
The WS Society

The Society of Writers to His Majesty's Signet

Affiliate membership - Application and notes

The WS Society

The Society of Writers to His Majesty's Signet

Affiliate membership – Notes

1. The application requirements for membership of The WS Society (the **Society**) are set out in the regulations (the **Regulations**) adopted by a general meeting of the Society in December 2020. A print of the Regulations is included in the application form.
2. By completing and signing this application, you will be accepting the Regulations (as amended from time to time) as governing your membership of the Society.
3. Your application for membership of the Society will require to be approved by its office bearers, which meet monthly.
4. Your application must be accompanied by evidence of your legal qualification or registration (e.g., practising certificate or certificate of registration as a foreign lawyer issued by The Law Society of Scotland). Your application must contain full details of your employment as a lawyer, together with contact details for verification.
5. The application must be signed by you as the applicant on page 7, and by your referee on page 5. Your referee must be a law firm partner or limited liability partnership member, or other senior lawyer, who knows you in a professional capacity).
6. You will be notified as soon as your application has been approved and your membership will take effect immediately. You will be notified of the proportion of the annual subscription of £125 per annum payable from the date of your admission to the next annual renewal. Cheques are payable to “The WS Society”.
7. You will also be invited to attend the next admissions ceremony usually held in May and November every year. The admissions ceremony is an opportunity to celebrate your membership and to meet the Society's office bearers and other members, as well as the Society's executive team.
8. The application form should be completed and returned to:

Membership
The WS Society
The Signet Library
Parliament Square
EDINBURGH
EH1 1RF

DX 549300 EDINBURGH 36

9. Any questions about your application should be referred to Membership on **0131 220 3249** or **membership@wssociety.co.uk**

The WS Society
The Society of Writers to His Majesty's Signet
Affiliate membership – Application

Please complete in block capitals.

Personal

Surname:

Title (Mr/Ms/Mrs/Miss):

--	--

Forenames *(please underline salutation name):*

--

Date of Birth:

--

Firm/Organisation:

--

Position held:

--

Address:

--

Postcode:

DX:

LP:

--	--

E-mail:

Tel:

	Switchboard: Direct:
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Career, professional and academic

Completion of requirements to become a solicitor in Scotland:

Post Diploma Training:

Firm/Organisation:	From:	To:	Contact for verification (email and telephone)

University qualifications:

Including Diploma in Legal Practice.

University:	From:	To:	Degree:

Please provide a copy of your Practising Certificate or Diploma in Legal Practice.

OR

Date of registration with the Law Society of Scotland as a registered foreign lawyer:

--

Please provide a copy of your certificate of registration issued by the Law Society of Scotland.

Employment or engagement as a trainee solicitor, solicitor, lawyer, legal adviser or legal consultant:

Firm/Organisation and position held:	From:	To:	Contact for verification (email and telephone)

Other employment history

Firm/Organisation and position held:	From:	To:	Contact for verification (email and telephone)

Specialist field(s) of practice:

Referee

With reference to the application of the following individual for membership of The Society of Writers to His Majesty's Signet ('the Society'):

Name of applicant:

Referee

I, the undersigned, confirm that:

- (a) I have known the applicant for _____ years in a professional capacity;
- (b) in my opinion the above named applicant is of good character and a fit and proper person to become an affiliate member of The Society of Writers to His Majesty's Signet.

Name:

Firm/Organisation:

Position held:

E-mail:

Date:

Signature:

Declarations

1. I am not, nor have I ever been, subject to proceedings or other due process in respect of alleged professional misconduct, or provision of inadequate or negligent professional advice or services. *Tick as appropriate.*

True:	Not true:	If 'Not true', detail circumstances here or by covering letter:

2. I am not, nor have I ever been, convicted of any criminal offence other than a minor road traffic offence not involving loss of driving license. *Tick as appropriate.*

True:	Not true:	If 'Not true', detail circumstances here or by covering letter:

3. I am not undercharged from personal insolvency nor have I ever granted a trust deed for creditors or been declared insolvent. *Tick as appropriate.*

True:	Not true:	If 'Not true', detail circumstances here or by covering letter:

4. I am employed under training contract as a Scottish trainee solicitor.
[Delete if not applicable.]
 I have completed all the qualification requirements to become a solicitor in Scotland.
[Delete if not applicable.]
 I am registered with the Law Society of Scotland as a foreign lawyer.
[Delete if not applicable.]
5. I am employed as a trainee solicitor, solicitor or equivalent or as a lawyer, legal adviser or legal consultant.
6. I authorise the Society to make any enquiries it sees fit to make of any third parties named or referred to in this application form.
7. I unconditionally agree that, so long I am a member of the Society, I shall report to the Society:
- all proceedings or findings in relation to my professional misconduct, or provision of inadequate or negligent professional advice or services; and
 - any convictions of a competent court made against me involving dishonesty or moral character.
8. I undertake to pay the admission and subscription fee due in respect of my membership and agree to be bound by the Regulations, any determinations, decisions

or guidelines issued pursuant to them.

9. The details contained in this application are true and complete.
10. I apply for affiliate membership of the Society and understand that, whilst the Society may issue a renewal notice, it will be my responsibility to renew annually.

Signature:

Date:

By signing you confirm that you have read and agree to the attached print of Regulations.

Data Protection: By completing this form, you agree to your personal data being processed for the legitimate purposes of The WS Society. This data is used to process your membership, provide information to you, to enable the Society to carry on its membership activities, and to provide us with management and statistical information.

THE WS SOCIETY



WS

**REGULATIONS OF ASSOCIATION
OF
THE SOCIETY OF WRITERS TO HER MAJESTY'S SIGNET**

Adopted 8 December 2020

The WS Society
The Signet Library
Parliament Square
EDINBURGH
EH1 1RF

THE WS SOCIETY

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THE WS SOCIETY

REGULATIONS OF ASSOCIATION

OF

THE SOCIETY OF WRITERS TO HER MAJESTY'S SIGNET

Adopted 8 December 2020

PART 1: CONSTITUTIONAL STATEMENT

CORPORATE STATUS

1. The Society is a corporation for public benefit under the common law of Scotland with its principal place of business at the Signet Library.¹

WRITERS TO THE SIGNET

2. The Society is the incorporated body of Scottish qualified lawyers admitted to the office of Writers to the Signet in Scotland and the Society is a constituent body within the College of Justice.
3. Writers to the Signet originated as clerks in the office of the Scottish sovereign's Secretary and were granted an exclusive privilege of preparing all writs passed under the Signet, the sovereign's private seal. The earliest recorded use of the Signet is 1369 and the earliest written record of the Society dates from 1594. From these beginnings, Writers to the Signet assumed the role of lawyers and 'Writer' in old Scots means an attorney or lawyer.
4. With the passage of time, the Society became one of the independent bodies regulating solicitors until the Law Society of Scotland was created in 1949 as sole regulator. From 1949, therefore, joining the WS Society has been voluntary and signifies a commitment to the Society's values and public benefit purposes.
5. As a public benefit corporation at common law, the Society is a means of perpetual transmission of assets between successive generations of Writers to the Signet to be applied for public benefit. As a public benefit corporation at common law the Society is also a not-for-profit organisation.

BRAND AND VALUES

6. The Society's ensign armorial (belt crest insignia) is matriculated in the public record of the Lyon Court by certificate of the Lyon King of Arms dated 15 August 1789.

¹ Bell, *Principles* (1899), para. 2177; *Writers to the Signet v. Graham* (1823) 2 S. 214; *SSC Society v. Clerks to the Signet* 1800 FC and 15 S. 744; *Writers to the Signet v. Inland Revenue* (1886) 14 R. 34; Opinion of the Dean of Faculty, 4 September 1992.

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7. The Society's values are excellence, permanence and integrity (or such other values as the Society may in general meeting from time to time adopt) as the same may be interpreted and pursued by the Trustees consistently with the Purposes.

PURPOSES

8. The purposes of the Society are:

Education and professionalism

- 8.1 To promote the advancement and dissemination of knowledge and education in law, theoretical and practical, for public benefit both within and beyond the legal profession, and in particular to provide public forums for discussion of and information exchange on the law and legal practice.
- 8.2 To promote best practice in the administration of law for the public benefit in Scotland and elsewhere, in particular by the provision of library and research services to facilitate access by the public to proficient and independent legal advice and by the maintenance in the public interest of high standards of expertise and professional conduct among persons admitted to the Society.

Heritage

- 8.3 To advance the arts, heritage and culture by the preservation, repair, maintenance, conservation, renewal, improvement, promotion and facilitation of public access to the heritage and heritage assets comprised in the Signet Library and its heritable and moveable contents, including without limitation interior structures and bookcases, books, maps, historic records, manuscripts, muniments and papers, paintings, prints and pictures, sculptures, silverware, objets d'art, furniture and furnishings.

Civic engagement

- 8.4 To promote equality and diversity in society, and to advance citizenship and community development, including promotion of civic responsibility, volunteering, the voluntary sector and the efficiency or effectiveness of charities.

PART 2: GOVERNANCE

TRUSTEES

9. The property and funds of the Society shall vest in and be managed by the Trustees. The Trustees shall have the general control and management of the administration of the Society, including all decision-making, save only in relation to any appointments, decisions or matters reserved to the Keeper or the Society in general meeting under the Regulations.
10. In addition to the usual powers of investment available to trustees in Scotland, the Trustees shall have power to invest the funds from time to time under their charge in the purchase or on the security of such heritable or real property, corporeal moveables, investments, stocks, shares (including partly paid shares), deposits and securities

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(including bonds or securities payable to bearer) whether within the United Kingdom or abroad as the Trustees in their sole discretion think fit, all to the same extent as if they were the absolute owners of the funds. For the avoidance of doubt, the Trustees shall have power to establish trading subsidiary companies, incorporated and unincorporated joint ventures and/or such other incorporated or contractual arrangements as the Trustees shall see fit to establish and/or enter into in order to carry out commercial activities, provided always that the net distributable profits after tax from such activities shall be covenanted to the Society for the pursuit of the Purposes.

11. The Trustees may appoint and remunerate professional fund managers to manage the investments of the Society and delegate to them power at the discretion of such fund managers to take the same in the name of any nominee company or bank and to buy and sell investments and to deposit or otherwise deal with uninvested cash all within a general investment policy decided by the Trustees from time to time always provided that the fund managers shall be required to report regularly to the Trustees on their transactions.
12. The Trustees may appoint such employees of, and consultants to, the Society as the Trustees may in their sole discretion decide, with full power to delegate management responsibilities, without prejudice to the Trustees' responsibility for all decision-making concerning the Society pursuant to the Regulations.
13. The Trustees shall not have the power to sell, lease or otherwise alienate or dispose of any part of the Society's heritable property except with the approval of not less than 75% of Writers to the Signet present in person at a General Meeting convened for the purpose of considering such a disposal or alienation.
14. The Trustees shall have power to create such *ad hoc* or standing committees of Admitted Persons and/or other suitably qualified persons as it sees fit, the members of which need not be members of Council.
15. Without prejudice to their individual and collective duties as Trustees, each Trustee shall be assigned specific roles as follows:

Deputy Keeper	acting in a presidential role as the most senior representative of the body of Admitted Persons and chair of the Trustees, Council and General Meetings;
Fiscal	providing or procuring legal advice to the Society;
Treasurer	superintendence of the Society's finances;
Office Bearers	specific functions as the Trustees may from time to time allocate; and
Clerk	ensuring compliance with the Regulations, including calling of meetings.

16. The Trustees shall have power to co-opt additional Trustees (who may or may not be Writers to the Signet) if so desired, either generally or *ad hoc* and with an assigned role, to serve a term of three years (or such other period as the appointing Trustees may

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stipulate), provided that the number of Trustees shall not at any time exceed nine in number (or such lesser number as may be required to ensure that Trustees who are Writers to the Signet constitute a majority of the Trustees).

17. The Deputy Keeper, whom failing the Treasurer, whom failing one of the other Trustees, shall chair all Trustee meetings and the chair shall have a deliberative as well as a casting vote. The quorum of the Trustees shall be either (a) three Trustees who are Writers to the Signet, if constituting a majority of those present, or (b) such number of Trustees who are Writers to the Signet as may be required to constitute them as a majority of the Trustees present.
18. Meetings of the Trustees shall be held at least four times each year on such dates as the Trustees may decide.

DEPUTY KEEPER

19. The Deputy Keeper is a Writer to the Signet appointed by the Keeper.

TRUSTEE ELECTIONS

20. No Admitted Person shall be eligible for appointment or election as a Trustee unless they are a Writer to the Signet (save in the case of co-opted Trustees pursuant to Clause 16).
21. The Trustees (excluding the Deputy Keeper) shall be:
 - 21.1 elected annually at a General Meeting, and
 - 21.2 eligible for re-election annually until the next General Meeting following the dates on which they have respectively been a Trustee for ten years,all as provided in Clauses 22-25;
22. On the death or resignation of a Trustee or any of them becoming ineligible for re-election when a new appointment falls to be made, notice calling for nominations shall be sent by the Clerk to each Writer to the Signet not less than six weeks before the meeting of the Society at which the election will take place.
23. Nominations of candidates for appointment as a Trustee shall be signed by two Writers to the Signet, as proposer and seconder, and sent to the Clerk not less than three weeks before the date of the meeting. The names of the candidates and their proposers and seconders shall be appended to the notice sent out to summon the General Meeting for the election and, in any case where there are two or more candidates, postal voting slips in such form as the Trustees may prescribe shall accompany the notice for use by Writers to the Signet in recording their votes, together with a statement from each candidate in such form as the Trustees may prescribe.
24. If there are two candidates for any Trustee appointment, the voting at the General Meeting shall be by ballot of the Writers to the Signet present and voting by post. The candidate with the larger number of votes shall be elected.

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25. If there are more than two candidates for a Trustee appointment then, if the candidate having the most votes shall secure a majority of the votes cast, that candidate shall be elected. If that candidate shall not secure such a majority of the votes cast, the candidate having the fewest votes shall retire, and further ballots shall be taken until one candidate shall secure a clear majority of the votes cast.

COUNCIL

26. Council shall be convened as a consultative and representative body of Writers to the Signet to provide non-binding advice and guidance to the Trustees, without prejudice to the final decision-making authority of the Trustees under Clause 9.
27. Council shall consist of the Trustees and twenty-one elected Writers to the Signet, with power to Council to co-opt additional Writers to the Signet (and other Admitted Persons on a non-voting basis), if so desired, either generally or *ad hoc*, to serve a term of three years (or such other period as Council may stipulate).
28. The Deputy Keeper, whom failing the Treasurer, whom failing one of the other Trustees, shall chair all Council meetings and the chair shall have a deliberative as well as a casting vote. The quorum of Council shall be three Writers to the Signet.
29. At a General Meeting in each year, seven of the members of Council shall retire in rotation in accordance with the seniority of their election and shall not be eligible for re-election until the lapse of one year. At the General Meeting, new members of Council shall be elected in place of those retiring. Co-opted members of Council shall retire on the expiry of their prescribed term of office.
30. Subject to force majeure, Council shall meet at least four times each year on such dates as the Trustees may decide.
31. The Deputy Keeper on their initiative may, and at the request in writing of five members of Council shall, instruct the Clerk to call additional meetings of Council. Requests for, and notices of, such additional meetings shall specify the subjects for discussion, and discussion at such additional meetings shall be limited accordingly.
32. Council shall have power to create such *ad hoc* or standing committees of Admitted Persons as it sees fit, the members of which need not be members of Council.

COMMISSIONERS

33. All references to “Commissioners” of the Society in any deeds, documents or other writings shall be construed prospectively as references to the Trustees.

GENERAL MEETINGS

34. There shall be at least one General Meeting of the Society held in each calendar year.
35. The Deputy Keeper on their own initiative may, and at the request in writing of any twenty Writers to the Signet shall, instruct the Clerk to call an Extraordinary General Meeting. Requests for, and notices calling, Extraordinary General Meetings shall specify

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the motions and subjects for discussion, and discussion at these meetings shall be limited accordingly.

36. The Clerk shall give not less than fourteen days' notice of all General Meetings.
37. The Deputy Keeper, whom failing the Treasurer, whom failing one of the other Trustees, shall take the Chair at all General Meetings of the Society, and the chair shall have a deliberative as well as a casting vote.
38. The quorum for a General Meeting of the Society shall be ten Writers to the Signet.

ADMISSIONS

Categories

39. The Trustees may admit a person to the Society in one of the following categories in accordance with the Regulations:
 - 39.1 Writer to the Signet (with the post nominal "WS"); or
 - 39.2 Affiliate (with the post nominal "AffWS"); or
 - 39.3 Associate (with the post nominal "AWS"); or
 - 39.4 Fellow; or
 - 39.5 Student.
40. The criteria, requirements and procedures for each category of admission are set out in the Regulations.
41. The Admission Fees and Subscription Fees applicable to each category of admission shall be fixed annually at a General Meeting. All Admission Fees and Subscription Fees shall be payable within the time periods stipulated by the Trustees from time to time.
42. The Privileges applicable to each category of Admission shall be determined by resolution of the Trustees from time to time.
43. Each Admitted Person shall be entitled, so long as they remains an Admitted Person, to design himself or herself using the name or post nominal of the category in which they are an Admitted Person (as set in Clause 39).

Writers to the Signet

44. Subject to the provisions of this Regulation, an Applicant shall not be admitted as a Writer to the Signet unless the Applicant has satisfied the Trustees that the Applicant:
 - 44.1 has completed and returned to the Clerk an application in the form prescribed by the Trustees from time to time which shall be signed by the Applicant and by one proposer and one seconder, each of whom shall be Writer to the Signet;

44.2 is a fit and proper person to receive a Commission;

44.3 has

- (a) either
 - (i) completed all the qualification requirements to become a Solicitor, whether or not they are at the time of application for admission, or have ever been, a Solicitor, and is not at the time of the Applicant's application an Advocate, or
 - (ii) become, and remains at the date of the Applicant's application for admission, a Registered Foreign Lawyer; and
- (b) for a continuous period of at least three years prior to the date of the Applicant's application for admission, been employed or engaged in any jurisdiction in the capacity of
 - (i) a Solicitor or equivalent, or
 - (ii) a lawyer, legal adviser, or legal consultant; and

44.4 has paid, or given a binding undertaking to the Society to pay, the applicable Admission Fees and Subscription Fees.

45. The Applicant's details shall be circulated by the Clerk to Council for comment.

46. If the Trustees, having considered any comments received from Council, are satisfied as to the suitability and fitness of the Applicant to be a Writer to the Signet, the Deputy Keeper shall recommend to the Keeper that a Commission should be granted to the Applicant.

47. Should the Trustees reach the opinion that the Applicant is for any reason unsuitable for admission as a Writer to the Signet, the Clerk shall inform the Applicant that the Applicant's application has been refused. No reason for such refusal shall be given unless the Deputy Keeper so instructs, but any Admission Fees or Subscription Fees paid by the Applicant shall be refunded without interest.

48. An Applicant shall be admitted as a Writer to the Signet by the Keeper or the Deputy Keeper (or their nominee) upon the Applicant taking the Oath de Fideli and subscribing to the Regulations in such manner as the Trustees may prescribe from time to time.

49. A Writer to the Signet (except whilst an Advocate) shall be entitled to attend and vote at any General Meeting of the Society.

WS firms

50. The post nominal initials or abbreviation "WS" and the designation "Writer to the Signet" or "Writers to the Signet" may only be used by or appear on any written or printed

material after the name of a law firm or legal practice at which the number of Writers to the Signet who are partners, members, directors, employees or consultants of that law firm or legal practice, as a proportion of the total number of partners, members, directors, employees or consultants of that law firm or legal practice, exceeds 50%.

51. If a law firm or legal practice which previously was entitled to the use of such post nominal or designation ceases for any reason to be so entitled, that law firm or legal practice may continue to use such suffix or designation from its written or printed material until the expiry of a period of one year from the date on which it ceased to be so entitled without having taken steps to restore the entitlement.

Affiliates

52. Subject to the provisions of this Clause, an Applicant shall not be admitted as an Affiliate unless the Applicant has satisfied the Trustees that the Applicant

52.1 has completed and returned to the Clerk an application in the form prescribed by the Trustees from time to time which shall be signed by the Applicant and by a law firm partner, or law firm limited liability partnership member, or senior lawyer, to whom the Applicant is known in a professional capacity;

52.2 is a fit and proper person to become an Affiliate;

52.3 has

(a) either

(i) become, and remains at the date of the Applicant's application for admission, employed under a training contract as a trainee Solicitor, or

(ii) completed all the qualification requirements to become a Solicitor, whether or not they are at the time of application for admission, or have ever been, a Solicitor, or

(iii) become, and remains at the date of the Applicant's application for admission, a Registered Foreign Lawyer; and

(b) been, and remains at the date of the Applicant's application for admission, employed or engaged in any jurisdiction in the capacity of

(i) a trainee Solicitor, Solicitor or equivalent, or

(ii) a lawyer, legal adviser, or legal consultant (other than an Advocate); and

52.4 has paid or given a binding undertaking to the Society to pay, the applicable Admission Fees and Subscription Fees.

53. The Applicant's details shall be circulated by the Clerk to Council for comment.

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54. If the Trustees, having considered any comments received from Council, are satisfied as to the suitability and fitness of the Applicant to be an Affiliate, the Applicant shall forthwith be admitted as an Affiliate.
55. Should the Trustees reach the opinion that the Applicant is for any reason unsuitable for admission as an Affiliate, the Clerk shall inform the Applicant that the Applicant's application has been refused. No reason for such refusal shall be given unless the Deputy Keeper so instructs, but any Admission Fees or Subscription Fees paid by the Applicant shall be refunded without interest.
56. Admission as an Affiliate shall not of itself confer or imply membership of the College of Justice.
57. An Affiliate shall not
- 57.1 be entitled to hold himself or herself out in any manner to be a Writer to the Signet;
or
 - 57.2 be entitled to attend or vote at any General Meeting of the Society.

Associates

58. Subject to the provisions of this Clause, an Applicant shall not be admitted as an Associate unless the Applicant has satisfied the Trustees that the Applicant
- 58.1 has completed and returned to the Clerk an application in the form prescribed by the Trustees from time to time which shall be signed by one proposer who shall be a Writer to the Signet;
 - 58.2 the Applicant is a fit and proper person to become an Associate;
 - 58.3 is either
 - (a) a lawyer, legal adviser, or legal consultant qualified in a jurisdiction other than Scotland, or
 - (b) an Advocate, or
 - (c) the holder of a law degree in any jurisdiction, or
 - (d) an academic employed in the law school or law faculty of a university or equivalent in any jurisdiction; and
 - 58.4 has paid, or given a binding undertaking to the Society to pay, the applicable Admission Fees and Subscription Fees.
59. The Applicant's details shall be circulated by the Clerk to Council for comment.

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60. If the Trustees, having considered any comments received from Council, are satisfied as to the suitability and fitness of the Applicant to be an Associate, the Applicant shall forthwith be admitted as an Associate.
61. Should the Trustees reach the opinion that the Applicant is for any reason unsuitable for admission as an Associate, the Clerk shall inform the Applicant that the Applicant's application has been refused. No reason for such refusal shall be given unless the Deputy Keeper so instructs, but any Admission Fees or Subscription Fees paid by the Applicant shall be refunded without interest.
62. No one eligible for admission to the Society as a Writer to the Signet shall be admitted as an Associate and, if an Associate becomes eligible for admission as a Writer to the Signet, their admission as an Associate shall automatically terminate one year thereafter or, if sooner, on their becoming a Writer to the Signet.
63. Admission as an Associate shall not of itself confer or imply membership of the College of Justice.
64. An Associate shall not
 - 64.1 be entitled to hold himself or herself out in any manner to be a Writer to the Signet;
or
 - 64.2 be entitled to attend or vote at any General Meeting of the Society.

Fellows

65. The Trustees, after consulting Council, may invite a person of distinction to become a Fellow.
66. Senators of the College of Justice shall *ex officio* be Fellows.
67. Admission as a Fellow shall not of itself confer or imply membership of the College of Justice.
68. A Fellow shall not
 - 68.1 be entitled to hold himself or herself out in any manner to be a Writer to the Signet;
or
 - 68.2 be entitled to attend or vote at any General Meeting of the Society.

Students

69. Subject to the provisions of this Clause, an Applicant shall not be admitted as a Student unless the Applicant has satisfied the Trustees that the Applicant
 - 69.1 has completed and returned to the Clerk an application in the form prescribed by the Trustees from time to time;

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- 69.2 the Applicant is a fit and proper person to become a Student;
- 69.3 is an undergraduate or postgraduate enrolled at a Scottish university or institution of higher education studying the law of Scotland; and
- 69.4 has paid, or given a binding undertaking to the Society to pay, the applicable Admission Fees and Subscription Fees.
70. The Applicant's details shall be circulated by the Clerk to the Trustees for comment.
71. If the Trustees are satisfied as to the suitability and fitness of the Applicant to be a Student, the Applicant shall forthwith be admitted as a Student.
72. Should the Trustees reach the opinion that the Applicant is for any reason unsuitable for admission as a Student, the Clerk shall inform the Applicant that the Applicant's application has been refused. No reason for such refusal shall be given unless the Deputy Keeper so instructs, but any Admission Fees or Subscription Fees paid by the Applicant shall be refunded without interest.
73. No one eligible for admission to any other category shall be admitted as a Student and, if a Student becomes eligible for admission to another category, their admission as a Student shall automatically terminate forthwith.
74. Admission as a Student shall not of itself confer or imply membership of the College of Justice.
75. A Student shall not
- 75.1 be entitled to hold himself or herself out in any manner to be a Writer to the Signet;
or
- 75.2 be entitled to attend or vote at any General Meeting of the Society.

EXPULSION AND SUSPENSION

76. All matters of discipline affecting Admitted Persons shall be the responsibility of the Trustees. Without prejudice to the generality of the Trustees' powers with respect to discipline, the Trustees shall have the power to expel an Admitted Person from the Society, or suspend an Admitted Person from the Society, on the grounds of:
- 76.1 an Admitted Person's misconduct, or provision of inadequate or negligent professional advice or services, as determined by any competent court, tribunal, commission or other authority; or
- 76.2 an Admitted Person being subject to proceedings or other due process in respect of any alleged misconduct, or provision of inadequate or negligent professional advice or services (provided that the Trustees may not expel but only suspend the Admitted Person from the Society during the period until such proceedings or other due process have been brought to a conclusion); or

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- 76.3 the suspension or revocation or imposition of conditions by the Law Society of Scotland, or equivalent authority, in relation to their Practising Certificate, or equivalent licence; or
- 76.4 an Admitted Person is convicted of a criminal offence of such a nature as in the opinion of the Trustees is liable to bring the Society into disrepute; or
- 76.5 an Admitted Person engaging in conduct which in the opinion of the Trustees is likely to bring the Society into disrepute; or
- 76.6 failure to comply with the Regulations as they apply from time to time.

ALTERATIONS AND AMENDMENTS

77. The Society shall have power by simple majority vote at a General Meeting to alter the Regulations, including the Purposes, subject to any necessary statutory or other approval. An alteration may be proposed by the Trustees or at the request of not less than twenty Writers to the Signet pursuant to Clause 79, but not otherwise.
78. If an alteration is recommended by the Trustees, it shall be sufficient if the terms thereof are sent along with the notice calling the meeting.
79. At the request in writing of not less than twenty Writers to the Signet proposing an alteration or amendment to the Regulations, the Deputy Keeper shall instruct the Clerk to call an Extraordinary General Meeting as provided in Clause 35 for the purpose of considering and voting on the same. The terms of the proposed alteration shall be sent along with the notice calling the General Meeting.

ACCOUNTS

80. The Treasurer shall procure the preparation of accounts for the Society to such date in each year as the Trustees shall determine. Each year, the accounts shall be audited, submitted for approval to the Trustees and a copy thereof sent to each Admitted Person.
81. The auditor shall be appointed annually by the Trustees.

WINDING UP

82. In respect that as a corporation for public benefit under common law the Society exists to pursue public benefit purposes in perpetuity, the Society shall not be subject to winding up unless all the following conditions are satisfied:
- 82.1 The Society becomes insolvent or otherwise incapable of fulfilling the Purposes (or any of them), or in the reasonable opinion of the Trustees is threatened imminently with insolvency or with becoming incapable as aforesaid.
- 82.2 The overriding purposes of a winding up shall be:
- (a) the orderly winding up of the Society and its activities, including settlement of all valid claims, debts or other liabilities due to or by the Society; and

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- (b) the transfer of any net assets or surplus belonging to the Society remaining after settlement as aforesaid to one or more bodies or entities (each a **Transferee Body**) with purposes in whole or in part comparable to or consistent with the Purposes (or any of them).

82.3 If the Society is a registered charity in the Scottish Charity Register, each Transferee Body shall be a charity so registered and also regarded as a charity in relation to the application of the Taxes Acts.

82.4 The winding up *per se* is sanctioned by the approval of not less than 75% of the Writers to the Signet present in person at a General Meeting convened for the purpose of considering same.

82.5 At the same or a subsequent General Meeting a further resolution shall be proposed specifying, in fulfilment of Clause 82.2 (b), each Transferee Body to which the remaining assets of the Society may be transferred, assigned and made over, and in which proportions. If the further resolution is not carried by at least 75% of the Writers to the Signet present in person at the General Meeting, the Trustees shall have power to determine the Transferee Body and applicable proportions, but taking into account in so far as possible (and without being bound by) any views expressed by the Writers to the Signet on the matter at that General Meeting.

EXECUTION OF DOCUMENTS

83. All deeds and documents shall be validly executed by the Society if subscribed by

83.1 any two of the Trustees in the presence of one witness, or

83.2 if so authorised by a document subscribed by any two of the Trustees in the presence of one witness, by a senior employee within the Executive in the presence of one witness.

MEETINGS

84. It shall be competent for any meeting required or called pursuant to the Regulations (including, without limitation, any General Meeting, meeting of the Trustees and meeting of Council and any meeting of any sub-committee of either the Trustees or Council) to be held wholly or partially using recognised and accessible audio-visual technology and any quorum requirement under the Regulations for attendance in person shall be satisfied by the presence of attendees using this technology in addition to attendees physically present at the meeting (if any). Any voting by show of hands in person shall be competent by a show of hands or verbal assent or dissent clearly communicated using the aforesaid technology. The decision of the chair of any meeting employing the technology shall be final and binding in relation to registering attendance, voting, use of mute functionality and any other procedural or protocol matters involving the use of technology.

LEGAL EFFECT

85. If any provision in the Regulations is invalid or unenforceable, the Regulations as a whole shall not be invalidated or rendered unenforceable but shall have effect to the full lawful extent possible, disregarding the invalid or unenforceable provision.
86. Nothing in the Regulations shall affect or detract from the voting rights held by any Writer to the Signet admitted to the Society prior to 5 June 2007.

NOTICES, ETC.

87. Any notice, request, document or information required by or under the Regulations to be given to an Admitted Person may, without prejudice to any other competent method of communication, be given to such Admitted Person by email to an email address of such Admitted Person provided by such Admitted Person, or otherwise lawfully known to the Society. Any Admitted Person may request by notice in writing to the Society the Admitted Person's preference to receive notices, etc. from the Society in hard copy by post and the Society shall give effect to that request. For the purposes of this Clause, "email" includes email attachments and a clickable link to a website or other electronic medium from which attachments may be viewed and downloaded.

PART 3: INTERPRETATION

88. In these Regulations:

88.1 The following expressions shall have the meanings respectively set out opposite them:

the Act	the Solicitors (Scotland) Act 1980 (as amended and to be amended or re-enacted);
Admission Fees	a contribution to the funds of the Society payable by an Applicant in order to apply to become an Admitted Person as fixed by the Trustees from time to time;
Admitted Person	a Writer to the Signet, Affiliate, Associate, Fellow or Student (as the case may be);
Advocate	a member of the Faculty of Advocates in Scotland;
Affiliate	a person admitted to the Society in the capacity of an affiliate under Clause 39.2;
Applicant	a person applying to become an Admitted Person;
Associate	a person admitted to the Society in the capacity of an associate under Clause 39.3;
Clause	a clause of the Regulations and any equivalent clause in any preceding or succeeding Regulations;
Clerk	a Writer to the Signet the holder of the office of Clerk of

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	the Society elected pursuant to the Regulations;
College of Justice	the College of Justice in Scotland;
Commission	a commission subscribed by the Keeper admitting a person to the Society as a Writer to the Signet;
Council	the body of Writers to the Signet convened as the Society's Council pursuant to the Regulations;
Deputy Keeper	the holder of the office of Deputy Keeper of the Signet;
Executive	the employees of the Society from time to time;
Extraordinary General Meeting	a General Meeting other than the General Meeting held annually as required by the Regulations;
Fellow	a person admitted to the Society in the capacity of a fellow under Clause 39.4;
Fiscal	a Writer to the Signet elected to the office of the Society's Fiscal pursuant to the Regulations;
General Meeting	a general meeting of the Society;
Keeper	the holder of the office of Keeper of the Signet in Scotland;
Oath de Fideli	an oath de fideli in the form prescribed by the Trustees (and approved by the Keeper) from time to time and to be sworn or affirmed by an Applicant;
Office Bearers	two Writers to the Signet elected as office bearers of the Society pursuant to the Regulations;
Practising Certificate	a practising certificate within the meaning of section 4 (c) of the Act;
Privileges	the privileges granted to Admitted Persons under or pursuant to the Regulations;
Purposes	the Society's purposes as set out in Clause 8 as the same may be amended from time to time (subject to any necessary statutory consents);
Registered Foreign Lawyer	a registered foreign lawyer as defined in the Act;
Regulations	these regulations of association and any regulations of the Society preceding or succeeding the same;

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Signet Library	the Signet Library, Parliament Square, Edinburgh, EH1 1RF;
Society	the Society of Writers to Her Majesty’s Signet (commonly referred to as the WS Society);
Solicitor	any person enrolled or deemed to have been enrolled as a solicitor pursuant to the Act;
Student	a person admitted to the Society in the capacity of a student under Clause 39.5;
Subscription Fees	a contribution to the funds of the Society payable annually by an Admitted Person in order to maintain admission;
Treasurer	a Writer to the Signet elected to the office of the Society’s Treasurer pursuant to the Regulations;
Trustees	the Deputy Keeper, Treasurer, Fiscal, Office Bearers and Clerk (and any persons co-opted pursuant to Clause 16) acting as trustees of the Society;
Writer to the Signet	a lawyer admitted to the office of Writer to the Signet in Scotland by commission from the Keeper.

88.2 Wherever used, pronouns in any gender shall include any other gender identities and the singular shall include the plural and vice versa.

88.3 Front matter, headings, footnotes and appendix are for guidance only and do not form part of the Regulation nor shall they affect their interpretation.

88.4 Where the words “include(s)” or “including” are used, they are deemed to have the words “without limitation” after them.

APPENDIX

This appendix does not form part of the Regulations on the preceding pages.

Guidelines for the appointment of the Deputy Keeper

1. The retiring Deputy Keeper shall convene a committee for the purpose of recommending their successor, comprising the Deputy Keeper as chair, Treasurer, Fiscal, two Council members and two other Writers to the Signet, the last four to be appointed by Council.
2. The retiring Deputy Keeper shall submit a short list of full Writers to the Signet for possible appointment as their successor to the committee for its consideration and the committee shall select one of these persons for recommendation to the Keeper as their future Deputy.
3. The incoming Deputy Keeper should be invited on their acceptance of appointment to sign an informal undertaking to demit office after serving a ten-year term or if they should cease to be a full Writer to the Signet for any reason.
4. In the event of the Deputy Keeper's death or mental or physical incapacity, their functions and duties shall be performed by the Treasurer until a successor to the Deputy Keeper has been appointed in terms of these guidelines.