

**BYE-LAWS**

**OF**

**THE LONDON CHAMBER OF COMMERCE AND INDUSTRY**

**(Adopted by the board of directors under article 21.01 on 11 December 1989  
and subsequently amended by resolutions of the board on 27 March 1995, 26  
March 1997, 27 April 1998, 26 July 2004, 30 November 2009, 28 September 2015  
and 28 November 2016)**

**BYE-LAWS  
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THE LONDON CHAMBER OF COMMERCE AND INDUSTRY**

**(As amended by resolutions of the board on 27 March 1995, 26 March 1997, 27 April 1998, 26 July 2004, 30 November 2009 and 28 September 2015)**

**\*USE OF CHAMBER'S TITLE BY MEMBERS etc.**

For the purposes of these bye-laws, sent or circulated means sent or circulated by post or electronic communication (email).

- 1.01 Any member wishing to indicate on his (or his business's) stationery, business cards or corporate literature or in electronic communications or on a website that he is a member of the Chamber shall do so only with the consent of the Chamber and in a form approved by the Chamber.

No member or office holder shall, without the approval of the Chamber, describe himself as holding any office or position in connection with the Chamber or its sections, in any printed or published document, on any business card or in any electronic communication or on a website, which does not deal with matters directly concerning the Chamber or its sections, or use the address of the Chamber on communications designed for publication in the press or otherwise.

**\*\* TRADE SECTIONS AND BRANCHES**

- 2.01 The board may, with a view to representing more effectually the interests of any particular trade or profession or of members in a particular area or giving effect to any object within the objects of the Chamber, authorise the formation of a trade section. The board may also recognise as a trade section, an unincorporated association whose objects are within the powers of the Chamber, provided that all its members are members of the Chamber.
- 2.02 Where the board authorises the formation of a trade section to represent more effectually the interests of members in a particular area of London, it shall describe the trade section as a branch of the Chamber. Such a branch shall be subject to all the articles, bye-laws and rules governing trade sections of the Chamber.
- 2.03 Where in pursuance of its objects, the Chamber acquires all or part of any existing chamber of commerce, company or association or amalgamates with any existing chamber of commerce, company or association, the board may recognise as a trade section the members of that chamber, company or association who by virtue of the acquisition or amalgamation have become members of the Chamber and following such recognition may describe them as a branch of the Chamber.
- 2.04 The board, when authorising the formation of a branch under paragraph 2.02 of these bye-laws, may, subject to the approval where appropriate of the British Chambers of Commerce and the Secretary of State for Trade and Industry, permit the branch to describe itself as the chamber of commerce for the designated area. Where the board recognises as a branch a chamber of

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\* As amended by resolution of the board on 26 July 2004

\*\* As amended by resolution of the board on 27 March 1995 and subsequently

on 26 March 1997 and 30 November 2009.

commerce, company or association which has been acquired by or amalgamated with the Chamber, that branch may continue to use the name of the Chamber which the chamber has acquired or with which it has been amalgamated.

- 2.05 The board may, with a view to representing more effectually the interests of members in central London and giving effect to the objects of the Chamber in that area, authorise the formation of a branch to be known as the Central London Chamber of Commerce. In all respects the Central London Chamber of Commerce shall conform to the bye-laws governing trade sections and branches of the Chamber, to any amendments of them and to rules made under them.
- 2.06 The board may set such conditions as seem fit for the constitution, funding and administration of a trade section or branch and may dissolve or reconstitute any trade section or branch.
- 2.07 Registers shall be kept of the names of members from time to time enrolled in each trade section or branch. These shall be open to inspection by the members of that section or branch.
- 2.08 The board shall appoint for each trade section or branch or the section or branch shall elect annually a chairman, and a deputy chairman, if thought fit. No person shall be eligible for the position of chairman if he has held such office for three years in succession unless the board shall for special reasons otherwise determine. On completion of his term of office as chairman of a trade section or branch, a member may continue to serve on the committee for a maximum of two years.
- 2.09 If neither the chairman nor the deputy chairman of a trade section or branch is able to attend a trade section or branch committee meeting, the chairman may appoint another member of the committee to chair the meeting.
- 2.10 The chairman of a trade section or branch for the time being shall be its deputy on the council of the Chamber, unless for any special reason the section or branch shall otherwise determine and by written notice to the secretary appoint another of its members to be its deputy.
- 2.11 If a deputy of a trade section or branch becomes an elected member of the council, the board may appoint or the trade section or branch which he represents may elect another member in his place to serve as the deputy of the section or branch on the council.
- 2.12 The board may appoint for each trade section or branch or the trade section or branch may elect a committee to advise on, support and guide the work of the section or branch and to deal with such matters as may be referred to it by the section or branch or the board. Unless the Board shall for special reasons otherwise determine committee members shall serve a maximum of three years in succession excluding any service as chairman or deputy chairman of the trade section or branch.

- 2.13 New members of a trade section or branch committee may be appointed by the board or recruited by the trade section or branch committee from Chamber members. In the case of a branch committee the business of those members must be located within the relevant post-codes for the branch.
- 2.14 A trade section or branch committee must meet four times a year. Additional meetings may be held with the agreement of the committee and the board.
- 2.15 Members of the committees of trade sections and branches are expected to attend meetings themselves and may not send representatives. An attendance record will be kept of committee meetings. A member of a committee shall cease to be a member of the committee if he does not attend three consecutive meetings and the committee resolves that he cease to be a member of the committee.
- 2.16 Unless the board shall for special reasons otherwise determine, a member of the committee of a trade section or branch shall cease to be a member of the committee if his company ceases to be a member of the Chamber or, in the case of a branch committee, his business ceases to be located within the relevant post-codes for the branch.
- 2.17 The secretary and the chief executive of the Chamber or his representative shall be entitled to attend all meetings of a trade section or branch and of its committee, if any, and the Chamber may furnish clerical and other assistance upon such terms as is thought fit.
- 2.18 Each trade section or branch may adopt rules further to govern its proceedings, provided that these rules are not inconsistent with the articles and the bye-laws and the wishes of the board.
- 2.19 The quorum for a committee meeting of a trade section or branch shall be three, unless otherwise resolved by the committee.
- 2.20 A member of the committee of a trade section or branch shall disclose to the committee the nature and extent of any conflict of interest that may exist between him and the trade section or branch.
- 2.21 All trade section or branch committees shall be appointed by the board at the meeting next after each annual general meeting, unless such business be adjourned to the next or some subsequent meeting.

### **AFFILIATED ASSOCIATIONS**

- 3.01 The board may affiliate to the Chamber any association (other than a mercantile association of London recognised as being entitled to nominate a member to the council under article 9.03 (iii) (a) or an association admitted as a trade section), incorporated or unincorporated, whose objects are within or consistent with the objects of the Chamber, provided that not less than two-thirds of its members (or any smaller number that may from time to time be approved by the board) are members of the Chamber.
- 3.02 Affiliation shall be subject to annual confirmation by the board and shall be on such terms and conditions (including the right, if any, to nominate a representative to the council) as the board from time to time thinks fit.

## **\*STANDING POLICY COMMITTEES**

- 4.01 All standing policy committees shall be appointed by the board at the meeting next after each annual general meeting, unless such business be adjourned to the next or some subsequent meeting. Notwithstanding the foregoing, the board may, in its discretion, at any time during the year, revoke any such appointments or appoint additional such committees or committee members. The honorary officers shall be ex officio members of all such committees except where the board otherwise decides.
- 4.02 Standing policy committee members shall be (or be connected with) members of the Chamber and (unless they are honorary officers or retiring members of the committee who are willing to serve again), must be nominated in writing to the secretary by not less than two members of the Chamber or one member of the board. The board may also associate with such committees for such period as it considers appropriate, any person or persons, whether or not a member of the Chamber, whom it may think desirable with full power to speak and vote. No person (other than an honorary officer) may be included simultaneously in more than two standing committees.
- 4.03 Each standing policy committee may recommend to the board and the board may appoint a chairman (and, if it thinks fit, a deputy chairman), either of whom may at any time convene a special meeting of the committee, and shall do so on the requisition of five of its members. No person shall be a chairman of more than one standing policy committee, or remain as chairman of a standing policy committee for a consecutive period of more than two years, unless, in the case of any particular committee, the board shall for special reasons otherwise determine.
- 4.04 All standing policy committees shall have power from time to time, as they shall think fit, to appoint a sub-committee or sub-committees.
- 4.05 The quorum for a standing policy committee or sub-committee shall be three, unless otherwise resolved by such committee or sub-committee.
- 4.06 Resolutions and reports of standing policy committees shall be reported to the board or the council under bye-law 5.01 as appropriate.
- 4.07 Articles 10.02 and 10.04 shall apply to meetings of standing policy committees and sub-committees, subject to necessary modification. Bye-law 5.03 shall similarly apply save in the case of a resolution sent back by the council for reconsideration.
- 4.08 Representatives of affiliated business organisations and non-members shall not be eligible for election as chairman or deputy chairman of standing policy committees.
- 4.09 An attendance record shall be kept of standing policy committee and sub-committee meetings. Any member who does not attend three consecutive meetings may be asked to step down. This stipulation may only be waived under exceptional circumstances and at the discretion of the chairman and the board.

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\* As amended by resolution of the board on 30 November 2009.

- 4.10 Standing policy committee members shall attend the meetings in person and are not permitted to send a deputy unless under exceptional circumstances.
- 4.11 If neither the chairman nor the deputy chairman of a standing policy committee is available to attend a meeting, another member of the committee or sub-committee may be invited to chair it in his or her place.
- 4.12 A standing policy committee chairman (and deputy chairman, as appropriate) shall serve a maximum of two years as an ordinary member of the committee after ceasing to hold the office of chairman or deputy chairman. Ordinary members of the committee shall serve a term of three years, which, subject to the approval of (a) the chairman of the committee and (b) the board of the Chamber, may be extended for a further three years.

### **COUNCIL PROCEEDINGS**

- 5.01 Resolutions and reports from trade sections and standing policy committees shall, except in very urgent cases, be circulated to the members of the council two clear days before each meeting, when they shall be taken as read unless objection shall be made by a member of the council to the confirmation (with or without modification) of any resolution or report. The secretary, in preparing his agenda for council meetings, shall group separately:

- (a) matters for action; and
- (b) matters for report

Resolutions of standing policy committees and trade sections on questions of policy within clauses 3 (1) and (2) and (4A) (i), (iii) and (iv) of the memorandum shall require specific confirmation by the council.

In the case of a resolution or recommendation of a trade section, it shall be brought before the council and the deputy of the section on the council (or some other member of the section appointed for the purpose) shall be entitled to address the council on the subject. Such resolution or recommendation need not be formally proposed or seconded. No meetings held or correspondence received subsequently to the circulation of the agenda shall be reported to the council at that meeting, but shall be left over for the one next following, subject however to any matter of urgency being brought up at the discretion of the council by consent of a majority of three quarters of those present. In case of emergency, the chairman of the council or the board may confirm a resolution, reporting the same to the next meeting of the council.

- 5.02 The chairman or any deputy shall be entitled to bring any matter relating to a trade section to the special attention of the council. If any member of the council nominated under article 9.03 (iii) or any deputy should object to the council coming to a final decision on any question, which decision is, in his opinion, calculated to affect injuriously the interests of his association or trade section for report to the council who, upon receipt of the report, shall then finally deal with the matter.
- 5.03 A resolution of the council shall not be altered or rescinded except after notice of motion has been duly sent with the notice convening the meeting at which it is proposed to alter or rescind such resolution or by unanimous consent.

5.04 At every ordinary meeting of the council the minutes of the previous meeting having been circulated, shall be taken as read and signed, unless any member of the council present makes any objection thereto.

#### **\*ARBITRATION**

6.01 In the case of a dispute referred to the Chamber for arbitration under the rules for the time being of the Chamber, the arbitration shall be conducted by the London Chamber of Arbitration (LCA) under its rules for the time being, and reference to the rules of the Chamber shall be taken to be reference to the rules of the LCA.

6.02 In the case of a dispute referred to the Chamber for the appointment of an arbitrator by the Chamber or by the President of the Chamber, the appointment shall, at the discretion of the President, be made either by the President or by the London Chamber of Arbitration (LCA) in accordance with its rules.

#### **INTERPRETATION**

7.01 Words and expressions defined in the articles shall, unless the context otherwise requires, have the same meanings in these bye-laws.

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\* As amended by resolution of the board on 27 April 1998, 30 November 2009 and 28 November 2016