

Law Society of Scotland code of conduct for Council and committee members

1. Introduction to the code of conduct

The Law Society of Scotland is the professional body for Scottish solicitors. The Council of the Law Society of Scotland ('the Council') has responsibility to conduct the business of the Society in line with the Solicitors (Scotland) Act 1980 as amended by the Legal Profession and Legal Aid (Scotland) Act 2007 and Legal Services (Scotland) Act 2010. Similarly, the Council has the power to delegate powers to committees and for those committees to take decisions within their defined remit.

The Scottish solicitor profession and wider public are entitled to expect that those who have been elected, co-opted or appointed to the Council, its committees and working parties act with integrity and conduct themselves appropriately at all times.

For the Society, its Council and committees to command confidence, it is important that Council and committee members comply with appropriate standards of conduct. Upon appointment, all members of Council, its committees and relevant working parties are required to confirm their commitment to this code of conduct.

It is the responsibility of Council and committee members to ensure they are familiar with this code of conduct and ensure they comply with the relevant provisions. No code can provide for all circumstances and any Council or committee member who is uncertain about the rules is encouraged to seek advice from the registrar or their relevant committee secretary.

This code of conduct is separate to the Law Society of Scotland's Standards for Scottish Solicitors with which all Scottish solicitors are expected to comply.¹

2. Key principles

This code of conduct reflects the Society's key values of:

- **Integrity** - confident, accountable, consistent, responsible and professional decision making.
- **Inclusion** - maintaining excellent working relationships with our colleagues and the public, supporting the diverse interests of our membership.
- **Openness** - helpful, accessible, fair, responsive and transparent in the way we work and operate.
- **Progress** - continuously improving / innovating existing and new services.
- **Respect** - everyone treated with consideration, dignity and respect.

¹ [http://www.lawscot.org.uk/media/2532/Sol_\(Scotland\)_Standards_of_Conduct_Prac_Rules_08.pdf](http://www.lawscot.org.uk/media/2532/Sol_(Scotland)_Standards_of_Conduct_Prac_Rules_08.pdf)

The Law Society of Scotland is not a public body and therefore conduct of Council and committee members is not governed by the Ethical Standards in Public Life etc. (Scotland) Act 2000. However, in producing this code of conduct, consideration has been given to the seven Nolan principles on standards in public life² and members of the Law Society of Scotland Council and its committees are expected to comply with the spirit of the following principles.

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

² <http://www.archive.official-documents.co.uk/document/parlment/nolan/nolan.htm>

3. The code of conduct

A. Induction

All new members of Council and its committees are expected to undertake appropriate induction which will be arranged by the Society's executive.

B. Attendance at meetings

Council members should endeavor to attend all Council meetings and any meetings of committees of which they are a member. Similarly, committee members are expected to attend all meetings of the committee of which they are a member.

Where a Council or committee member wishes to attend a meeting by video or teleconference (where such facilities are available), they should inform the registrar or relevant committee secretary in good time so the appropriate arrangements can be made. Attendance by video or teleconference will be considered the same as attending in person at a meeting.

Where a Council or committee member is unable to attend a scheduled meeting, they should submit their apologies to the registrar or relevant committee secretary in advance. Where a Council member expects to miss a number of meetings because of illness or other good reason, they should seek a leave of absence from the president. Such a request can be made to the president directly or through the registrar.

If a committee member expects to miss a number of committee meetings then they should seek a leave of absence from the committee convener. Such a request can be made to the committee convener or through the relevant committee secretary.

Where a Council member has been absent from three or more consecutive Council meetings and has not been granted a leave of absence from the president, their seat on Council will be deemed vacant in line with Article 11(2) of the Society's constitution. Steps will then be taken to fill that seat using the most appropriate method of election, co-option or appointment in line with the Society's constitution and standing orders³.

Council members have a general duty to make themselves available for service on Council committees, reference groups and working parties and to regularly attend meetings of those groups.

Council members are expected to attend general meetings of the Society unless there is good reason for absence. Council members are generally expected to support other Society events where due notice has been given and to assist where they have been invited to take on a particular role or duty.

³ Copies of the constitution and standing orders are available from the registrar.

C. Conduct at meetings

Council and committee members are expected to respect the chair of the meeting, their fellow Council and committee members, Society employees and any other attendees during meetings. Council and committee members are expected to comply with rulings from the chair in the conduct of the business of these meetings in line with the standing orders⁴.

Members should follow the principles of mutual respect in all their dealings and be prepared to accept in good faith that others may have equally strong views that differ from their own. Council and committee members should treat colleagues with respect and not engage in any behaviour towards others which might reasonably be interpreted as discriminatory, bullying or harassment.

Council and committee members are expected to meet the Society's health and safety, smoking and other relevant policies when attending meetings at the Society's offices or other locations.⁵

D. Fairness and impartiality

Council and committee members should take decisions solely in terms of the Society's statutory role to promote the interests of the Scottish solicitors' profession and the interests of the public in relation to the profession. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

Members of the Society and the public are entitled to expect that a Council or committee member will make a decision based on their conscientious assessment of what is in the interests of the profession and public, without regard to their own interests or those of other organisations or individuals.

In their role on Council or a committee, a member will be required to discuss and vote on a variety of matters. It is the responsibility of Council and committee members to ensure that decisions are properly taken and that any parties involved in the process are dealt with fairly. They have a responsibility to act fairly and take reasonable steps to be seen to act fairly. In making any decision, Council and committee members should only take into account relevant and material considerations. Members must not only avoid impropriety but must avoid any occasion for reasonable suspicion of improper conduct.

E. Confidentiality

Council and committee members will often receive information of a private nature which is not yet public, or which perhaps would not be intended to be public. Council and committee members must always respect and comply with the requirement to keep such information private and all such information will be appropriately marked. Council and committee members must ensure that confidential information is kept safely, securely disposed of or effectively protected against loss and/or unauthorised disclosure. This requirement remains in force after their term of office comes to an end.

⁴ A copy of the Standing Orders is available from the registrar or committee secretary.

⁵ Copies of such policies are available from the registrar.

Council and committee members must ensure that they are aware of their duties under the Data Protection Act. Council and committee members should also abide by the Society's policies on data handling and security⁶.

F. Collective responsibility for Council members

Council members should accept collective responsibility for enabling Council to meet its strategic aim and objectives and for decisions taken by Council. Members are expected to contribute to discussion and debate freely to enable robust decisions to be made. Members should recognise that decisions with which they disagree may be made by a majority of the Council. Members may dissent and may make that dissent known publicly. Subject to their responsibility to represent the views of and give advice to their constituents, Council members should not seek to actively oppose the implementation of decisions that have completed the Society's due process.

G. Declarations of interest

The Society maintains a register of interests and all Council members are expected to comply with the policy on the declaration of interests⁷.

Council and committee members are expected to declare relevant interests at meetings they attend. It is the responsibility of Council and committee members to make decisions about whether they have to declare an interest or make a judgment as to whether a declared interest should prevent them from receiving detailed information, taking part in any discussions or voting on a particular issue. Council and committee members can seek advice from the registrar, the chief executive or from other sources available to them.

H. Managing interests at meetings

A Council and committee member who has an interest which could lead them to be influenced, or to be reasonably seen to be influenced by the real possibility of significant personal gain (or loss) of a financial or non-financial nature then that interest will be deemed to be prejudicial. They should therefore not speak or vote on that matter, and may also need to withdraw from the room whilst the matter is being discussed.

If a member has an interest in a matter where no significant personal gain or loss could arise, but has a personal connection or previous involvement in an issue, it will be a matter for the member's discretion whether to take part in the proceedings, based on whether he or she feels he or she can bring an open mind to the question.

⁶ The Society has guidance for Council members on the Data Protection Act which is available from the registrar.

⁷ Note that the register of interests does not currently apply to committee members.

I. Conduct in relation to employees and contractors of the Society

Council and committee members should respect the employees and contractors of the Society and treat them with courtesy at all times. It is expected that employees and contractors will show the same consideration to Council and committee members in return. Where a Council or committee member has concerns about the conduct of a member of staff, they should either contact the relevant department director or the chief executive to try and resolve the issue informally. Formal complaints on the basis of a breach of the Society's service standards will be considered in line with the Society's complaint handling process for staff⁸.

J. Council members conduct in relation to members

Elected Council members are representatives from their local constituencies rather than delegates. Co-opted members may have been chosen to represent a particular sector within the profession. In both cases, members should strive to represent their constituents' interests, keep them informed and be reasonably accessible to them. Council members should take steps to pursue issues that have been raised by constituents, either through Council meetings or through direct meetings or correspondence with Society staff.

K. Appointments to third party organisations

Council members may be appointed or nominated by the Council to act as a member of another body or organisation. If so, that Council member is bound by the rules of conduct of those organisations and the member's responsibility for any actions taken as a member of such an organisation will be to the organisation in question.

L. Communications with media and other external stakeholders

Council and committee members should be aware that any public statement made by them may be construed as the opinion of the Law Society of Scotland. To this end, Council members are expected to abide by the Society's media protocol⁹.

M. Use of members' services

Council and committee members must not seek any preferential treatment when using services provided by the Society for members or others.

⁸ A copy of this policy is available from the registrar or committee secretary.

⁹ A copy of this policy is available from the registrar or committee secretary.

N. Allowances and expenses

In claiming travel and other reasonable expenses resulting from their Society role, Council and committee members are expected to comply with the Society's Travel and Expenses Policy¹⁰.

O. Gifts and hospitality

Council and committee members should not accept any offer of a gift or hospitality arising from their Society role which could give rise to real or substantive personal gain or a reasonable suspicion of influence to show favour or disadvantage to any individual or organisation. Similarly, Council or committee members should never use their Society role to canvass for or seek gifts or hospitality.

Council and committee members are personally responsible for all decisions connected with the acceptance of gifts or hospitality offered to them arising from their Society role and for avoiding the risk of damage to confidence in the Law Society of Scotland. To this end, Council and committee members are expected to comply with the Society's Gifts & Hospitality Policy.¹¹

P. Equality and diversity

Council and committee members are expected to abide by all equalities legislation and help to deliver the Society's equality and diversity strategy¹².

Q. Criminal offences

The Council shall automatically consider the suspension of a Council or committee member if they are subject to any investigation or proceedings in the United Kingdom relating to a criminal offence, or elsewhere than in the United Kingdom relating to an offence which, if committed in any part of the United Kingdom, would constitute a criminal offence, and:

- (a) the investigation or proceedings relate to an offence involving dishonesty or deception; or
- (b) the final outcome of the investigation or proceedings may be that the member is sentenced to a term of imprisonment.

The Council shall also automatically consider the suspension of a Council or committee member who is convicted of an offence which is subject to a level 4 fine or more on the standard scale.

¹⁰ A copy of the Travel & Expenses Policy is available from the registrar or committee secretary.

¹¹ A copy of the Gifts & Hospitality Policy is available from the registrar or committee secretary.

¹² <http://www.lawscot.org.uk/about-us/equality--diversity/the-society/strategy>

R. Other disciplinary processes

Members of Council and its committees are expected to abide by the standards which are set down by any professional body of which they are a member.

The Council shall automatically consider the suspension of a solicitor Council or committee member if that member has;

- (a) had their practising certificate suspended and/or,
- (b) been found guilty of professional misconduct by the Scottish Solicitors Discipline Tribunal.

The Council shall automatically consider the suspension of a lay Council or committee member if that member has;

- (a) been suspended from any professional body of which they are a member as a result of disciplinary or regulatory proceedings and/or,
- (b) been found guilty of professional misconduct or an equivalent by any professional body of which they are a member.

4. Enforcement of the code of conduct

Enforcement of this code of conduct is separate to any conduct complaint that may be made to the Scottish Legal Complaints Commission against an individual solicitor Council or committee member.

Any alleged breach of this code of conduct should be referred to the chief executive of the Law Society of Scotland in the first instance by way of a written complaint, either by letter or email. More information on the process for dealing with an alleged breach of the code is available in the document 'Making a complaint against a Council or committee member.'