.**

20. Swearing in of Newly Elected Officers/Assumption of Office and Handing Over

1. Following the declaration of the results, the newly elected officers shall be sworn-in at the Annual General Meeting immediately following the elections by the administration of the Oath of Office contained in the Second Schedule herein on them by a serving Judge or Notary-Public. All elected officers shall be deemed to have assumed office immediately after being sworn in.

2. Except otherwise resolved at a General Meeting, all Standing and Ad-hoc Committees of the Branch shall automatically become dissolved upon the swearing-in of the new elected officers.
3. All vacating officers and committee secretaries of the Branch shall handover all records, monies, receipts, cheque books and any other property of the Branch in their possession to the newly elected Branch Chairman within seven (7) days of assumption of office by the incoming officers.
4. It shall amount to an act of gross misconduct for any member or former officer of the Branch to violate sub-section (3) above and any such case shall be referred to the Disciplinary Committee.

21. Welfare Scheme

1. A Welfare Scheme for the Branch shall be established for the following purposes:
 - a. To encourage wider participation of members in the affairs of the Branch;
 - b. To assist the sick, the aged, **members living with disability** and newly qualified members of the Branch;
 - c. To provide assistance to members in case of accidents;
 - d. To provide assistance to families of deceased members;
 - e. To organise valedictory sessions for retiring and/or deceased members.
2. The Welfare Scheme shall be financed as follows:
 - a. It shall be funded by direct levies and/or donations from members and from the Branch and by direct donations from organisations or such other manner as the Branch shall decide.
 - b. The funds of the Welfare Scheme shall be maintained separately from other funds of the Branch in a dedicated account.
3. Eligibility for benefits under the Welfare Scheme shall be limited to financial members.
4. Decisions as to eligibility shall be taken by the Welfare Committee, and in case of doubt or difficulty, by the **Branch** Executive Committee and the General Meeting whose decision shall be final.

22. Amendment

The Bye-Law shall not be amended except at an Annual General Meeting or an Extra-Ordinary General Meeting of the Nigerian Bar Association by a two- third (2/3) majority

of those financial members present and entitled to vote; provided that notice of such amendment shall have been served on the General Secretary in line with the procedure for the amendment of the NBA Constitution.

23. Applicability

The Bye-Law shall apply to the Branch to the exclusion of any other Bye- Law.

SCHEDULES TO THE BYE LAW
FIRST SCHEDULE TO THE BYE LAW
STANDING ORDERS

(Referred to in Section 12)

1. All General Meetings of the Branch shall transact such business as are on the agenda or any business decided by the Branch or the **Branch** Executive Committee or the Chairman.
2. The agenda of the business of the meeting shall be settled by the **Branch** Executive Committee or the Secretary at the direction of the Chairman.
3. Any member who wishes to speak shall hold up his hand to attract the Chairman's attention.
4. No member shall rise or commence to speak on any topic until recognised to do so by the Chairman.
5. No two members shall stand up to speak simultaneously during deliberations at a meeting.
6. The order of speaking shall be determined by the Chairman in his absolute discretion without fear or favour but the Chairman shall give a reasonable opportunity for divergent views to be heard.
7. The Chairman may use his discretion to stop a discussion when there are members still anxious to speak on a subject, if he considers that there have been sufficient discussions on the matter under consideration.
8. A member who has any relevant and pertinent information to give during the course of a speech by another may raise a "point of information". He shall only give such information, if permitted to do so by the Chairman.
9. A member may raise a plea of "point of order" which when raised shall only be sustained by the Chairman where he accepts that there is a deviation by the speaker from the subject matter.
10. A member who claims that he has been misquoted or misrepresented may raise the plea of "point of correction" and if allowed by the Chairman, shall correct same.
11. In the event of a proposition to proceed to the next business or for progress being moved and seconded, it shall after the proposer and seconder of the motion have been heard, be put to vote, if agreed to, the matter under debate shall immediately be put to vote; once a subject has been discussed and voted or ruled upon, it shall not be re-introduced during the meeting.

12. No motion or amendment shall be discussed unless it is seconded provided that proposals of the **Branch** Executive Committee or the report of any Committee of the Branch shall be taken as having been moved and seconded. No second amendment or rider shall be voted or ruled upon until the first amendment is disposed of.
13. On any issue, every member present shall have one vote but the Chairman shall have casting vote.
14. The Chairman shall have the power to ask anyone found engaging in destructive and distractive acts to leave the meeting.
15. The Annual General Meeting shall have the power to appoint Committees or commissions for the furtherance of its business and such committees may report at an adjourned date for the conclusion of the Annual General Meeting or as they may be directed.
16. The Chairman may give directions or adopt measures reasonably necessary in the interest of the Branch or reasonably conducive to the conduct of proceedings of any meeting. The procedure of a meeting of any Committee may be determined by that Committee.
17. Validity of proceedings of any Annual General Meeting or any other meeting shall not be affected by any office vacancy or by any defect in the appointment or election of members or officers or by any irregularity in the proceedings.
18. The ruling of the Chairman on all matters shall be final.

SECOND SCHEDULE TO THE BYE-LAW
OATH OF OFFICE OF THE **BRANCH** OFFICERS

(Referred to in Section 19)

I..... (full name) do solemnly swear/affirm that I will bear true allegiance to the Nigerian Bar Association Branch and discharge my duties faithfully and in accordance with the Nigerian Bar Association Constitution and Branch Bye-Law and always in the best interest, integrity and wellbeing of the Branch and the Association, that I will not allow my personal interest to influence my official decisions and I will strive in all circumstances to defend the ethics of the profession, the rule of law and the independence of the Bar. SO HELP ME GOD!

PART II (THIRD SCHEDULE)

THE NIGERIAN BAR ASSOCIATION UNIFORM BYE-LAWS FOR SECTIONS

Uniform Bye-Laws of Sections 2021

Arrangement of Articles

- I. Name
- II. Application
- III. Aims and Objects
- IV. Section Members
- V. Annual Dues
- VI. Cessation of Membership
- VII. Accounts
- VIII. Officers
- IX. Tenure
- X. Management of Section and Administrative Assistance
- XI. **Executive Committee** of Sections
- XII. Nominations, Elections, and Vacancies in Respect of Officers and **Executive Committee**, and Co-Option of Additional **Executive Committee** Members
- XIII. Election
- XIV. Honorary Life Member of the Section
- XV. Committees
- XVI. General Meetings of the Sections
- XVII. Funding
- XVIII. Activities
- XIX. Supervision/Report
- XX. Miscellaneous
- XXI. Amendment

Article I. **Name**

The Bye Law of (state Section's Name)

Article II. **Application**

The Bye law shall be applicable to all the established Sections **of the Nigerian Bar Association (NBA)** as may be listed in the Schedule from time to time. Each Section set out in the Schedule, shall adopt the provisions in their respective Bye-Laws, provided that any other specialised law group or international co-operating law Forum affiliated with the NBA as set out in the Schedules from time to time, may adopt the provisions of the Bye-Law.

Article III. **Aims and Objects**

The Aim and Objects of each Section shall be decided by the **Executive Committee of the Section** and adopted at the general meeting of members of any such Section.

Article IV. **Section Members**

Any member of the Association shall be eligible for membership of any Section and upon request and payment of the Annual Dues for the year of application, shall be enrolled by the Association as a member of a Section of his choice.

Article V. **Annual Dues**

- (a) Upon payment of the Annual Dues as may be prescribed from time to time by the **Executive Committee** of the Section, for the year, each member of the Section shall be entitled to join one Committee of the Section. Any member wishing to join additional Committees shall pay such further annual dues as shall be fixed from time to time by the **Executive Committee** of the Section.
- (b) All Section's Annual Dues shall be paid into such Accounts as may be determined by the **Executive Committee** of the Section from time to time.

Article VI. **Cessation of Membership**

Any member who resigns from the Section or whose Annual Dues are in arrears for such period [not being less than six months] as the Treasurer of the Section shall determine, shall cease to be a member of the Section. Such a member can apply for re-admission upon payment of all outstanding arrears.

Article VII. **Accounts**

- (a) The **Signatories to the Section Account(s)** shall be the Section's Chair, Secretary, Treasurer and/or the National Treasurer of the Association. Additional Signatory may be added subject to approval of **the Executive Committee of the Section** for administrative purposes or as may be required in furtherance of its Program.
- (b) Special Accounts may be approved by the **Executive Committee of the Section** when in collaborative or partnership programs with funders, partners and other organisation(s).
- (c) Annual Report of financial statement shall be presented to General Meeting.

Article VIII. Officers of the Section

The Officers of each Section be the Chair, Vice- Chair, Secretary, Financial Secretary, Treasurer and Assistant Secretary. The Executive Committee of each Section shall be at liberty to appoint into the Executive Committee, where necessary, three Zonal Representatives in accordance with the Zones recognised by the NBA Constitution, namely Eastern Zone, Northern Zone, and Western Zone.

Article IX. Tenure

- (a) An officer shall hold Office for a term of two years and he or she shall not be eligible for re-election to the same office.
- (b) If at the end of the tenure of office of the leadership of a Section a new leadership has not been elected, the President of the Association shall set up a three-person Committee from among the members of the Section to administer the affairs **of the Section** for a period not exceeding six weeks. The Committee shall take steps to conduct election, failing which the President would set up a six-person election committee to conduct the election within three weeks, to elect new officers and report to **the National Executive Council**.
- (c) Any Officer filling in a vacancy of a retired, resigned or removed Officer for a period of less than 12 months shall be eligible for election for a further full tenure of the same office. No member shall be nominated for an election to or serve concurrently in more than one office and as an elected or co-opted non-officer of the **Executive Committee of the Section**.

Article X. Management of Section and Administrative Assistance

- (a) The Director or any such Officer of the Association shall render to the Section and its **Executive Committee** all possible administrative assistance.
- (b) The President of the Association shall appoint any senior Staff of the Association as a liaison Officer to the Section
- (c) The Liaison Officer shall report to the President of the Association as well as provide where required of him or her information required by officers of the Section in support of their duties.

Article XI. **Executive Committee of the Section**

- (a) Composition: There shall be **for each** Section, **an Executive Committee** which shall consist of:
- (i) The Officers of the Section;
 - (ii) The immediate past Chairman and Secretary of the Section;
 - (iii) Not more than Five (5) **elected** members;
 - (iv) Not more than **Five (5)** co-opted members; and
 - (v) **The Zonal Representatives (where applicable).**
- (b) Terms of Office of the **Executive Committee** Members: Members of the **Executive Committee of the Section** shall hold office as such respectively for the following terms:
- (i) The immediate past Chair and Secretary shall hold office in the **Executive Committee of the Section** until the conclusion of the next Biennial Conference of the Association or not later than a new officer is elected so as make him/her not an immediate past Chair/Secretary;
 - (ii) An elected or Nominated member, holds office from the conclusion of the Biennial Conference of the Association at which he or she is elected/sworn in until the conclusion of the Second Biennial Conference of the Association next following the first mentioned Biennial Conference and he or she shall be eligible for reelection until the conclusion of the next Biennial Conference. Elected or Nominated members who have served for two years shall not be eligible for re-election;
 - (iii) Those persons who are appointed to fill casual vacancies and those persons who are co-opted to the **Executive Committee of the Section** shall hold office for a single term as in sub-paragraph (ii) above.
- (c) Duties: Subject to:
- (i) any restrictions which the National Executive **Council** of the Association may from time to time impose;
 - (ii) any decision duly taken at the General Meeting of the Section; and
 - (iii) these Bye-Laws:
- the **Executive Committee of the Section** shall have general supervision and control of the affairs of the Section. The funds of the Section shall be expended only in accordance with

and within the limits of a budget previously submitted to and authorised by the **Executive Committee of the Section**.

- (d) Financing of Schemes and Services: **the Executive Committee** of the Section may make such arrangements as it deems appropriate for the financing of schemes promoted and services provided for the attainment and advancement of objects of the Section, including, without prejudice to its power to charge fees or participating in such schemes from beneficiaries of such services.
- (e) **Executive Committee** Meetings:
 - (i) The **Executive Committee** of the Section shall meet at any time before the Annual and Biennial Conferences of the Association. It may, in addition, meet at any other time and place **as convened by** the Section's Chair or **on the requisition** of a majority of its members.
 - (ii) The Chair and Officers of Committees of the Section shall, except when the **Executive Committee of the Section** decides to meet in closed session, be entitled to attend and to speak but not to vote at the meetings of the **Executive Committee of the Section**.
 - (iii) Notice of Meetings of the **Executive Committee of the Section** shall be given to all its members in writing by posting, emailing, or faxing the notices at least twenty-one days in advance and shall include the agenda for the meetings and the quorum shall consist of at least Five (5) members.
- (f) Person Presiding: If at any meeting of the **Executive Committee of the Section**, the Chair or any other officers of the Section is absent, the Executive Committee of the Section shall elect a person to preside at the meeting from among their members.
- (g) Voting at meetings: All decisions of the **Executive Committee of the Section** shall be by majority vote of all members who are present in person. In case of equality of votes the person presiding at the meeting shall have a second or casting vote.
- (h) General Authority: The **Executive Committee of the Section** may act on behalf of the Section with respect to all matters relevant to the Section during intervals between their General Meetings.

Article XII. Elections of Officers of the Section

- (a) The Executive Committee of the Section shall, not later than Ninety (90) days preceding the date of election, appoint an Electoral Committee consisting of three or more members of the Section with the power and duties conferred upon it in this Article.
- (b) The Electoral Committee shall, not later than thirty (30) days to the date of the election, announce the date of the election as fixed by the Electoral Committee, invite nominations of candidates for the various offices and membership of the Executive Committee of the Section and shall publicise the provisions of this Bye- Law relating to eligibility to contest and eligibility to vote and also issue election guidelines.
- (c) The Electoral Committee shall scrutinise all nominations to ensure that they comply with the provisions herein and shall notify candidates who fail to qualify of the reason(s) for their disqualification within seven (7) days of any decision to such effect; provided that such a disqualified candidate may apply to the Appeal Committee of the Section for a review of the decision of the Electoral Committee within seven (7) days of the decision.
- (d) Not less than sixty (60) days prior to the election, the Electoral Committee shall cause a list of the candidates for election to various offices of the Section to be publicised by sending same by email to all members in good financial standing, or on the website or other electronic platform(s) of the Section.
- (e) The Electoral Committee shall determine the mode and procedure for the conduct of the election and shall notify the members.
- (f) The Electoral Committee shall not later than twenty-one (21) days before the date of election compile and publish the list of eligible voters by sending same by email to all members in good financial standing, or on the website or other electronic platform(s) of the Section.

Article XIII. Eligibility

- (a) No person who is not a member of a Section shall be eligible for election as an Officer of the Section or as an elected member of the Executive Committee of the Section.

- (b) To be eligible to stand for election as an Officer of the Section or as an elected member of the Executive Committee of the Section, a member shall be validly nominated and shall be a financial member of the Section and shall have paid his/her Section annual branch dues for the two (2) years preceding the election.
- (c) A member shall be validly nominated in writing by two members of the Section who are eligible to vote as provided for in these By-Laws;
- (d) To be eligible to vote, a member shall be a financial member of the Section and shall have paid his/her Section annual dues for the election year not later than 30 days before the date of the election.

Article XIV. Procedure for Election

- (a) The election of Officers of the Section and other elected members of the Executive Committee of the Section shall take place on a biennial basis in the manner herein set out before each Biennial General Meeting of the Section.
- (b) The Electoral Committee shall fix the date of the election on a date not later than (30) days before Biennial General Meeting of the Section.
- (c) If, in respect of any of the Officers of the Section:
 - (i) there be no more than one person duly nominated for election to an office, that person nominated shall be deemed to have been duly elected to that office;
 - (ii) there be more than one person nominated for election to an office, the members of the Section present at the election shall elect one of them to that office by written ballot or electronic voting, to be conducted in such a manner as the Electoral Committee shall determine. The person receiving the majority of the votes shall be deemed to have been duly elected.
- (d) If, in respect of elected members of the Executive Committee of the Section,
 - (i) the number of persons nominated for election into the Executive Committee of the Section does not exceed the number of vacancies in the Executive Committee of the Section as stipulated in this Bye Law, those persons shall, on declaration of their names by the Electoral Committee of the Section, be deemed to have been duly elected members of the Executive Committee of the Section; or

- (ii) there be more persons than that number nominated for election into the Executive Committee of the Section, the members of the Section shall elect from among those persons validly nominated the number required to fill the vacancies arising by written ballot or electronic voting, to be conducted in such manner as the Electoral Committee shall determine. The persons receiving the majority of the votes shall be deemed to have been duly elected into the Executive Committee of the Section.

Article XV Co-Option of Additional Executive Committee Members

- (a) The Executive Committee of the Section may, not later than one month after the swearing in of the Officers and elected members of the Executive Committee of the Section, co-opt any member of the Section as additional member(s) of the Executive Committee for such term not exceeding two years as the Executive Committee of the Section may determine; provided that there shall not be at any one time more than five (5) such additional members;
- (b) Co-opted members shall be eligible for subsequent election as an Officer of the Section or elected member of Executive Committee of the Section and may serve for a maximum of four years;
- (c) Geographical representation and gender balance of the Executive Committee of the Section shall be some of the factors to be considered by the Executive Committee of the Section as regards the co-option of any member of the Section as an Executive Committee Member.

Article XVI – Vacancy

- (a) Offices of a Section shall be vacant by effluxion of time, death, resignation, removal, or for any other reasonable cause.
- (b) In the event of any Officer or any other member of the Executive Committee of the Section ceasing to be a member of the Section, he or she shall cease to hold office in the Executive Committee of the Section and his or her seat shall automatically fall vacant.

- (c) **Any vacancy occurring in any office after a Biennial General Meeting of the Section may be filled by Executive Committee of the Section subject of the ratification of the next General Meeting of the Section.**

Article XVII. **Honorary Life Member of the Section**

- (a) On the recommendation of the **Executive Committee of the Section**, a General Meeting of the Section may elect as an Honorary Life Member of the Section any past Officer of the Section and, in exceptional circumstances, a past member of the **Executive Committee** of the Section.
- (b) An Honorary Life Member of the Section shall have the rights and privileges of any member and shall not be required to pay Annual Dues, but shall be entitled to attend, vote and speak at General Meetings of the Section. In cases where an Honorary Life Member shall also be an elected or co-opted member of the **Executive Committee of the Section**, he or she shall be entitled to attend, speak, or vote at the meetings of the **Executive Committee**.

Article XVIII. **Committees**

- (a) Establishment of Committees. In order to promote the participation of members of the Association, the Section shall constitute at least two Standing Committees and ad hoc Committees as may be necessary for the purpose of attaining its aims and objectives.
- (b) Participation of Members. The members of the Section may elect to join any such Committee or Committees as they may wish, provided such member pays appropriate dues after belonging to maximum of two Standing and ad hoc Committees of the Section.
- (c) Chair of Committees
 - (i) The two (2) Standing Committees shall be chaired by Vice Chair and each sub-Committee or ad hoc Committee shall have Chair who shall be appointed by the Section Chair after consultation with such other persons, particularly officers and members.

- (ii) Vice-Chair and other Committee Officers. The Section's Chair or Vice Chair shall, after consultation and with the approval of the Committee Chair, appoint one or more Vice-Chair and such other Committee Officers as may seem necessary or appropriate.
- (d) Terms of Office
 - (i) Except as otherwise approved by the **Executive Committee of the Section**, Committee Chairs and Officers shall be appointed for a term not exceeding two years and thereafter be eligible for re-appointment for one further term not exceeding two years, such term or terms of office commencing and ceasing at the conclusion of a Biennial Conference of the Association or a Biennial Conference of the Section.
 - (ii) No Committee Officer will be eligible for re-appointment to the same office after a period of four years. Notwithstanding the foregoing, in the event of a vacancy at any time for any reason whatsoever, a Committee Chair may be appointed to fill such vacancy for a period ceasing at the conclusion of the next Biennial Conference of the Association or Section as the case may be and shall at that time be eligible for appointment and re-appointment for maximum of two successive two-year terms.
- (e) Meetings of Committees. Each committee shall meet at the time of each Biennial Conference of the Section and may meet at any time upon the request of its Chair but not so as to involve the Section in any expenditure unless previously authorised by the Chair.
- (f) Reports of Committees
 - (i) Each Committee Chair shall make a written Report to the Section Chair of the proceedings or activities of his/her Committee, for presentation during the Biennial Conference of the Section.
 - (ii) The Publication Committee of the Section shall from time to time arrange for articles to be submitted for publication in the Journal or Newsletter set up by the Section at least once a year.

Article XIX. **General Meetings of the Section**

- (a) Biennial General Meetings. A General Meeting of the members of the Section shall be held at any time before the Annual General Meeting of the Association, to elect Officers and

Executive Committee Members in accordance with the procedures set out in this Bye Law, and to consider such other business as the need may arise.

- (b) Extraordinary General Meeting. Extraordinary General Meetings may be held at other times or places as may be called by the Section Chair or **Executive Committee of the Section**.
- (c) Notice of Meetings
 - (i) At least a 21-day Notice shall be given to the members by the Secretary of every General Meeting stating the date and place of the Meeting and any matter to be considered by the meeting and, in case of General Meetings, the name of those proposed for Election as Officers and as elected members of the **Executive Committee of the Section**. Such Notice shall be sufficient if published in the Association's Journal.
 - (ii) No matter shall be capable of being put to a vote at a General Meeting unless it shall have been included in the Notice conveying the meeting or notice of it has been given to the Secretary not less than 14 days before the day of the meeting. 53

Any other matter raised at a General Meeting may only be referred to the **Executive Committee of the Section** for consideration.

- (d) Quorum: One-third (1/3) of members of the Section present at any General meeting shall constitute a quorum for the transaction of business and the vote of a majority of those present shall constitute the decision of the meeting.
- (e) Person presiding: If at any General Meeting neither the Chair nor any of the Officers is present, the members of the Section present shall elect a person to preside from among their numbers.
- (f) Section not to represent the Association: The Section shall not take any action in the name of or purporting to represent the Association without prior authority or specific approval of the National Executive Council or the President.
- (g) Right to vote: The records of the Secretary shall determine the persons who are members of the Section and entitled to vote. Membership Identity Card shall be issued to members for use in admission to meetings and voting.

Article XX. Funding

The **Executive Committee of the Section** may make such arrangements as it deems appropriate for the financing of activities promoted and services provided for the attainment and advancement of its objects, including, but without prejudice to the power of the Section levying dues and charging fees against participants in such activities or beneficiaries of such services.

Article XXI. Activities

The Section shall design their activities, subject to approval of its **Executive Committee of the Section**.

Article XXII. Supervision/Report

The Section shall be under the supervision of the **National Executive Council**, and as such each Section, shall present Annual Report at the Annual General Meeting (AGM) of the Association.

Article XXIII. Miscellaneous

- (a) Fiscal Year The fiscal year of the Section shall be the same as that of the Association.
- (b) Salaries and Expenses
 - (i) No salary or other emolument shall be paid to any officer of the Section, member of the **Executive Committee of the Section** or Officer of a Committee.
 - (ii) The Section's Chair or **Executive Committee of the Section** may, however, authorise reimbursement from the funds, in accordance with any regulations or guidelines adopted by the Section from time to time, for travelling and hotel expenses, duplicating, mailing, telephone, fax or similar expenses incurred by any such person.
- (c) Actions of the Section to be reported to the Association.
 - (i) Any resolution adopted by or action taken on the authority of a General Meeting of the Section by a majority vote shall be reported by the Section Chair to the **National Executive Council**.

- (ii) No member shall resort to litigation without first complying with the laid down Internal Dispute Resolution Procedure set out in the Association's Constitution. It shall be an act of misconduct to breach this provision.

Article XXIV. **Amendment**

Any provision of this Uniform Bye-Law may be amended at any Meeting of the **National Executive Council**, upon a recommendation by the relevant Section, by a majority of the members present and voting.

FOURTH SCHEDULE
OATH OF OFFICE FOR NATIONAL OFFICERS

I..... (full name) do solemnly swear/affirm that I will bear true allegiance to the Nigerian Bar Association and discharge my duties faithfully and in accordance with the Nigerian Bar Association Constitution and always in the best interest, integrity and well-being of the Association; that I will not allow my personal interest to influence my official decisions and I will strive in all circumstances to defend the ethics of the profession, the rule of law and the independence of the Bar. SO HELP ME GOD!

FIFTH SCHEDULE

NBA JOURNAL

1. The Association shall have power to publish legal journals in pursuance of Section 3(b) of the Constitution.
2. Editorial Board:
 - a. The members of the Editorial Board shall be active members of the Association.
 - b. The National Executive **Council** shall appoint three (3) but not more than five (5) suitable members of good standing to be Board members of the Association's Journal.
 - c. The National Executive **Council** may remove any member of the Editorial Board for good cause.
 - d. The Board shall endeavour to publish at least one issue of the Journal per annum.
 - e. The National Executive **Council** shall operate a separate Bank Account for the Journal.
 - f. The signatories to such account shall include the President, Treasurer, and the Chairman of the Editorial Board.

SIXTH SCHEDULE

LIST OF SECTIONS

1. NBA Section of Business Law (SBL)
2. NBA Section of Legal Practice (SLP)
3. NBA Section on Public Interest and Development Law (SPIDEL)

SEVENTH SCHEDULE

LIST OF INSTITUTES

1. NBA Human Right Institute
2. NBA Institute of Continuing Legal Education

EIGHTH SCHEDULE

LIST OF FORA

1. NBA Academic Forum
2. NBA Women Forum

3. NBA Young Lawyers Forum
4. **NBA Corporate Counsel Forum**
5. **NBA Law Officers Forum**
6. **NBA Lawyers in the Military Forum**
7. **NBA Lawyers Living with Disability Forum**
8. **NBA Lawyers in Diaspora Forum**

This Constitution is adopted this day of **October 2021** by the Annual General Meeting of the Nigerian Bar Association and takes effect forthwith.

PRESIDENT

GENERAL SECRETARY