

SUDHA

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v.

PRESIDENT, ADV.ASSN.CHENNAI & ORS  
(Civil Appeal No. 10267 of 2010)

OCTOBER 22, 2010

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[J.M. PANCHAL AND GYAN SUDHA MISRA, JJ.]

CONSTITUTION OF INDIA, 1950:

*Article 136 – Appeal against order of High Court approving draft bye-laws of the Society of Madras High Court Advocates' Association during pendency of suits for removal of the President and the Secretary of the Association – Supreme Court on consensus of parties directed a General Body Meeting to be convened for approving amendment to the bye-laws – Held: Supreme Court in exercise of its power under Article 136 would not be justified in interfering with internal matter of a Bar Association – However, on consensus of parties directions were given to convene General Body meeting of the members of Association to consider proposed amendments in the bye-laws – The resolution passed in the meeting amending the bye-laws is perfectly legal and is upheld.*

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*Bar Association:*

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*Membership – Renewal – Right to vote and right to contest election – Madras High Court Advocates' Association – Bye-laws – Prescribing minimum years of practice and entry fee etc. – HELD: Minimum years of practice to be entitled to vote and to contest election of the Association, the provisions prescribing entry fee, yearly subscription, payment for revival of membership and deposits for contesting elections cannot be regarded as illegal or arbitrary.*

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*BAR ASSOCIATION – Election – Held: Legal profession is a*

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A *solemn and serious occupation – A lawyer has to conduct himself as a model for others both in his professional life and his private /public life as also while exercising vote in an election of office bearers of the Association – Advocates – Legal ethics.*

B *Societies:*

*General Body Meeting of Madras High Court Advocates Association – Resolution put to vote by show of hands – Held: The device adopted by Teller Committee cannot be said to*

C *be arbitrary – Advocates.*

**Suits were filed in 2005 before the High Court for removal of the President and the Secretary of the Madras High Court Advocates' Association, for rendition of accounts and to restrain the said office bearers from taking any action pursuant to the declaration of the election programme. The Secretary of the Association also filed a civil suit seeking to restrain the defendants named therein from interfering with his functioning as Secretary during his tenure which was to last till April 2006. As the suits remained pending, pursuant to the applications filed in the suits, elections for the office bearers of the Association were held under the directions of the High Court. The High Court also constituted three committees: (i) to prepare list of members of the Association eligible to vote; (ii) to frame/amend bye-laws of the Association and (iii) to conduct the election. Ultimately, the High Court, by its judgment dated 6.4.2010 approved the draft bye-laws of the Society.**

G **The appellant, filed the instant appeal by way of special leave with a petition seeking permission to file the special leave petition, as she was not a party before the High Court. During the course of hearing of the appeal on 03.08.2010, on consensus of the parties, the Supreme**  
H **Court ordered that the proposed amendment of the bye-**

laws be approved in the extra-ordinary meeting of the General Body to be held on 7.9.2010. The meeting was duly held under the supervision of the Teller Committee on the notified date and the resolution adopting the new bye-laws was passed by a majority of more than 90% of the members present by raising hands.

It was contended for the appellant that the High Court had no jurisdiction to interfere with the internal matters of the Association and, therefore, the directions given and/or the approval granted to amend the bye-laws should be set aside; that the resolution passed on 7.9.2010 should be set aside/modified, as proper audience was not given to members of the Association and the resolution passed by show of hands, instead of a secret ballot, was illegal; that clause 12 of the amended bye-laws prescribing minimum period of three years to become eligible to contest election and two years to become eligible to cast vote was illegal; that clause 10 of the amended bye-laws prescribing a very high amount of Rs.2,000/- as entry fee, Rs.1000/- as yearly subscription for junior members of the bar and an Exorbitant sum of Rs.5000/- for revival of membership was illogical and deserved to be set aside; and that clause 17 of the amended bye-laws prescribing exorbitant and unjust deposits to be made for contesting the elections should be reasonably reduced. It was submitted that these amendments were against the junior members of the Association.

Dismissing the appeal, the Court

HELD:

1. This Court while exercising powers under Article 136 of the Constitution of India, 1950 would hardly be justified in interfering with internal matters of a Bar Association, as members of the Association are Advocates who understand as to what is in their interests. Therefore, to expect this Court to go on giving directions

A to convene meetings is neither practical nor expected of  
 this Court in exercise of its powers under Article 136.  
 However, the order dated 03.08.2010 was passed on  
 consensus of the Advocates who were present in the  
 Court-room including the counsel for the appellant.  
 B Further, though it was not necessary for this Court to  
 examine the validity of the amendments carried out in the  
 bye-laws as per the resolution passed in the General  
 Body Meeting held on 7.9.2010, but this Court has done  
 so only because of the insistence of the appellant to  
 maintain transparency and because the Teller Committee  
 C had undertaken the huge task pursuant to the consent  
 order dated 3.8.2010. [para 16 and 19] [308-B-D; 311-C-  
 D]

2.1. From the Report-cum-Minutes of the  
 D Extraordinary General Body Meeting of the Association  
 held on 7.9.2010, it is evident that the order passed by this  
 Court on August 3, 2010 was taken into consideration.  
 Notice had been given to the Members of the Association  
 stating that Meeting of the General Body was to be  
 E convened to consider the question of approving the  
 proposed amendments to the bye-laws. The report of the  
 Teller Committee indicates that the meeting was  
 supervised by its members. Due publicity was given to  
 the meeting. A copy of the notice of the Meeting along  
 F with copies of old bye-laws, proposed amendments in the  
 bye-laws, orders of the Supreme Court, orders of the  
 Division Bench of the High Court etc. were widely  
 circulated amongst the members of the Association  
 through cause list distributors. Therefore, it cannot be  
 said that proper meeting was not convened. [para 14]  
 G [305-F; 306-A-C-E]

2.2. The report indicates that the issue as regards  
 conducting a secret ballot was put to the General Body  
 for their opinion and majority of the members present  
 H desired that the resolution should be put to vote by

show of hands. In the circumstances, the appellant cannot say that the meeting should not have been conducted in the manner it was conducted and that secret ballot should have been permitted. [para 14] [306-F-H; 307-A]

2.3. It is incorrect to say that members of the Association were not permitted to speak at the meeting. The report of the Teller Committee indicates that before holding the meeting, those who were desirous of addressing the gathering were asked to put their names in the list; that 30 Advocates had shown their willingness and they in fact addressed the gathering; that the meeting was convened at 1.30 P.M. and the discussion continued upto 3.30 p.m. and thereafter the proposed amendment was put to vote which was approved by show of hands by the Members present; that more than 90% of the members of the Association who were present gave their assent by saying 'Yes'. The device adopted by the Teller Committee cannot be said to be arbitrary at all. [para 15] [307-B-E-F]

2.4. The legal profession is a solemn and serious occupation. It is a noble calling and all those who belong to it are its honourable members, the honour of the profession has to be maintained by its members by their exemplary conduct both in and outside the court. The legal profession is different from other professions in that what the lawyers do, affects not only an individual but the administration of justice which is the foundation of the civilized society. Both as a leading member of the intelligentsia of the society and as an intelligent citizen, a lawyer has to conduct himself as a model for others both in his professional and in his private and public life as also while exercising vote in an election of office bearers of the Association, so that the election takes place peacefully and in an organized manner. [para 17] [308-E-H; 309-A]

A 3.1. In the instant case, the amendments carried out  
 in the bye-laws of the Association can hardly be regarded  
 as against the legal fraternity in general or junior  
 members of the Bar, in particular. Clause 12 of the  
 amended bye-laws prescribing that a member of the  
 B Association having practice of less than two years would  
 not be entitled to vote or that a member of the Association  
 who has not put in three years of practice would not be  
 entitled to contest the election is reasonable and is meant  
 for enhancing the status and image of members of the  
 C Bar. These restrictions have been brought to uphold the  
 dignity of courts and majesty of law and to ensure that  
 there is no unprofessional and/or unbecoming conduct.  
 Clause 10 of the amended bye-laws prescribes Rs. 2,000/  
 - as entry fee and yearly subscription of Rs.1,000/- as well  
 D as Rs.2,000/-. Keeping in view several expenditures being  
 incurred by the Association on behalf of its members,  
 these amounts can hardly be regarded as exorbitant. It  
 is also noticed in several Bar Associations that certain  
 Members without making payment of entry fee or yearly  
 E subscription or renewal of their membership enjoy the  
 facilities provided by the Association. Therefore, the  
 stipulation that in case of non-renewal of membership, a  
 member will have to pay a sum of Rs.5,000/- for reviving  
 his membership cannot be regarded as arbitrary. Again,  
 F clause 17 which prescribes deposit of a certain amount  
 for contesting the elections cannot be regarded as illegal  
 or arbitrary. If no amount is required to be deposited for  
 contesting the elections the same is likely to result into  
 chaos and undeserving elements would take advantage  
 of the situation. [para 17-18] [309-E-H]

G 3.2. The resolution passed on 07.09.2010 is perfectly  
 legal and, therefore, the same is hereby upheld. [para 19]  
 [310-F; 311-A-E]

H CIVIL APPELLATE JURISDICTION : Civil Appeal No.  
 10267 of 2010.

From the Judgment & Order dated 16.4.2010 of the High Court of Judicature Madras in Application No. 2739 of 2009 in C.S. No. 301 of 2005. A

G. Sivabalamurugan, Anis Mohammad, L.K. Pandey for the Appellant. B

R. Balasubramaniom, G. Mohan Krishnan, B. Karunakaran, S. Gowthaman, Neeraj Shekhar, Ibrar Mohamed Abdullah, R. Chandrachud, R. Anand Padmanaban, Prithviraj B.N., Aristotal Flato, A. Riaz, Shashi Bhushan Kumar, Jayanth Muth Raj, R.C. Paul Kanagaraj, Velmurugan, C.K. Sasi, Nishe Rajan Shonker for the Respondent. C

The Judgment of the Court was delivered by

**J.M. PANCHAL.** 1. Leave Granted D

2. The instant appeal is directed against the judgment dated April 16, 2010 rendered by the Division Bench of the High Court of Judicature at Madras in Application No. 2739 of 2009 filed in Civil Suit No.301 of 2005 and Civil Suit No. 336 of 2005 by which the High Court has issued various directions regarding the management of the Madras High Court Advocates' Association ('The Association', for short) and had approved the amended bye-laws of the Association. E

3. In order to understand the controversy raised in the appeal, it would be necessary to notice certain facts emerging from the record of the case. F

In the year 1879, the Association was established. On March 16, 1972 the Association was incorporated as a Society and also as a charitable trust under the provisions of Registration of Literary Scientific and Charitable Societies Act, 1860. G

Two learned Advocates who are Members of the Association have filed Civil Suit No.301 of 2005 seeking H

- A removal of the Trusteeship of defendant Nos. 1 and 3 who are the President and Secretary respectively of the Association and to direct them to submit report of accounts. They have also prayed to frame a permanent scheme for the election and management of the Trust. Pending the said suit, four other
- B learned Advocates of the Association have filed Civil Suit No.336 of 2005 to declare that the action of the defendant No.4 of the said suit i.e. Secretary of the Association in notifying programme for election of the office bearers of the Association and the resolution dated March 24, 2005 of the General Body
- C of the Association appointing the defendant Nos. 17 to 22 of the said suit, as members of the Election Committee to conduct the election are bad in law and to restrain the defendant Nos. 1 to 16 as well as 17 to 22 from taking any action pursuant to the declaration of the election programme.
- D The Secretary of the Association has filed Civil Suit No. 337 of 2005 to restrain the defendants named therein from interfering with his functioning as Secretary till expiration of his tenure i.e. till April, 2006.
- E 4. It may be stated that the above numbered suits have been instituted in the High Court on its original jurisdiction and are pending disposal. The record indicates that in view of the pendency of above numbered suits every year the learned Advocates used to file different applications in the suits seeking
- F direction of the High Court for holding elections of the office bearers of the Association and appropriate directions were given by the High Court from time to time. One learned advocate Mr. Thiru R. Karuppan filed an application bearing No.3101 of 2007 in Civil Suit No.301 of 2005 seeking his
- G impleadment in the suit and to restrain the members of the Election Committee from scrutinizing applications received from the members of the Association for contesting election of office bearers of the Association and from conducting the election. It was also prayed therein to appoint tellers committee to conduct
- H

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elections of the association. The learned Single Judge of the Madras High Court, by an order dated April 17, 2007, appointed a Tellers Committee consisting of 1) Thiru R. Thyagarajan, Senior Advocate, 2) Thiru N.G.R. Prasad, Advocate 3) Thiru C. Selvaraju, Senior Advocate 4) Thiru K.M. Ramesh, Advocate and 5) Thiru Ashok Menon, Advocate to complete the entire election process for the year 2007. Again for the year 2008-09, the High Court was approached by the learned Advocates and a learned Single Judge of the High Court passed the following order on March 17, 2008 :-

“It is represented by Mr. G. Rajagopal, Senior Counsel that the Committee was appointed by the Office Bearers of the High Court Association to give recommendation for amending the bye-laws and that the said Committee is going to file a draft amendment in the bye-laws before the Association by 25.3.2008. The learned President of the said Association would represent that thereafter they will convene a General Body Meeting for getting approval of the draft amendment of the bye-laws by the General Body. Dr. G. Krishnamurthy, the learned counsel for the plaintiff in C.S. No.301 of 2005 would represent that if the bye-laws are amended nothing will survive in all the suits.”

The record further shows that thereafter on April 11, 2008 an order was passed by a learned Single Judge of the High Court directing the elections to be conducted on April 29, 2008 under the supervision of the Tellers Committee. Again for conducting election of the Association for the year 2009-2010, the High Court was approached by the learned members of the Association. At the instance of the learned Advocates appearing for the parties, the matter was posted for hearing before the Division Bench of the High Court. The Division Bench of the High Court heard the learned Counsel for the parties and parties themselves, at length. After considering the overall submissions made by the learned Counsel for the parties, the Division Bench by order dated July 27, 2009

A constituted three Committees, for different purposes, namely:

(i) to prepare the list of Members of the Association who are eligible to vote in the election and who have enrolled themselves as members as on 31.3.2009 for the election for the year 2009-10.

B

(ii) to frame/amend bye-laws for the Association; and

(iii) to conduct the election.

C To verify the list of Members of the Association upto 31.3.2009, the High Court appointed the following learned Advocates as member of the Committee :-

(i) Sri S.V. Jayaraman, Senior Advocate

D

(ii) Sri T.R. Mani, Senior Advocate

(iii) Sri L. Chandra Kumar, Advocate

(iv) Any other Advocate/Advocates as decided by the above named three members.

E

(v) Any officer/officers/staff as decided by the first three members.

F To frame the bye-laws, the following learned Advocates were appointed as Members of the Committee :-

(i) Sri S.V. Jayaram, Senior Advocate

(ii) Sri Ashok Menon, Advocate

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(iii) Mrs. Sudha Ramalingam, Advocate

(iv) Some other Advocate/Advocates as decided by the above three members.

H To conduct the election, the following learned Advocates were appointed as members of the Tellers Committee.

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- (i) Sri. G. Rajagopal, Senior Advocate A
- (ii) Sri. L. Chandra Kumar, Advocate
- (iii) Selvi P.T. Asha, Advocate
- (iv) Any other Advocate/Advocates as decided by the B  
above three members.

By an order dated September 18, 2009 the Division Bench extended the time for scrutiny of the list of Members till November 1, 2009. The Division Bench of the High Court, by an order dated January 12, 2010, issued guidelines for finalizing the list of eligible members, whose names were to be approved by the High Court in the presence of parties concerned including Sri S.V. Jayaraman, Senior Advocate and Mr. T.R. Mani, Senior Advocate. Again by an order dated February 5, 2010 time was extended upto February 22, 2010 for verification of the list of Members in view of request made by Mr. T.R. Mani, learned Senior Advocate who was one of the members of the Committee constituted for verification of the list of members of the Association upto 31-03-2009. The Division Bench by an order dated February 22, 2010 in the presence of Mr. S.V. Jayaraman, Senior Advocate, Mr. T.R. Mani, Senior Advocate, Mr. Elephant G. Rajendran, Mr. R. Karuppan, Mr. S. Prabhakaran representing Mr. Abdul Rahman and Dr. G. Krishnamurthy, directed the respective counsel of the parties, to sit with the Committee constituted to frame bye-laws of the Association and to finalise the draft bye-laws. By the said order time was granted upto March 6, 2010 to the learned Advocates to undertake the exercise of framing/ amending bye-laws. Again by an order dated March 8, 2010, the Court took on record the copy of the draft bye-laws produced by Mr. S.V. Jayaraman, Senior Advocate and noted the, necessary amendments suggested therein by the respective learned counsel for the parties. The Court also granted further time to Mr. T.R. Mani, Senior Advocate, to finalise the list of eligible members of the Association. The record shows that by an order

A dated March 15, 2010 the Division Bench of the Madras High  
Court directed the Committee constituted for verification of the  
list of members of the Association to circulate its report by  
March 22, 2010. So far as draft bye-laws recommended by the  
Committee constituted for the said purpose were concerned,  
B they were noted and orders thereon were reserved.

5. Meanwhile, a representation was given to the Hon'ble  
the Chief Justice of Madras High Court making allegations  
against the learned Judges constituting the Division Bench as  
if they had overstepped their jurisdiction in the matter of  
C amendment of the bye-laws of the Association. The Hon'ble the  
Chief Justice had forwarded the said representation to the  
Hon'ble Judges constituting the Division Bench. The Division  
Bench hearing the matter had certain reservations about the  
representation said to have been made by a few Advocates  
D who had not raised any objection before the Court. The Division  
Bench therefore heard the matter again at length. All the  
respective learned Counsel expressed their regret for such  
representation which was sent to the Hon'ble the Chief Justice  
of High Court by a few handful of Advocates and they also  
E requested the Court to proceed with the matter and to pass  
order. The Division Bench insisted that the learned Advocates  
present should file affidavits to the said effect. The record  
shows that accordingly affidavits were filed. Thereafter, various  
F suggestions were given relating to the amendment of the bye-  
laws of the Association. The Division Bench was not inclined  
to consider those amendments except a few suggestions which  
were accepted by most of the members who were present in  
the Court. Thus, the High Court by judgment dated April 16,  
2010 approved the draft bye-laws of the Society which has  
G given rise to the instant appeal.

6. It may be mentioned that SLP (C) No. 16840 of 2010  
out of which the present appeal arises was placed for  
preliminary hearing before the Court on May 24, 2010 during  
summer vacation and after hearing the learned counsel for the  
H appellant the Court had passed the following order:-

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"Permission to file special leave petition is granted. Issue notice, returnable in six weeks, dasti, in addition. A

In the meanwhile, further proceedings in Civil Suit Nos.301 and 336 of 2005 and operation of order dated 16.4.2010 passed by the Division Bench of the Madras High Court shall remain stayed." B

It is also deserved to be stated that the present appellant had filed application No.1473 of 2010 in Civil Suit No. 301 of 2005 with a prayer to implead her as one of the defendants. As per the application made in the Special Leave Petition it transpires that the Division Bench of the High Court did not consider the same and therefore application was filed before this Court seeking permission to file special leave petition. C

7. The special leave petition was thereafter listed before the Court on July 26, 2010 and after hearing the learned counsel for the parties and on their request, the matter was adjourned to August 3, 2010. Again on August 3, 2010 the Court had heard the learned counsel for the parties at great length and in view of consensus arrived at between the learned counsels appearing in the matter following directions were issued :- D  
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"1. The extraordinary meeting of the General Body of the Madras High Court Advocates' Association will be held at 1.30 p.m. on 7.9.2010. F

2. The learned Secretary of the Bar Association will give notice to the members of the Association stating that the extraordinary meeting of the General Body will be held at 1.30p.m. on 7.9.2010. G

3. The meeting of the General Body shall consider the question of approving the proposed amendment of the bye-laws.

4. The extraordinary meeting of the General Body shall be H

A supervised by the following learned advocates who are members of the Tellers Committee:-

(i) Sri G. Rajagopalan, Sr. Adv.

(ii) Sri L. Chandrakumar, Adv.

B

(iii) Selvi P.T. Asha, Adv.

C 5. Unless and until, the amended bye-laws are approved at the extraordinary meeting of the General Body of the Madras High Court Advocates' Association, the same shall not be implemented in any manner."

D 8. Pursuant to the above mentioned directions given by the Court, an extraordinary meeting of the General Body of the Madras High Court Advocates' Association was held on September 7, 2010. Further, in compliance of the above mentioned order of this Court the Honorary Secretary of the Association, under the supervision of the Teller Committee had issued a notice on 16.08.2010 informing the members of the Association that the Extraordinary General Body meeting of the Association would be held at 1.30 p.m. on 7.09.2010 and the copies of the notice were exhibited at conspicuous places in the High Court premises. The record shows that the said notice was also published in two newspapers that is one Hindu (English) dated 22.08.2010 and Dhinamalar (Tamil) dated 22.08.2010. The Teller Committee had further given instructions to widely circulate a copy of the notice of the Extraordinary meeting of the Association to be held on 7.9.2010 along with copy of old bye-laws, copy of proposed amendments in the bye-laws, orders of the Supreme Court, an order of the Division Bench, amongst Members of the Association through cause list distributors and also delivered the same to all the members in the chambers allotted to them. The record shows that the resolution as to whether the Members of the Association present were giving their assent for approving their new bye-laws or rejecting the new bye-laws was put to vote. The record would

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further show that more than 90% of the members present  
accorded their assent approving the new bye-laws by raising  
of hands and saying 'Yes'. Therefore, the resolution adopting  
the new bye-laws was passed. A

9. The resolution passed by the Members of the  
Association at the Extraordinary meeting of the General Body  
of Madras High Court Advocates' Association held on  
September 7, 2010 was sent to this Court by the learned  
Members of the Tellers Committee. When the matter was taken  
up for hearing on October 4, 2010, the learned counsel for the  
appellant had stated at the Bar that he had received a copy of  
the Resolution dated September 10, 2010 passed at the  
Extraordinary General Body Meeting of the Association held on  
September 7, 2010 and prayed to adjourn the matter by two  
weeks to enable him to file response/affidavit to the Resolution.  
The prayer was accepted and it was ordered accordingly. B  
C  
D

10. Thereafter, the learned counsel for the appellant had  
filed objections to the report filed before this Court by the  
learned Members of the Tellers Committee alongwith the  
objection affidavits sworn by certain learned Advocates  
practicing in the Madras High Court. The learned counsel for  
the respondents had contended that question relating to the  
validity of the amended bye-laws should not be considered by  
this Court and that the appellant should be relegated to the  
alternative remedy available under the law. Thereupon, the  
learned counsel for the appellant had pointed out that the bye-  
laws had been amended pursuant to the orders passed by this  
Court on August 3, 2010 and, therefore, no other Court or forum  
would examine the question of validity of the amended bye-laws  
because of judicial discipline and propriety. On this submission  
being made the Court had decided to examine the validity of  
the amendments made in the bye-laws. E  
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11. The learned counsel for the appellant submitted that  
the Resolution passed on September 7, 2010 should be set  
aside and/or modified because proper audience was not given H

- A to all Members of the Association who had attended the Extraordinary Meeting of the General Body of the Association. It was contended that most of the members had requested the Members of the Teller Committee to consider adoption and/or otherwise of the amendments made in the bye-laws by a secret
- B ballot but the said reasonable request was arbitrarily turned down by the Teller Committee and the Resolution was passed by show of hands which was illegal. It was argued that clause 9 of the amended bye-laws refers to the voting rights of the resident, non-resident and associate members but before
- C adopting the said clause no meticulous discussion had taken place which vitiates the Resolution. What was maintained before the Court was that the Clause 12 of the amended bye-laws relating to the eligibility to contest the election and cast vote which prescribes minimum period of three years to
- D become eligible to contest election is unreasonable and liable to be set aside. It was pleaded that the Association Membership should not have been taken as a criterion for deciding eligibility to contest election and cast vote but the date of enrolment in the Bar Council ought to have been taken into consideration for determining eligibility to contest the election
- E and or cast vote. The learned counsel further emphasized that Clause 10 of the amended bye-laws prescribes a very high amount of Rs. 2,000/- as entry fee and yearly subscription of Rs.1,000/- for Junior Members of the Bar. Whereas in case of renewal an exorbitant sum of Rs.5,000/- is unilaterally
- F prescribed which is illogical and deserves to be set aside. According to the learned counsel for the appellant Clause 17 of the amended bye-laws which prescribes deposit to be made for contesting the elections is exorbitant as well as unjust and, therefore, this Court should reduce the same reasonably. What
- G was maintained before the Court was that the four amendments mentioned above in the bye-laws are against the interest of the learned Junior Members of the Association as well as entire legal fraternity. And, therefore, appropriate directions should be given to the Teller Committee to convene another Extraordinary
- H General Body Meeting of the Association for considering the

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question whether the amendments in the bye-laws should be adopted or not. It was also prayed on behalf of the learned counsel for appellant that direction should be given to consider the question of adoption of those amendments by a secret ballot. A

12. All the other learned counsels appearing for the respondents without exception have strongly opposed the prayer made by the learned counsel for the appellant. It was pointed out by them that pursuant to the direction given by this Court an Extraordinary Meeting of the General Body of the Association was held wherein the amendment made to the bye-laws was carried out by majority of the Members who were present. According to the learned counsel of the respondents after passing of the order dated August 3, 2010 the instant Special Leave Petition itself become infructuous and, therefore the directions as sought for by the learned counsel for the appellant to again convene an Extraordinary Meeting to the General Body of the Association should not be accepted at all. B C D

13. This Court has heard the learned counsel for the parties at great length and considered the documents forming part of the instant petition. E

14. From the Report-cum-Minutes of the Extraordinary General Body meeting of the Association held on September 7, 2010, it is evident that the order passed by this Court on August 3, 2010 was taken into consideration. Before the Extraordinary General Body Meeting was held on September 7, 2010 the learned Honorary Secretary of the Association had given notice to the other learned Members of the Association stating that the Extraordinary General Body Meeting of the Association would be held on September 7, 2010. It was also specified in the notice that the Meeting of the General Body is convened to consider the question of approving the proposed amendment made to the bye-laws. The report of the Teller Committee indicates that the meeting was supervised by the learned Advocates who were appointed as Members of the F G H

- A Teller Committee. The notice issued by the Honorary Secretary of the Association was exhibited at conspicuous places at the High Court premises. The said notice was also published in two newspapers i.e. Hindu (English) dated 22.8.2010 and Dhinamalar (Tamil) dated 22.8.2010. The Minutes would further
- B indicate that on the instructions of the Teller Committee, a copy of the notice of the Extraordinary General Meeting of the Association along with the copy of old bye-laws, copy of amendments to be made in the bye-laws, orders of the Supreme Court, orders of the Division Bench of the High Court
- C etc. were widely circulated amongst the Members of the Association through cause list distributors. The notice with materials mentioned above was also delivered in the chambers of all the learned Advocates including the Members of the Association. The report indicates that the meeting Hall of the
- D Association was too small to accommodate the large number of members who were expected to attend the meeting and, therefore, with the permission of the Registry the meeting was arranged in the meeting Hall on the 5th floor of the Annexed chamber building of the High Court. As mentioned in the report of the Teller Committee, the arrangements were again
- E supervised by the Teller Committee. Therefore, in these circumstances, the grievance made by the learned counsel for the appellant that proper meeting was not convened has no substance. The report indicates that after the meeting was convened at about 1.30 p.m. the discussion had gone on till
- F 3.30 p.m. Thereafter, Mr. G. Rajagopalan had informed the members that he had received request from certain learned Members of the Association to conduct a secret ballot and as per the report of the Teller Committee this request was put to the General Body for their opinion. The report of the Teller
- G Committee without mincing words mentions that majority of the learned Members who were present in the meeting had desired that the resolution should be put to vote by show of hands immediately. Under the circumstances the grievance made by the learned counsel for the appellant that the meeting
- H should not have been conducted in the manner in which it was

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conducted and that secret ballot should have been permitted  
cannot be entertained. A

15. Another grievance made by the learned counsel for the  
appellant that Members of the Association were not permitted  
to speak at the meeting to express their views for consideration  
and, therefore, the Resolution should be set aside lacks factual  
basis. So far as permission to speak at the meeting is  
concerned the report of the Teller Committee indicates that  
before holding meeting the learned Advocates who were  
desirous of addressing the gathering were asked to put their  
names in the list. As per the report of the Teller Committee 30  
learned Advocates had shown their willingness and they were  
permitted and had in fact addressed the gathering. As per the  
Report, the discussion had continued upto 3.30 p.m. and  
thereafter the proposed amendment was put to vote which was  
approved by show of hands by the Members who were present  
at the meeting. As per the Report more than 90% of the learned  
members of the Association who were present had given their  
assent by saying 'Yes'. Thus, it is wrong to suggest that the  
learned Members of the Association were not permitted to  
speak at the meeting. The experience of one and all is such  
that in such meetings chaos takes place and normally the  
learned Members of the Association shout at each other. In  
order to avoid such an eventuality before holding the meeting  
the names of those Advocates who were desirous of  
addressing the meeting were enlisted. The device adopted by  
the learned Members of the Teller Committee cannot be said  
to be arbitrary at all. B  
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16. The argument that the four clauses mentioned earlier  
are against the interest of the legal fraternity in general and  
against the interest of the learned Junior Members in particular  
who were practicing in the High Court and, therefore, fresh  
directions as prayed for should be given is difficult to accept.  
The Teller Committee had already convened a meeting pursuant  
to a consensus order passed by this Court. In the SLP the main  
grievance made was that the High Court had no jurisdiction to  
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A interfere in the internal matters of the Association and, therefore, the directions given and/or the approval granted to the amended bye-laws should be set aside. As stated earlier, order dated August 3, 2010 was passed on consensus of at least 15 Advocates who were present in the Court room including the learned Advocate for the appellant. This Court while exercising powers under Article 136 of the Constitution would hardly be justified in interfering with internal matters of a Bar Association. The Association includes Members as learned Advocates who are practicing in the Court. It is not difficult for the learned Advocates of the Association who are practicing law day in and day out in the Court rooms to understand as to what is in their interest and, therefore, this Court would hardly have any occasion to tender any advice to the learned Advocates of the Association in the matters relating to the internal affairs of the Association. Therefore, to expect this Court to go on giving directions to convene meeting is neither practical nor expected of this Court while exercising powers under Article 136 of the Constitution.

17. The legal profession is a solemn and serious occupation. It is a noble calling and all those who belong to it are its Hon'ble Members. Although, the entry to the profession can be had by acquiring merely the qualification prescribed by different universities, the honour as a professional has to be maintained by its Members by their exemplary conduct both in and outside the Court. The legal profession is different from other professions in that what the lawyers do, affects not only an individual but the administration of justice which is the foundation of the civilized society. Both as a leading member of the intelligentsia of the society and as an intelligent citizen, the lawyer has to conduct himself as a model for others both in his professional and in his private and public life. The different Associations of the Members of the Bar are being formed to show the strength of lawyers in case of necessity. The lawyers while exercising vote in an election of office bearers of the Association must conduct himself in an exemplary manner.

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Those who are concerned about high standard of the profession are supposed to take appropriate action to see that the election takes place peacefully and in an organized manner. Many a times it is noticed that those who are not lawyers get entry into the Association room by putting on merely black coat as at the time of election the feelings are running high. Such elements take undue advantage of the situation and bring a bad name to the Association of the Advocates. Therefore, to deter such elements the amendments have been carried out in the bye-laws. Those amendments carried out in the bye-laws of the Association can hardly be regarded as against the legal fraternity in general and as against Junior Members of the Bar in particular. In every society or association some code of conduct has to be laid down as to in which manner the voting should be done and who would be competent to vote. The Association of Advocates are expected to rise to the occasion as they; are responsible to uphold the dignity of Courts and majesty of law and to prevent interference in administration of justice. It is the duty of the Associations to ensure that there is no unprofessional and/or unbecoming conduct by the Advocates at the time of election of the office bearers of the Association. This being their duty it was necessary to amend the bye-laws of the Association. The amendment prescribing that a Member of the Association having practice of less than two years would not be entitled to vote or that a member of the Association who has not put in three years of practice would not be entitled to contest the election are reasonable and are meant for enhancing status and image of members of the Bar. These restrictions have been brought to uphold the dignity of Courts and majesty of law and to ensure that there is no unprofessional and/or unbecoming conduct. The other amendments to which the learned counsel for the appellant has taken exception also do not impose unreasonable restriction on the members of the Association. Clause 12 of the amended bye-laws refers to the eligibility criterion to cast vote and to contest the election and the same has not been regarded as unreasonable. Clause 10 of the amended bye-laws prescribes

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- A entry fee and yearly subscription for the Members of the Bar. The prescription of Rs. 2,000/- as entry fee and yearly subscription of Rs.1,000/- as well as Rs.2,000/- can hardly be regarded as exorbitant. One who is a member of the Association of Advocates can realize that several expenditures
- B have to be incurred by the Association on behalf of its Members. Further staff has to be employed to carry out day to day instructions and they have to be paid reasonable salary. Having regard to the circumstances prevailing as on today, the prescription of entry fee or yearly subscription can hardly be
- C regarded as exorbitant. It is also noticed in several Bar Associations that certain Members without making payment of entry fee or yearly subscription enjoy the facilities provided by the Association. In some cases it is found that some advocates become Member of the Association by making payment of
- D yearly subscription initially but thereafter do not renew their membership and go on enjoying all the facilities provided by the Association. Under the circumstances, the stipulation that in case of non-renewal of membership, a member will have to pay a sum of Rs.5,000/- for reviving his membership can hardly be regarded as arbitrary.
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18. Again clause 17 which prescribes deposit of amount for contesting the elections cannot be regarded as arbitrary. If no amount is required to be deposited for contesting the elections the same is likely to result into chaos and undeserving
- F elements would take advantage of the situation In the lighter vein someone mentioned in the Court that if no amount is required to be deposited for contesting elections all the members of the association would contest elections and there would be no voters. Therefore, the plea that the amount required to be
- G deposited for contesting the elections should be reduced to a reasonable level cannot be accepted nor the said clause be regarded as illegal or arbitrary. Lastly, the contention that the amendments in the bye-laws are against and not in the interest of the junior members of the Bar and, therefore, appropriate
- H direction to convene a fresh meeting of the Extraordinary

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General Body of the Association should be issued has no substance. Except stating that the amendments carried out in the bye-laws by thumping majority are against and not in the interest of learned Junior Members of the Bar, it could not be pointed out as to how the amendments are against the interest of junior members of Bar. Thus, it is difficult for this Court to accept such an argument advanced at the Bar.

19. The Report of the Teller Committee indicates that the learned Members of the Teller Committee had performed yeoman service to the Members of the Association for which they deserve applaud. On the facts and in the circumstances of the case this Court is of the opinion that after passing of the order dated August 3, 2010 the main grievance made by the learned counsel for the appellant that the High Court should not have interfered with the internal matters of the Association by giving directions stood redressed. Therefore, the learned counsel for the respondents are right in contending that the petition had become infructuous and, therefore, no further directions should be given by this Court. Though it was not necessary for this Court to examine the validity of the amendments carried out in the bye-laws, the said exercise was undertaken by the Court only because of the insistence of the learned counsel for the appellant and to maintain transparency, because the Teller Committee had undertaken the huge task pursuant to consent order passed by this Court. The Resolution passed on September 7, 2010 is perfectly legal and, therefore, the same is hereby upheld.

20. The net result of the above discussion is that now this Court does not find any substance in the appeal and, therefore, the appeal deserves to be dismissed.

21. For the foregoing reasons the appeal fails and is dismissed and there is no order as to costs.

R.P.

Appeal dismissed.