

THE LAW SOCIETY OF SWAZILAND BYE-LAWS, 1992
(Under Section 42)

Date of commencement: 3rd March, 1992.

Citation.

1. These Bye-laws may be cited as the Law Society of Swaziland Bye-laws, 1992.

Interpretation.

2. In these Bye-laws unless the context otherwise indicates or unless a contrary definition is set out hereunder words and phrases have the meanings defined in the Act —

“Act” means the Legal Practitioner’s Act, 1964 (No. 15 of 1964) as amended;

“Council” means the Council of the Society;

“Councillor” means a member of the Council of the Society elected or appointed under section 37(1) of the Act;

“disciplinary tribunal” means the tribunal appointed in terms of section 27bis of the Act;

“enquiry” means a disciplinary enquiry held by the disciplinary tribunal;

“firm” means two or more attorney members practising in partnership or a member practising for his own account;

“member” means a person who by virtue of section 35(1) of the Act is a member of the Society;

“person” includes a firm or a corporation;

“President” and “Vice-President” mean respectively the President and Vice-President of the Society;

“Secretary” means the Secretary appointed in terms of by Bye-law 13 and shall include any acting, deputy or assistant secretary;

“Society” means the Law Society of Swaziland;

“subscription” means a subscription in terms of Bye-law 18;

“trust banking account” means a banking account kept by an attorney in terms of section 24 of the Act;

“trust savings account” means a savings or interest-bearing account kept by an attorney in terms of section 24 of the Act;

“year” means the financial year of the Society.

The Council.

3. The affairs of the Society shall be managed and controlled by the Council of the Society constituted in accordance with section 37(1) of the Act.

Annual general meeting.

4. (1) An annual general meeting of members of the Society shall be convened once in every calendar year.

(2) An annual general meeting shall be held at a time, date and place fixed by the Council within the first six months of each calendar year.

(3) Notice of every annual general meeting shall be posted by the Secretary to each member of the Society at least 30 days before the date of the meeting.

(4) Such notice shall state the time, date and place of the meeting and the business to be transacted at the meeting, which shall include —

- (a) confirmation of the minutes of the previous meeting;
- (b) the consideration of the President's report for the preceding year and matters arising therefrom;
- (c) the consideration and adoption, with or without modification, of the financial statements of the Society for the preceding year and the remuneration of the auditor;
- (d) the appointment of an auditor;
- (e) the election of Councillors;
- (f) the consideration and transaction of any special business of which due notice has been given by any member in terms of paragraph (f) of this Bye-law;
- (g) the consideration and transaction of any special business which the Council wishes to submit to the meeting;
- (h) the consideration of any other matter which the Chairman may allow to be raised for discussion, provided that no such matter shall be voted upon at the meeting.

(5) Each notice shall contain or be accompanied by an agenda, the financial statements and a list of Councillors, indicating the number of meetings attended by each Councillor during the year.

(6) The President's report shall be circulated to the members of the Society not less than seven days before the annual general meeting.

(7) The order of business at an annual general meeting shall, unless varied by the Chairman with the approval of the meeting, be the order set out in the agenda.

(8) Notice in writing of any special business which a member wishes to have considered at the annual general meeting shall be given to the Secretary at least 44 days before the date of the meeting. Such notice of motion shall contain the terms of the resolution to be proposed.

Special general meetings.

5. (1) A special general meeting of members in terms of section 40 of the Act shall be held when convoked —

- (a) by a majority of members of the Council; or
- (b) by the President; or

(c) by the Secretary in response to a requisition for such meeting signed by not less than 12 members of the Society.

(2) At least 21 days written notice of such meeting shall be posted to each member save that in the case of urgency of which the Council shall be the sole judge, the Council may give shorter notice.

(3) The notice shall state the time, place, date and purpose of the meeting and no business shall be transacted which is not related to such purpose.

Provisions relating to general meetings.

6. (1) The quorum at the general meeting shall be 15 members present in person.

(2) If within half an hour after the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to a day not earlier than seven days and not later than 21 days after the date of the meeting and if at such adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting the members present in person or by proxy shall be a quorum.

(3) Where a meeting has been adjourned as aforesaid the President shall fix a time, date and place for the reconstituted meeting and the Secretary shall, not less than four days before the date to which the meeting has been adjourned, send a written notice to each member stating the time, date and place of the meeting.

(4) A general meeting at which a quorum is present may be adjourned to a time, dated and place decided by such meeting.

(5) The following rules of debate shall be observed at all general meetings —

(a) except with the consent of the Chairman no member shall be permitted to speak more than once on the same question, save that the mover of any motion shall be entitled to speak in reply;

(b) the mover of a motion shall not speak for more than 15 minutes and any other member may not speak for more than 10 minutes, provided that the Chairman may extend such periods by such time as he may decide;

(c) whenever an amendment to a motion has been moved and seconded, no further amendment shall be moved or seconded until the first amendment has been disposed of. If any amendment is carried, the motion as amended shall take the place of the original motion and shall become the question on which any further amendment may be moved;

(d) the Chairman may call the attention of the meeting to any unbecoming language or a breach of order or discipline on the part of a member and may direct such member to discontinue his speech or to leave the meeting;

(e) if a member who has given proper notice of a motion is not present and has not withdrawn the motion, any member present may, with the consent of the Chairman, propose the motion as if the notice had been given by him;

(f) no member whose subscription is in arrears for more than two months shall be entitled to vote or be present at a general meeting;

(g) all matters shall be decided by a majority of members voting in person or by proxy;

- (h) the vote shall be taken in the manner directed by the Chairman;
- (i) if the votes are equal the Chairman shall be entitled to a second or casting vote;
- (j) a proxy holder must be a member;
- (k) a proxy shall remain in force only for the particular meeting for which it is given and for any adjournment thereof;
- (l) a proxy shall be in such form as may be laid down by the Council from time to time and shall be in the form set out in the First Schedule hereto;
- (m) no proxy form shall be acted upon unless it is signed by the person granting such proxy and delivered to the Secretary at least 24 hours before the time fixed for the meeting at which it is intended to be used;
- (n) the President, failing whom the Vice-President, failing whom a member of the Council appointed by the Council, failing whom a member appointed by the meeting, shall be the Chairman of a general meeting.

Councillors.

7. (1) Councillors shall hold office until the conclusion of the next ensuing annual general meeting, at which they shall be eligible for re-election.
- (2) No person shall be eligible for election as a member of the Council unless such person is a member who is practising as an attorney or advocate in Swaziland in private practice.
- (3) Only a member present in person may be a candidate for election at that meeting.
- (4) The election of Councillors shall be by a show of hands unless otherwise determined by the meeting.
- (5) In the case of an equality of votes the Chairman of the meeting shall have a casting vote.

Election of office bearers.

8. (1) The election of office bearers shall be governed by section 37 of the Act and accordingly at each annual general meeting members shall elect the following —
- (a) a President;
 - (b) a Vice-President;
 - (c) a Secretary;
 - (d) a Treasurer; and
 - (e) not more than four other persons from among members of the Society.
- (2) An office bearer referred to in Bye-law 8(1) shall cease to hold office if he resigns by giving written notice to the Secretary or if he ceases to be a Councillor.
- (3) If any vacancy occurs in any such office the Council shall fill such vacancy from among other member of the Council.
9. (1) Ordinary meetings of the Council shall be held on the first Friday of each month but the Council may postpone or advance the date of any meeting.

(2) Any three Councillors may, by written notice, request the President to convene a special meeting of the Council to consider any special business. Such requisition shall contain details of the business to be conducted at the meeting. The meeting shall be convened in the manner provided for in Bye-law 4(4) hereof.

(3) The President or the Vice-President may call a special meeting of the Council by giving notice thereof at least one clear day prior to the date of the proposed meeting.

(4) The Secretary shall post or deliver to all Councillors an agenda of the business to be conducted at each ordinary meeting of the Council at least seven days prior to the date of the meeting.

(5) A Councillor shall not be entitled, save with the leave of the Chairman, to introduce a matter for discussion at such meeting which does not appear on the agenda.

(6) The Chairman of all meetings of the Council shall be the President failing whom the Vice-President, failing whom a Chairman elected at the meeting.

(7) Save as otherwise provided in these Bye-laws one half of the members of the Council shall constitute a quorum.

(8) In default of a quorum after the lapse of 15 minutes beyond the time fixed for the commencement of the meeting, the Chairman may adjourn the meeting to a date and time fixed by him.

(9) All questions discussed at a meeting of the Council shall be decided by a majority of the Councillors there present and voting in person. The Chairman shall in the event of an equality of votes have a second or casting vote in addition to his vote as a Councillor. Every Councillor present when a vote is taken must record his vote.

(10) A resolution in writing signed by every member of the Council shall have the same effect and validity as a resolution of the Council duly passed at a meeting of the Council properly convened and constituted.

(11) No Councillor shall be entitled to speak more than once on any matter raised for debate save with leave of the Chairman.

(12) The Council shall cause minutes to be kept of all business conducted at Council meetings.

(13) A Councillor shall not by reason of his office be precluded from contracting with the Council and the Council may remunerate or compensate any Councillor for any services performed by him on behalf of the Council or in the interests of the Society and may pay allowances as compensation for any travelling, subsistence or other expenses incurred by such Councillor on behalf of or in the interests of the Council or the Society.

(14) With the consent of all Councillors the provisions of the Bye-law regarding notice of meetings may be waived.

(15) Subject to the provisions of these Bye-laws, the Council may regulate its own procedure and may invite an official of the Society or other person to attend Council meetings.

10. A Councillor shall cease to hold office as such —

- (a) upon receipt by the Council of his resignation in writing;
- (b) upon his suspension from practice or removal from the roll as an attorney or advocate;
- (c) upon his ceasing to be a member;

- (d) upon the sequestration or surrender of his estate as insolvent;
- (e) upon his absention himself without leave from all meetings of the Council held over a period of three consecutive calendar months;
- (f) if he ceases to be in private practice.

Committees.

11. (1) The Council may constitute *ad hoc* committees from time to time and each such committee shall conform to such rules as may be imposed on it by the Council. A person appointed to an *ad hoc* committee who is not a member of the Society shall have no vote.

(2) Subject to any limitation imposed by the Council, a committee shall have the power to co-opt additional members.

(3) The Council may appoint alternates to the members of a committee. An alternate may attend meetings of the committee to which he is appointed but he may only speak and vote when the member to whom he is an alternate is absent from the meeting.

(4) The quorum necessary for the transaction of the business of a committee may be fixed by the Council and unless so fixed shall be two members having the right to vote.

(5) A committee may meet and adjourn as it thinks fit. Questions arising at any meeting shall be determined by a majority of votes of the members present and entitled to vote and in the event of an equality of votes the Chairman shall have a second or casting vote.

(6) If at any meeting of a committee the Chairman is not present the members present may elect one of their number who has the right to vote to be the Chairman of the meeting.

Staff.

12. (1) The Council may appoint such staff as it considers necessary to assist the Council in the performance of its duties and it may remunerate them for their services.

(2) All appointments by the Council shall be upon such terms and conditions as the Council may in its discretion determine and may be terminated as and when the Council sees fit.

The Secretary and the Treasurer.

13. (1) The Secretary shall be the chief administrative officer of the Society and shall —

- (a) perform his functions in accordance with the directions of the Council;
- (b) be the custodian of all books, documents, papers, records, securities, fixtures, furniture, fittings and other movable assets belonging to or lodged with the Society;
- (c) keep a record of all proceedings of the Council and of the Society in a minute book or books;
- (d) maintain a Register of all members containing the full names and business addresses and residential address of each member;
- (e) prepare all documents, conduct all correspondence and perform all of the functions appertaining to his office.

(2) The Treasurer of the Society shall —

- (a) perform his functions in accordance with the decisions of the Council;

- (b) promptly deposit all moneys received by the Society at a bank or building society designated for that purpose by the Council;
- (c) keep proper accounts of the income and expenditure and of the assets and liabilities of the Society.

(3) The Secretary and Treasurer of the Society shall perform their duties personally or may delegate the same to an administrator or other official of the Council while themselves remaining accountable to the Council and to the Society.

Notices.

14. Any notice in writing addressed by the Council or by the Secretary to any firm at the address notified by that firm to the Secretary, shall be deemed to have been validly given and any such firm shall be deemed to have received such notice —

- (a) on the fourth business day following its posting by prepaid registered post; or
- (b) on physical delivery thereof at such address.

Misconduct.

15. (1) The Council may from time to time publish to its members guidelines in the form of rulings concerning the standards of conduct to which it expects members to adhere.

(2) Unprofessional or dishonourable or unworthy conduct on the part of an attorney member shall, without restricting the generality of those terms, include —

- (a) a breach of faith or trust in relation to his client or in relation to any estate of which he is the executor, administrator, trustee, liquidator, receiver or curator;
- (b) withholding the payment of trust moneys without lawful excuse;
- (c) failing within a reasonable time to respond to an enquiry from a person to whom he owes a duty to reply;
- (d) failing within a reasonable time to render his client a detailed statement of account after being called upon so to do;
- (e) failing without good cause to wind up a deceased estate without undue delay;
- (f) directly or indirectly inviting or advertising or touting for instructions for professional business or doing or permitting in the carrying on of his practice anything which may reasonably be regarded as likely to attract business unfairly;
- (g) carrying on practice at any office which is not under the direct and personal supervision of a duly qualified attorney;
- (h) giving or taking allowances in contravention of these Rules;
- (i) sharing offices with a person who is not a member;
- (j) in any way assisting, allowing or enabling an unqualified person to charge, recover or receive any fee, or derive any remuneration for or in respect of or in connection with the preparation or execution of any documents, or the performance of any professional work which only an attorney, notary or conveyancer, as the case may be, is qualified by law to prepare, sign, execute, attest or perform or in any way conniving at any arrangement, agreement or under-

standing whatsoever whereby any such fee or remuneration as aforesaid is or shall be charged, recovered or received by any such unqualified person;

- (k) failing to pay within a reasonable time the reasonable fees and disbursements of any attorney, notary, conveyancer or advocate in respect of work entrusted to such practitioner by him unless —
 - (i) at the time of giving initial instructions in regard to such work, he advised such practitioner that he did not hold himself responsible for the payment of such fees and disbursements; or
 - (ii) payment is withheld for a reason which the Council deems good and sufficient;
- (l) claiming in a letter of demand payment of costs or demand or collection commission unless the debtor is under legal obligation to pay such costs or commission;
- (m) failure to comply with a determination by the Council in terms of Bye-law 16(d) of a reasonable fee;
- (n) any material breach of the provisions of the Act or of these Bye-laws, including the failure to pay an annual subscription to the Society within the period stipulated in Bye-law 19(3).

(3) It shall be regarded as unprofessional conduct for any attorney to act on the instructions of any organisation or person, not being a practising attorney or an assessor acting on the instructions of a registered insurance company, whose business or part of whose business is to make, support or prosecute claims resulting from death or personal injury or who solicits instructions to make, support or prosecute any such claim in expectation of any payment, gift or benefit in respect thereof, unless the relationship between the attorney and the person on whose behalf instructions are given to him is properly a relationship of attorney and client and —

- (a) instructions thereafter are received from such client direct; and
- (b) the attorney's costs and charges are payable by such client; and
- (c) the attorney's independent professional judgement is exercised on behalf of such client without outside interference or control.

(4) Unprofessional or dishonourable or unworthy conduct on the part of an advocate member shall, without restricting the generality of those terms, include —

- (a) rendering professional services other than on the instructions of an attorney admitted in Swaziland except in the following cases —
 - (i) Crown prosecutions and appeals;
 - (ii) *pro deo* defences;
 - (iii) matters undertaken at the request of the Court;
- (b) practising in a relationship which in the least degree represents a partnership;
- (c) directly or indirectly inviting or advertising or touting for professional business;
- (d) accepting a brief as an advocate in Swaziland while, directly or indirectly, carrying on the business of an attorney or solicitor in any other country;

- (e) practising as an advocate while actively engaged in the carrying on of any other professional, commercial or industrial undertaking; except that an advocate may be a director, but not a managing director, of a limited liability company engaged in such an undertaking;
- (f) any material breach of the provisions of the Act or of these Bye-laws, including failure to pay an annual subscription to the Society within the period stipulated in Bye-law 19(3).

Assessment of fees.

16. (1) The provisions of this Bye-law apply only to members who are attorneys and wherever the word “member” is used in this Bye-law it means “attorney member”.

(2) It shall be competent for the Council or any committee appointed by the Council for that purpose, at the request of any person or member, to assess the fees payable by such person to a member in respect of the performance on behalf of such person of any work by a member in his capacity as such.

(3) With a view to affording the member reasonable and adequate remuneration for the services rendered by him, the Council or the committee, as the case may be, shall, on every assessment, allow all such fees as appear to it to have been reasonable for the performance of the work concerned, and in so doing shall take cognisance of the following —

- (a) the amount and importance of the work done;
- (b) the complexity of the matter or the difficulty or novelty of the work or the question raised;
- (c) the skill, labour, specialised knowledge and responsibility involved on the part of the member;
- (d) the number and importance of the documents prepared or perused, without necessarily having regard to length;
- (e) the place where the circumstances in which the services or any part thereof were rendered;
- (f) the time expended by the member;
- (g) where money or property is involved, its amount or value;
- (h) the importance of the matter to the client;
- (i) the quality of the work done;
- (j) the experience or seniority of the member;
- (k) any tariff of fees approved by the Society for the sole purpose of serving as a guide to a member;
- (l) any tariff of fees prescribed in terms of these Bye-laws;
- (m) any contractual arrangement between such person and the member concerned and whether the fees have been incurred or increased through overcaution, negligence or mistake on the part of the member.

(4) At the assessment of any member’s fees, the Council or the committee, as the case may be, may call for the production of such books, documents, papers or accounts as in its opinion are necessary to enable it properly to determine any matter arising upon such assessment.

(5) The Council or the committee, as the case may be, shall not proceed to the assessment of the fees unless the Secretary of the Society has duly given notice by prepaid registered post to both the member and the person liable to pay the fees, stating the time and place of such assessment and recording that he is entitled to be present and represented thereat but such notice shall not be necessary if both the member and such person have consented in writing to assessment in their absence.

(6) At the assessment the Council or the Committee, as the case may be, shall be entitled to reserve its decision.

(7) As soon as the Council or the committee, as the case may be, has arrived at its decision, it shall deliver to both the member and such person either by hand or prepaid registered post, a copy of the fee list submitted for assessment, duly endorsed with the allocatur of the Council or the committee, as the case may be, under the hand of the Secretary of the Society.

(8) Subject to the provisions of section 42(2)(l) of the Act, the fees determined in terms of the allocatur shall be deemed to be a reasonable fee payable to the member for the services rendered.

(9) The Council or the committee, as the case may be, shall be entitled in its discretion at any time to depart from any of the provisions of paragraph (2) of this Bye-law, in extraordinary or exceptional cases, where strict adherence to such provisions would be inequitable.

(10) This Bye-law shall not apply to any work pursuant to a mandate accepted by a member prior to the coming into effect of these Bye-laws whether the work is actually done before or after the said date.

Collection of commission.

17. (1) The provisions of this Bye-law apply only to Members who are attorneys and wherever the word "member" is used in this Bye-law it means "attorney member".

(2) A member to whom a liquidated claim is handed for collection owing to any default on the part of a debtor, shall not charge more than commission at the rate of —

(a) 10% on the first twenty thousand emalangeni of the amount collected;

(b) 2½% on the balance of the amount collected:

Provided that where a member recovers commission from the debtor he shall reduce the commission charged to the creditor to the extent of the amount recovered from the debtor.

(3) A member may, in lieu of the commission, set out in paragraph (b) of this Bye-law, make a charge for his services commensurate with the work done.

(4) The charges set out in paragraphs (2) and (3) of this Bye-law shall be made only in respect of professional services rendered in the cases where no tariff is prescribed by any other law.

(5) For the purposes of this Bye-law the words "amount collected" shall include any payment made by or on behalf of any debtor direct to the client whether in cash or kind, or by way of novation or set-off, after the account is handed to the member for collection. Payment in kind shall, for the purpose of this Bye-law, include the final recovery or repossession of goods sold in terms of hire-purchase agreements, suspensive sale agreements and the like, the amount of the payment in kind in such circumstances being the value of the goods repossessed, which value shall be —

- (a) the value placed upon the goods by the sworn appraisal of an appraiser nominated by the creditor; or
- (b) failing such appraisal the value placed upon the goods in a written agreement to voluntarily surrender the goods signed by the debtor.

(6) The provisions of this Bye-law shall not apply to any amount which a member is instructed to collect under or in terms of a registered mortgage or notarial bond passed as security for a loan negotiated by such member or his firm or by any partner thereof or by any employee of such member or firm.

Allowances.

18. (1) The provisions of this Bye-law apply only to Members who are attorneys and wherever the word "member" is used in this Bye-law it means "attorney member".

(2) Sharing of fees shall only be allowed with attorneys practising in Swaziland and in the following circumstances —

- (a) attorneys' fees with practising attorneys;
- (b) conveyancers' fees with practising attorneys or conveyancers;
- (c) notaries' fees with practising notaries or within a firm of which the notary is a partner or an employee.

(3) A member who introduces a client to another member and who advises such other member that he will not be responsible for the fees and disbursements of the client introduced shall not, in the absence of any agreement to the contrary, be entitled to claim any share of the fees of the member to whom the client was introduced.

(4) No allowances on fees made by any member shall exceed one-third of such fees.

Annual subscription.

19. (1) There shall be an annual subscription payable to the Society by each member which shall be fixed by the Council for each year and shall be payable not later than 31 December in each year and the Council may differentiate among the members belonging to different categories determined by it for the purpose of fixing subscriptions.

(2) The Council may in its discretion waive any subscription payable by a member in whole or in part.

(3) If a member fails to pay his annual subscription within one month after it has become due the Secretary shall, by prepaid registered post, draw his attention to this fact and if the subscription is not paid within 21 days from the date of such letter or within such further time as the Council may allow, proceedings for the recovery thereof may be taken by the Council.

Trust accounts and accountants' certificate.

20. (1) Every firm of attorneys shall once in each calendar year, and at such other times as the Council may require, furnish to the Council a certificate by an auditor registered under the Accountants Act, 1985 as amended from time to time. Such auditor shall be appointed by the firm at its expense with the obligation to furnish such certificate and to answer questions put to him by the Council in regard thereto. The Certificate shall comply with the provisions of section 24*quat* of the Act.

(2) The certificate to be furnished in terms of this Bye-law shall be sent directly by the auditor to the Council within six months of the annual closing of the books of the firm concerned or within such other period as the Council may require and a copy thereof and of any report made in terms of paragraph (3) of this Bye-law shall be sent by the auditor to the firm concerned.

(3) Every auditor who has made or commenced an examination in terms of this Bye-law shall without delay report direct to the Council upon the following matters —

(a) the fact that it has come to his notice (if such be the case) that at any date the total of the balances shown on the trust account in the ledger of the firm exceeded the total of the funds available in —

(i) the trust banking account as defined in Bye-law 2;

(ii) any trust savings account as defined in Bye-law 2; and

(iii) any moneys held by such firm in case on hand according to the books of the account;

(b) the tenor of any material queries concerning the books or entries which he has raised with the firm and which have not been dealt with to his satisfaction.

(4) Every firm of attorneys shall extract a list of its trust account balances at intervals of not more than three calendar months and shall keep the lists of balances for not less than three years from the dates on which such balances were extracted.

(5) The obligations imposed in terms of this Bye-law are additional to those imposed in section 24^{quat} of the Act.

Articled clerks.

21. (1) Articles of Clerkship shall contain the whole agreement entered into between the parties.

(2) Articles of Clerkship shall comply substantially with the form of articles set out in the Second Schedule to these Bye-laws.

(3) The Council shall have the right to reject any Articles of Clerkship which in the opinion of the Council contain improper or undesirable clauses.

(4) Articled clerks shall be subject to discipline by the Council and the provision of Bye-law 15 and of any Rules that may be laid down by the Disciplinary Tribunal shall apply to articled clerks.

General.

22. (1) It shall be the duty of —

(a) every member, within 30 days of becoming a member, to lodge with the Secretary a statement of his full names and the address at which he practises;

(b) every firm which changes the address of the place at which it practises, within 30 days of such change, to notify the Secretary of its new address.

(2) It shall be the duty of —

(a) every member who is practising on his own account and who ceases to practice;

(b) every member who is practising on his own account and assumes a partner or partners;

(c) every firm which admits a new partner or from which a partner retires;

to advise the Council forthwith in writing of the fact and in the case of sub paragraphs (a), (b) and (c) to state what arrangements have been made regarding the liquidation, or the taking over, as the case may be, of the liability of any such member or firm, for all moneys held or received by him or it on account of any person.

(3) In any such event as is mentioned in paragraph (2)(a), (b) and (c) irrespective of whether such notice has been given, the Council shall have the right to call upon any such member or firm or the executor of a deceased member, to furnish a certificate by an accountant approved by the Council and registered in terms of the Accountants Act, 1985, as amended from time to time, and/or such other proof as it may require, that provision has been made for the liquidation, taking over, or protection of all moneys held or received by such member or firm, on account of any such person in terms of section 24 of the Act and where applicable, for the disposal or taking over of the files and documents of all clients of such member firm.

Dissolution of Society.

23. If for any reason the Society is wound up, liquidated or in any other manner dissolved and there remain after the satisfaction of its liabilities, any assets whatever, the same shall be transferred to such other society or association, as the members shall in general meeting decide, with objects similar to those of the Society.

FIRST SCHEDULE

FORM OF PROXY REFERRED TO IN BY-LAW 6(5)(l)

1. I,

2. hereby appointed

3. to act as my proxy at the
General Meeting of the Law Society of Swaziland
to be held on 20..... and
at any adjournment thereof, to vote for me on any matter which may be put to the vote at such meeting as follows —

.....

..... In favour Against Abstain

5. Resolution to

6. Resolution to

.....

7. Resolution to
.....

I certify that I and my proxy are members as defined in the Bye-laws of the Law Society of Swaziland.

Dated at this day
of 20

As Witnesses:

1.
2.

Notes — 1 and 2, insert full names; 3 insert Annual or Special; 4 insert date; 5 indicate clearly the title of the motion or otherwise describe the motion clearly and indicate whether your proxy shall vote for or against it or shall abstain or if no indication is given as to how your proxy is to vote, you will be taken to have given your proxy a mandate to use his discretion as to the manner in which the vote should be counted.

SECOND SCHEDULE

FORM OF ARTICLES OF CLERKSHIP

Made and entered into by and between an attorney duly admitted and practising at
(hereinafter called “the Principal”)
and a major (minor, duly assisted herein by his guardian) (hereinafter called “the Clerk”).

NOW THEREFORE THESE PRESENTS WITNESS:

1. The duration of this Agreement shall be a period of
years commencing on the day of 20
provided, however that should the Clerk become entitled to be admitted as an Attorney prior
to the date of termination above this Agreement shall forthwith terminate upon such admis-
sion, and provided further that throughout the duration thereof the Principal shall be obliged
to remunerate the Clerk at a rate of not less than that laid down by the Law Society of Swa-
ziland or other competent authority from time to time.
2. The clerk hereby undertakes and agrees that whilst this Agreement remains in force he
shall —
 - (a) diligently serve his Principal in the latter’s profession as an attorney in Swaziland;
 - (b) promptly execute all lawful instructions from his Principal, the latter’s partners or
any other person placed in authority over him by his Principal;
 - (c) ensure that he does not absent himself from his duties without prior consent;
 - (d) conform with the reasonable requirements of his Principal with regard to dress,
behaviour and propriety, and do all things in his power to ensure that he obtains,
during the course of this Agreement, such qualifications as shall entitle him to ad-
mission as an attorney.

3. The Clerk hereby undertakes and agrees that he shall at no time divulge any secrets of his Principal or his clients, nor discuss their affairs with any third party without their specific knowledge and consent and that he will not damage, do away with or deface any records, books, documents or assets of the Principal or his clients.
- 4.. The Clerk further hereby indemnifies his Principal and/or partners and in the case of a company, the co-directors and holds them harmless against any claims whatsoever which may arise against him or them from any act, omission or default on the part of the Clerk acting in the course and scope of his employment under this Agreement.
5. The Principal hereby undertakes and agrees that whilst this Agreement remains in force he shall:
 - (a) use his best endeavours to ensure that the Clerk is properly and fully instructed in the practise, ethics and understanding of the profession of an attorney;
 - (b) upon full and proper compliance of the Clerk with his obligations under this Agreement sign all documents and do all things necessary to procure the admission of the Clerk as an attorney as soon as the Clerk shall be entitled to be so admitted, at the sole cost of the Clerk;
 - (c) in the event of his ceasing to practise as an Attorney, sign all documents and do all acts or things necessary to enable the Clerk, should he so desire, to cede these Articles to some other suitable person and use his best endeavours to ensure that some other suitable attorney will accept such cession, which shall be effected at the sole cost of the Clerk.
6. In the event of the Clerk failing to comply with any of his duties or obligations hereunder, the Principal shall be entitled, without prejudice to any right he may have in law, summarily to dismiss the Clerk from his service and to declare these Articles cancelled.

Signed by the Principal at.....this
day of 20....

As Witness:

1.
2.

.....
 Principal

Signed by the Clerk at..... this
day of 20....

As Witness:

1.
2.

.....
 Clerk

Duly assisted by me in my capacity as his lawful guardian.

.....
 Guardian

Note. Paragraphs 4 and/or 6 may be omitted and/or amended by the parties to the Agreement.

Articles of clerkship may not be backdated.