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British

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Insurance

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Law

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Association

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CONSTITUTION AND RULES





# CONSTITUTION

## 1. NAME

The name of the Association shall be the British Insurance Law Association.

## 2. PURPOSE, AIMS AND OBJECTS

- (1) To consider and discuss matters of general interest arising out of the law of the UK and of such other countries as the Association may from time to time think desirable, in so far as they affect any branch of insurance.
- (2) To hear and discuss papers dealing with insurance law problems of the UK and other countries.
- (3) To take such action as may be thought desirable by the Association to further its aims and objects, including but not limited to:
  - collaborating with existing associations or bodies connected with insurance;
  - forming ad hoc committees or other groups (which may include non-members) for the purpose of preparing or considering reports or papers on such specific matters of law and practice as require detailed study.

## 3. MEMBERSHIP

- (1) The following shall be eligible for membership:
  - (a) any person with academic or professional legal qualifications, or engaged in teaching or research in insurance law, who in the opinion of the Committee is sufficiently connected with, or interested in, insurance;
  - (b) any person who is a diploma-holder of the Chartered Insurance Institute, the Institute of Actuaries, the Faculty of Actuaries, the British Insurance and Investment Brokers Association or any other such body as the Committee may think fit;
  - (c) Insurers, Insurance Associations, Firms of Insurance Brokers, Adjusters, Solicitors and any other corporate body, organisation or partnership which, in the opinion of the Committee, has sufficient connection with or interest in



insurance (hereinafter referred to as a 'Corporate Member');


- (d) any academic institution and designated current members or affiliates thereof (hereinafter referred to as an 'Academic Institution').

Where an Academic Institution or a Corporate Member is admitted to membership it shall be entitled to one vote. An Academic Institution or a Corporate Member shall be entitled to appoint in writing a person to represent it at any meeting of the Association and such person shall vote on behalf of the Academic Institution or Corporate Member and shall be eligible for election to the Committee.

- (2) The Committee may also at its discretion admit to membership other persons engaged in insurance of any kind or in the study of insurance or insurance law.
- (3) Applications for membership shall be in writing and shall be subject to approval by the Committee. In the case of a Corporate Member, the application shall be in the name of the corporate body, organisation or partnership. A Corporate Member may nominate up to five members of their organisation to receive mailings from the Association.
- (4) (a) The Committee may invite any person whose experience and knowledge is considered to be of value to become an honorary member.
  - (b) Honorary membership shall be for such period as the Committee may determine from time to time.
  - (c) An honorary member may hold the office of president, deputy president or vice-president.

#### **4. SUBSCRIPTION**

- (1) The subscription shall be such sum as shall be fixed from time to time by the Association in General Meeting. All subscriptions shall become due on joining and thereafter on the first day of March in every year. The Committee shall have and is hereby given the power to amend any subscription set in General Meeting if it appears to



the Committee necessary to do so. In the event of the exercise of this power the reasons for its exercise shall be laid before the General Meeting next following.

- (2) Where a Corporate Member wishes to nominate more than five representatives under rule 3(3) the Committee may set an additional fee for each extra representative or calculated by reference to the number of extra representatives. For Academic Institutions an additional fee shall be payable, determined at the discretion of the Committee, by reference to the number of designated members or affiliates.
- (3) The membership of any member whose subscription remains unpaid six months after it falls due shall lapse.
- (4) Persons who, having been members for a period of not less than ten years, having attained the age of 60, and having retired from active business life, shall be excused the payment of subscriptions for life from the 1st March next following the receipt by the Committee of satisfactory notice from the member.

## **5. EXPULSION OF MEMBERS**

Any member who in the opinion of the Committee has acted in a manner prejudicial to the interests of the Association may be expelled from membership or suspended from membership for a stated period. The member concerned shall have the right to attend in his own defence (or in the case of an incorporated body or unincorporated firm, to send a representative) and to address the Committee or a panel appointed by the Committee to hear representations, after having been given seven clear days notice in writing of the Committees intention to proceed in the matter. Such notice shall include particulars of the act complained of. Any panel so appointed shall report its findings to the Committee who alone may exercise the power of expulsion or suspension by a resolution passed by a majority of not less than two-thirds of those present and voting at the meeting of the Committee convened for this purpose.



## **6. AGM**


- (1) The AGM shall be held once each calendar year at such time and place and on such date as the Committee may decide.
- (2) The date on which the AGM is to be held shall be notified no less than eight weeks in advance of the holding of the AGM. Notice of the AGM shall be sent out at least two weeks before the meeting, and shall state time, place, and date of meeting and the business to be transacted. Such business shall include any matter of which a member has given notice in writing to the honorary secretary six weeks before the date of the meeting.

## **7. GENERAL MEETING**

- (1) The Committee shall have power to summon general meetings whenever it thinks fit. The Committee shall, however, convene a general meeting when requested to do so by not less than ten members. Such request shall be in writing and indicate the purpose for which the general meeting is required.
- (2) At least fourteen days' notice of any general meeting to be held shall be given in writing to each member, such notice stating the business to be transacted at the meeting.
- (3) Subject to the provisions of rule 8, which governs the election of officers and Committee, all decisions on business arising at any general meeting shall be decided on a show of hands.


## **8. OFFICERS**

- (1) The officers of the Association shall be: the president, the deputy president, vice-presidents, the chairman, the vice-chairman, the immediate past chairman, the honorary secretary, the honorary journal editor, and the honorary treasurer
- (2) (a) the president, deputy president and vice-presidents shall be nominated by the Committee.  
(b) All other officers are to be nominated by any two members of the Association in writing, save for the immediate past chairman who requires no nomination and who shall remain an officer

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- of the Association until the second AGM after his term of office as chairman expires.
- (c) Any two, but not three, of the offices of honorary secretary, honorary journal editor and honorary treasurer may be filled by one person.
  - (d) All nominations made under rule 8(2)(b) must be received by the honorary secretary not less than 42 days before the AGM. Where the number of such nominations is less than the number of vacancies, the chairman shall call for nominations from the floor of the meeting.
  - (e) Where the number of nominations does not exceed the number of vacancies, the nominees shall be declared elected. Where an election is necessary it shall be by means of signed voting papers at the AGM.
  - (f) Retiring officers shall be eligible for re-election but no person shall hold the office of chairman for more than two consecutive years.
  - (g) Only members of the Association are eligible for nomination and must remain members of the Association while in office.
  - (h) Casual vacancies or any vacancies left unfilled at the Annual General Meeting may be filled by appointment by the Committee. Such appointed officer shall serve until the next Annual General Meeting.

## **9. COMMITTEE**

- (1) The affairs of the Association shall be managed by the Committee constituted as hereinafter provided.
- (2) The Committee shall consist of:
  - (a) the officers, ex officio;
  - (b) Six other members elected at the AGM as hereinafter provided.
- (3) (a) Nominations for each of the six other members of the Committee are to be made by any two members of the Association in writing.
- (b) The provisions of rule 8(2)(d) and (e) also apply to such nominations.
- (c) Retiring Committee members shall be eligible for re-election, provided always that no member shall serve on the Committee by reason of election



under rule 9(3) for a period of more than three years in succession.

- (d) Only members of the Association are eligible for nomination under rule 9(3) and must be members of the Association while members of the Committee.
- (e) Casual vacancies or any vacancies left unfilled at the AGM may be filled by co-option. In addition, the Committee may co-opt up to three Committee members in addition to those provided for in rule 9(2)(b). No limit is imposed upon the number of successive years in which any member is so co-opted.
- (4) The Committee shall hold office from the date of the AGM at which it was elected until the end of the next following AGM.
- (5) The Committee shall have power to appoint committees to set such terms of reference and to delegate to them such powers as it considers appropriate. The Committee shall also have the power to act by any officer or other person.
- (6) (a) The quorum at meetings of the Committee shall be five, one of whom must be an officer.  
(b) The quorum of a panel appointed under Rule 5 shall be three.  
(c) The quorum of other sub-committees shall be at the discretion of their members.


## **10. LIFE VICE-PRESIDENTS**

- (1) The Committee may at its discretion extend to anyone who has made over a number of years an outstanding contribution to the Association an invitation to become a life vice-president of the Association.
- (2) A life vice-president must be an honorary member but is neither an officer nor a member of the Committee of the Association, but may accept any nomination, co-option or election for which he is otherwise eligible.

## **11. ADMINISTRATION**

The Committee may engage such persons or organisations from time to time as considered





necessary and on such terms and conditions as it considers appropriate to assist with the administration of and furthering of the purpose, aims and objects of the Association.

## **12. NOTICE OF MEETINGS: SERVICE**


- (1) General Meetings: The Committee shall take all reasonable steps to give notice to all members of any General Meeting.
- (2) Meetings of committees: each such committee shall nominate one of its members for the purpose of giving notice of meetings to all members of such committee, which member shall take all reasonable steps to give notice to each member of such committee.
- (3) (a) Notice to members shall be deemed properly given for any and all purposes under these rules if sent in the ordinary course of post or otherwise delivered to the last address notified to the Association by the member.  
(b) Notice to the Association shall be deemed properly given and documents properly served if delivered to the address for the time being of the honorary secretary of the Association.  
(c) Notice shall be deemed to have been given on the day after posting or the day of delivery of notice, as the case may be.
- (4) Failure to notify any member of the holding of any meeting shall not invalidate proceedings at that meeting unless it is shown that there has been a failure to comply with sub-paragraphs (1) and/or (2) hereof (as the case may be).

## **13. ACCOUNTS AND AUDITOR**

- (1) The statement of accounts for each year ending on the last day of February shall be submitted after audit to the AGM.
- (2) The auditor shall be elected at a general meeting and shall not be a member of the Committee.

## **14. STANDING ORDERS**

The Committee shall have the power to make and amend standing orders for the regulation of procedure



at general meetings or Committee meetings, or for the conduct of elections. Any standing orders so made shall be subject to these rules.

## **15. DISSOLUTION**

- (1) A resolution to dissolve the Association shall only be proposed at a special general meeting and shall be carried by a majority of at least three-quarters of the members present.
- (2) The dissolution shall take effect from the date of the resolution and the members of the Committee shall be responsible for the winding-up of the assets and liabilities of the Association.
- (3) Any property remaining after the discharge of the debts and liabilities of the Association shall be given to a charity or charities nominated by the last Committee. The Committee must as far as reasonably possible select an organisation or organisations with broadly similar aims to the Association.


## **16. ALTERATION OF RULES**

- (1) These rules may be amended in General Meeting by simple majority of members there present and voting subject to the following paragraphs of this rule.
- (2) Any proposed change shall be set out in writing in full and sent to each member with the notice under rule 6(2) or 7(2) as the case may be.
- (3) No proposed change may be sent under paragraph (2) of this rule unless:
  - (a) it shall have been set down in writing, signed by no less than five members, and served on the honorary secretary no less than 42 days before the General Meeting or,
  - (b) it shall have been approved by the Committee and signed by the honorary secretary.
- (4) A copy of the rules of the Association shall be supplied to each member on request.

## **17. INTERPRETATION**

In these rules:

- (1) Words importing the masculine gender include the feminine; words in the singular include the plural, and vice versa.

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- (2) 'The Association' shall mean the British Insurance Law Association.
  - (3) 'The Committee' shall mean the committee of the Association as constituted by rule 9 and 'committees' shall as the sense permits include the committee, sub-committees and ad hoc committees and other groups or bodies constituted by the Committee or in General Meeting.
  - (4) 'Insurance' shall include state and private insurance, and reinsurance.
  - (5) 'Insurers' shall include Lloyd's and government departments.

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