

## **The Worshipful Company of Arbitrators**

The Members of the Worshipful Company of Arbitrators shall be bound by and the affairs of the Company shall be governed by the following Constitution and Ordinances

### **CONSTITUTION**

1. (a) The Company shall consist of a Master, Wardens, Assistants, Liverymen, Freemen and Yeomen and may include Honorary Freemen.
  - (b) The first Freemen of the Company shall be the Members of the Company of Arbitrators at the 17<sup>th</sup> day of March 1981, and such Freemen shall be and be deemed to be Freemen of the Company by Redemption.
  - (c) The Master, Wardens, Assistants, Trustees, and Officers of the Company of Arbitrators at the 17<sup>th</sup> day of March 1981 shall continue in their respective offices until another Master and other Wardens, Assistants, Trustees and Officers have been elected and admitted in accordance with the provisions of the Ordinances unless they or any of them sooner die, resign or are removed.
2. Every member of the Court of Assistants of the Company at the 17<sup>th</sup> day of March 1981 upon being admitted to the freedom of the City of London and paying the prescribed livery fines, shall be deemed to have been duly admitted into the Livery of the Company, but any member of the Court of Assistants of the Company who, at the expiration of three months from the date on which these Constitution and Ordinances come into force, is not a Liveryman of the Company shall be disqualified from executing the duties of his office until such time as he is a Liveryman of the Company.

### **3. Objects**

The objects and intentions of the Company are: -

- (a) to afford means of professional and social intercourse and the exchange of information between Fellows, Members or Associates of the Chartered Institute of Arbitrators (the Institute), and others involved with arbitration or with alternative forms of dispute resolution, and their families;
- (b) to purchase, take on lease, maintain, borrow or hire a hall, institute, library or other building or premises, and any real or personal property within the City of London to further the objects of the Company;
- (c) to create and accumulate funds and apply them to advance the interests of the Company, its members, its retired or distressed members, their wives, widows, children or other dependants, for education in arbitration and in alternative forms of dispute resolution and for scholarships, prizes and research in connection therewith, and for any charitable objects;
- (d) to accept any securities or trusts for these purposes;
- (e) to aid and assist the Institute, and other organisations or individuals connected with arbitration or with alternative forms of dispute resolution;

- (f) to promote honourable practice in the conduct of arbitrations and of alternative forms of dispute resolution;
- (g) to apply to Her Majesty the Queen in Council or to her successors for a Charter of Incorporation, when it seems appropriate to the Court of Assistants;
- (h) to do any thing which will help to achieve any of these objects.

#### **4. Gender**

In this Constitution the masculine includes the feminine and vice versa.

### **ORDINANCES**

The Ordinances contained in the Schedule shall be the Ordinances of the Company until they are repealed or altered in the manner provided.

### **THE SCHEDULE**

#### **1. Freedom of the Company**

- (a) The Court shall have power to elect and order the admission to the Freedom of the Company by:
  - i. Patrimony, Servitude or Redemption of Fellows, Members or Associates of the Institute, and others involved with arbitration or with alternative forms of dispute resolution;
  - ii. Redemption of adult children of Liverymen of the Company who are not currently involved with arbitration nor with alternative forms of dispute resolution, provided their number does not exceed 10% of the members of the Company at the time of their election;
  - iii. Redemption of such Honorary Freemen as the Court shall think appropriate, provided their number does not exceed 5 at the time of their election or a number prescribed by the Court.

subject to payment of the Fees prescribed by the Court;

- (b) The names, addresses and occupations of all candidates for the Freedom by Redemption and of all persons to be made free by Patrimony or Servitude shall be entered on the summons convening the Court at which they are to be elected or ordered to be admitted.

#### **2. Admission of Freemen to Livery**

Subject to the Order of the Court of Mayor and Aldermen dated 17<sup>th</sup> day of March 1981, and to such other Orders of the Court of Mayor and Aldermen of the City of London as may be made hereafter, the Court may elect and admit to the Livery of the

Company as it thinks appropriate and able to be of the same Livery, any Fellow, Member or Associate of the Institute or any other person involved with arbitration or with alternative forms of dispute resolution, who is a Freeman of the City of London and of the Company, subject to payment of the Fees prescribed by the Court. The maximum number of the Livery is as prescribed by the Court of Aldermen.

No adult child of a Liveryman of the Company shall be eligible for election to the Livery of the Company unless currently involved with arbitration or with alternative forms of dispute resolution despite being otherwise qualified as a Freeman of the Company and of the City of London.

### **3. Admission of Yeomen.**

- (a) The Court shall have power to admit as Yeomen individuals who are studying for Membership, Fellowship or Associateship of the Institute or for other qualifications which the Court considers useful in connection with arbitration or with alternative forms of dispute resolution.
- (b) Yeomen shall be entitled to attend such functions of the Company as the Court shall from time to time determine.
- (c) An individual shall cease to be a Yeoman upon being elected a Member, Fellow or Associate of the Institute, or on being admitted to the Freedom of the Company,

subject to payment of the Fees prescribed by the Court.

### **4. Fines, Fees and Quarterage**

Subject to the Order of the Court of Mayor and Aldermen of the City of London dated the 17<sup>th</sup> day of March 1981, the Fines, Fees and Quarterage shall be such sums as the Court determines. The Clerk shall notify any change to the Chamberlain of London.

### **5. Declarations**

The Master, Wardens, Assistants, Liverymen, Freemen, Yeomen and Honorary Freemen shall make and sign the Declaration prescribed for admission to the Freedom or the Livery, or for election to the Court or to any office in the Company.

### **6. Governing Body**

- (a) The affairs of the Company shall be managed by a Court consisting of a Master, a Senior Warden, a Junior Warden and not fewer than ten nor more than twenty four Assistants, being Liverymen of the Company.
- (b) Unless otherwise resolved by the Court, an Assistant shall not serve more than seven years from the date of joining the Court, nor shall a Liveryman be eligible for re-election to the Court until after one year has passed.

- (c) The Court may elect another Liveryman of the Company in place of any member of the Court who dies, resigns or is removed from the Court while serving on it, or if an increase in the number of Assistants is required.
- (d) On election every member of the Court shall pay the appropriate Fine. On admission he will make the prescribed Declaration and sign the Roll.
- (e) The Court shall meet at least quarterly. One meeting shall be held in July every year and shall be known as the Election Court.
- (f) The Master or in his absence the Senior Warden shall preside at the Meetings of the Court. In the absence of both the Master and the Senior Warden, the Junior Warden shall preside.
- (g) Six members of the Court shall constitute a quorum but no meeting shall be held unless the Master or a Warden is present.
- (h) The decision of the Master or presiding Warden shall be final on all points of order.
- (i) At Elections, any two members may demand a ballot and, in case of a tie, the Master or presiding Warden shall exercise a casting vote.
- (j) Past Masters of the Company shall be entitled to receive notices of all meetings of the Court and shall be entitled to attend and speak at such meetings but only those who have vacated the Chair within five years immediately preceding the October before the date of the meeting shall be entitled to propose or second a motion, or to vote.
- (k) If the conduct or circumstances of a member shall be injurious to the character and interests of the Company in the opinion of the Court or of any ten members (who shall certify the same in writing), the Court shall have power to exclude him from participation in the affairs, benefits and amenities of the Company either generally or for a specified period without assigning any reason. The powers given to the Court by this clause shall only be exercised at a meeting of the Court of which not less than fourteen days notice was given to every member of the Court of the intention to consider the conduct of the person concerned at that meeting. Before exercising this power the person concerned shall be given due notice and the opportunity of being heard either by the Court itself or by a Committee thereof.

## **7. Election of Master and Wardens**

The Master, Senior Warden and Junior Warden shall be elected from members of the Court at the Election Court in July every year and shall be admitted to office at a meeting of the Court to be held in October every year-

## **8. Election of Clerk, Beadle, Chaplain or others**

At the Election Court, the Court shall elect its Clerk, Beadle, Chaplain or any other person required by the Court to assist in the administration of the Company's affairs.

**9. Managing Trustees**

The Court may from time to time appoint not fewer than four nor more than eight Trustees, who are members of the Court, and may in addition appoint a Trust Corporation which Managing Trustees and/or Trust Corporation shall have the custody of all Documents of Title and securities of the Company. Upon a Managing Trustee ceasing to be a member of the Court, he shall immediately vacate the office of Managing Trustee.

**10. Casual Vacancies**

In the event of the death, retirement or removal of a Master, Warden, Clerk or other officer, the Court shall have power to make a temporary appointment for the remainder of his term of office which, however, in the case of a Master shall be the Immediate Past Master.

**11. Activities**

As it thinks appropriate

- (a) the Court may appoint committees for general or special purposes provided that they shall not spend the Company's money except with the Court's express permission;
- (b) the Court may appoint technical advisers to assist it;
- (c) the Court may arrange an Annual Banquet and other meetings and conferences of Liverymen, Freemen or Yeomen of the Company.

**12. Duties of the Clerk**

The Clerk shall:

- (a) keep the Minutes of all Meetings and the Financial Accounts of the Company;
- (b) issue summonses to all Meetings subject to the direction of the Master;
- (c) carry out further duties as the Court may prescribe from time to time.

**13. Custody of Books, etc.**

The books, records, securities and other property of the Company shall be kept in custody in the manner determined by the Court from time to time.

**14. Audit of Account**

Every year the Court shall appoint a qualified Auditor who is neither a member nor officer the Company, to examine and report upon the Accounts.

**15. Amendment of Ordinances**

Notice of a Motion to repeal, amend or add to these Ordinances shall be sent to the Clerk in writing twenty-one days before a meeting of the Court and must be included in the Summons convening that Court. Any Motion to repeal, amend or add to these Ordinances shall not be declared carried except by the votes of two thirds of the members present and voting and, if declared carried, shall not come into force until they have been approved by the Court of Mayor and Aldermen of the City of London

**16. Gender**

The masculine includes the feminine in these Ordinances and vice versa.

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