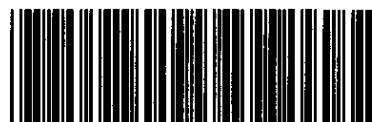


Appendix 1

SATURDAY



SCT *S7HY18R5* #371
03/11/2018
COMPANIES HOUSE

Proposed adjustments to articles of association of Airdrie Citizens Advice Bureau

Company number: SC157177

Scottish charity number: SC012238

- 1 The insertion of a new paragraph (b) of article 3.1 immediately following the existing provisions of paragraph (a) of article 3.1, as follows:

“(b) To enter into agreements and arrangements with solicitors, firms of solicitors and incorporated practices, with a view to facilitating access by persons who are in a state of need to solicitors having specialist expertise in areas of law particularly relevant to the needs of such persons, all insofar as not contrary to law or to the rules of The Law Society of Scotland in force from time to time.”

- 2 The insertion of new articles 64 to 66 immediately following the existing provisions of article 63, as follows:

“Arrangements with solicitors

- 64 The directors may exercise the powers of the company under paragraph (b) of article 3.1 but only in accordance with the following provisions:

64.1 the directors shall appoint an individual to the post of Principal Solicitor; a person shall be qualified to hold that post only if, and for so long as, he/she holds a valid practising certificate issued by the Law Society of Scotland;

64.2 the Principal Solicitor, and any other solicitor (an “**Employed Solicitor**”) from time to time employed by the company shall, in respect of all activities of the company, other than the supply of Restricted Legal Services (as defined below), transact with the public as an employee of the company and accordingly all income from such activities shall be the absolute property of the company;

64.3 the directors shall procure that all correspondence, advertisements and other material issued to the public in relation to services other than those provided by the Principal Solicitor, or an Employed Solicitor, in pursuance of article 64.5, clearly identify the company as the party providing the services;

64.4 in respect of any Restricted Legal Services, the company (the “**Incorporated Practice**”) of which the Principal Solicitor is a director shall, in all respects, conduct business with the public on the basis that it is an incorporated practice engaged in the provision of legal

services and the Principal Solicitor and all Employed Solicitors shall transact with the public on the basis that, in respect of the provision of those services, they are a director of, or (as the case may be) they are engaged in the business of the Incorporated Practice;

64.5 Without prejudice to the generality of article 64.4, the directors shall procure that the agreements and arrangements between the company on the one part and the Incorporated Practice on the other, in relation to services of a nature referred to in article 64.4, contain provisions to the following effect:

64.5.1 All correspondence, advertisements and other material issued to the public in connection with the provision of such services shall clearly identify the Incorporated Practice as the party providing the service in question.

64.5.2 The responsibilities and liabilities owed by the Incorporated Practice, and (where applicable) the Principal Solicitor and each Employed Solicitor, to their clients shall in all respects correspond with those owed under the general law governing the solicitor/client relationship and, in particular, but without prejudice to that generality, they shall be bound to comply, in relation to all sums associated with the provision of such services, with the Solicitors (Scotland) Account Rules and the Solicitors (Scotland) Accountants Certificate Rules and all such rules of a similar nature issued by The Law Society of Scotland as may be in force from time to time.

64.5.3 The Incorporated Practice shall conduct its business in pursuance of article 64.4 in accordance with such policy guidelines, consistent with the company's objects, as may from time to time be agreed between the directors and the Incorporated Practice, but such that no policy guideline shall be inconsistent with the provisions of article 64.5.4.

64.5.4 The company shall not be entitled to issue any direction or take any other step which would derogate from the exercise by the Principal Solicitor or an Employed Solicitor of his/her proper professional judgement; in particular, but without prejudice to that generality, the company shall not be entitled to require the Incorporated Practice or (where applicable) the Principal Solicitor or any Employed Solicitor:

- (a) to accept or refuse instructions from a client, or prospective client; or
- (b) to issue, or refrain from issuing, any particular advice or recommendation to a client.

65 *For the purposes of article 64, Restricted Legal Services means services of the nature referred to in section 32 (1) of the Solicitors (Scotland) Act 1980 (as amended).*

66 The provisions of article 64.5.2 and of this article shall not be capable of variation without the prior written consent of the President, or other principal executive replacing or deputising for the President, for the time being, of the Law Society of Scotland.”

3 The re-numbering of the remaining articles and cross-references as appropriate.