

# **CONSTITUTION OF THE NAMIBIAN BAR ASSOCIATION**

## **Preamble**

1. This constitution is conceived in the freedom of association respected, protected and promoted by the Namibian Constitution.
2. The association established in terms of this constitution is dedicated to the professional needs of those who prefer to practise as advocates and those who want to make use of their services as advocates.

## **Establishment**

3. There is hereby established a voluntary association not for gain by the name of THE NAMIBIAN BAR ASSOCIATION (the association).
4. The association is a common law legal person separate from its members and has perpetual succession.
5. The association may sue, and be sued, in its own name.
6. The association has the power and capacity to acquire rights and assets, and incur liabilities, obligations and duties, in its own name.

## **Objects**

7. The association must respect, protect and promote the interests of its members.

8. The association must be a home for its members where they can exchange knowledge, skills and information, and share ideas and experiences, on the practice of law as an advocate.

### **Members**

9. Any person duly admitted and authorised to practise as a legal practitioner in Namibia practising or intending to practise as an advocate for his or her own account who is duly exempted from holding a fidelity fund certificate may apply to become a member of the association.
10. Any person who is or becomes a member of any society, association or other organization of advocates in Namibia other than the association is automatically disqualified from membership of the association.
11. Any person who is or becomes a member of a secret society, association or organization is automatically disqualified from membership of the association.
12. The association may require a prospective member to undergo practical training and experience and pass an examination to become a member of the association.
13. The association may in its discretion wholly or partially exempt a prospective member from the requirements to become a member of the association mentioned in the preceding paragraph.
14. Members of the association may share expenses and liabilities incurred in connection with their practice as an advocate with other members of the association.
15. Members of the association may not share fees earned in consideration of services rendered as an advocate with any other person, including but not limited to other members of the association.

16. Members of the association may not, save with the permission of the association, accept briefs directly from clients.
17. All members of the association must strive to uphold the normative values entrenched in the Namibian Constitution.
18. All members of the association must ensure that they, in providing services as an advocate, act independently and objectively, and maintain the highest standard of legal expertise, in the interest of those making use of their services as an advocate.

#### **Membership fees**

19. The association must levy fees payable by the members of the association to defray expenses and pay liabilities of the association, the amount of which fees may differ in the discretion of the association according to the seniority of its members.
20. The members of the association must pay to the association the fees levied by the association.

#### **Governance**

21. The association is governed by the general meeting of its members who has plenary powers and authority to do so.
22. The association must annually hold a general meeting of its members.
23. At each annual general meeting of its members the association must:
  - 23.1. approve its annual financial statements for the previous year;
  - 23.2. approve the budget of the association for the next year; and
  - 23.3. elect the members of its management committee for the next year.

24. Each member of the association who has fully paid his or her membership fees and other amounts owing to the association has one vote at any general meeting of members of the association.
25. The chairperson of any general meeting of members of the association is the sitting or outgoing, as the case may be, chairperson of the management committee of the association.
26. The *quorum* of any general meeting of members of the association is at least 50 percent of the members of the association who are entitled to vote.
27. The general meeting of members of the association pass resolutions thereof by majority vote.

#### **Management committee**

28. The management committee of the association consist of:
  - 28.1. a chairperson who is also the chairperson of the association;
  - 28.2. a secretary and treasurer; and
  - 28.3. an additional member.
29. The members of the management committee of the association are elected annually at the annual general meeting of members of the association.
30. The members of the management committee of the association must retire annually at the annual general meeting of members of the association, but are eligible for re-election.

31. The management committee of the association has the power:
  - 31.1. to manage the day to day business of the association between the annual general meetings of members of the association; and
  - 31.2. to execute the resolutions of any general meeting of members of the association.
32. The chairperson of the management committee of the association must convene meetings of that committee as and when necessary.
33. The chairperson of the management committee of the association must at the request of any member of that committee convene a meeting of that committee.
34. A *quorum* of the management committee of the association is any two members of that committee.
35. The management committee of the association pass resolutions thereof by majority vote.
36. The management committee of the association:
  - 36.1. may in its discretion convene a general meeting of members of the association; and
  - 36.2. must convene the annual general meetings of members of the association.
37. The management committee of the association must at the written request of at least 20 percent of the members of the association entitled to vote at the proposed general meeting of members convene that proposed meeting.

38. The management committee of the association must convene any meeting of the general meeting of members of the association by giving 20 days' written notice to all members of the association of the date, time, place and agenda of the proposed meeting.
39. The management committee of the association must open and keep a bank account in the name of the association.
40. All payments to and by the association must be paid into or from, respectively, the bank account of the association.
41. Any payment by or on behalf of the association must be duly authorised by a written authorisation signed by the chairperson and at least one other member of the management committee of the association.
42. The management committee of the association must keep or cause to be kept books and accounting records for the association according to generally accepted accounting standards and practices.

### **Powers**

43. The association has all the power, capacity and authority, which a natural person of full capacity has in law to the extent that that is possible by a juristic person, that are necessary to attain the objects of the association.

### **Seniority**

44. The seniority of a member of the association is determined by the number of years he or she has been a member of the association.



45. The association may in its discretion recognize for purposes of the seniority of a member the time he or she has practised as an advocate in Namibia or any other jurisdiction.

#### **Senior status**

46. Any member of the association may apply in writing to the association for senior status.
47. The association must confer senior status to a member of the association who has seniority of 20 years or more, on the written application of that member, unless there are special circumstances for not doing so.
48. The association may in its discretion confer senior status to a member of the association who has seniority of less than 20 years on the written application of that member.
49. Only a member of the association who has senior status may use the words "senior counsel" or the letters "SC" in association with his or her name.
50. A member of the association who has senior status automatically loses that status:
- 50.1. if his or her membership of the association is terminated; or
  - 50.2. if he or she discontinues to practise as an advocate; or
  - 50.3. if the association on account of special circumstances deprives him or her of that status.

**Pupilage**

51. Any person eligible and desirable to become a member of the association must apply in writing to the association to become a member of the association, which application must be supported by proof to the satisfaction of the association of his or her eligibility, academic and professional qualifications and training, and applicable practical experience.
52. The association may in its discretion require an applicant for membership of the association to pass an examination set by the association and undergo practical training and experience with the association to be admitted as a member of the association.

**Accommodation**

53. The members of the association may practise from chambers of their choice, provided the location, nature and condition thereof do not bring the association in disrepute.

**Rules**

54. The association may make standard or *ad hoc* rules to give effect to its constitution.

**Termination of membership**

55. The membership of any member of the association is terminated on his or her:
  - 55.1. death;
  - 55.2. ceasing to qualify for membership of the association; or
  - 55.3. written termination of his or her membership of the association.



56. The association may terminate the membership of a member of the association on his or her failure to comply with its constitution or the rules made thereunder.
57. Former members of the association or their deceased estates, as the case may be, remain liable for the fees and other amounts owing by them to the association on termination of their membership of the association.

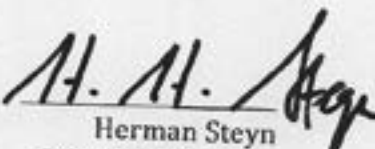
#### **Taxation of fees**

58. Any person who is aggrieved by the fees and disbursements charged by any member of the association may apply in writing to the association to have such fees and disbursements taxed by the association.
59. The management committee of the association must appoint a person to tax the fees and disbursements as contemplated in the preceding paragraph on a case by case basis as and when the need therefor arises.
60. The aggrieved person and the member of the association concerned shall be bound by the taxation of the person contemplated in the preceding paragraph, whose decision thereon shall be final.

#### **Amendment**

61. The constitution of the association may be amended by a resolution of a general meeting of members of the associate passed by a majority of at least two thirds of its members present at that meeting and entitled to vote.

Dated and signed at Windhoek on 16 December 2023.

  
Herman Steyn  
Founding Member

Dated and signed at Windhoek on 16 December 2023.

  
Marius Boonzaier  
Founding Member

Dated and signed at Windhoek on 16 December 2023.

  
Arie Small  
Founding Member