

AIDA EUROPE - By-Laws

Article 1 - Name and Aims

- 1 AIDA Europe is the regional grouping of the European National Sections of AIDA, the International Association of Insurance Law and the European Chapters of ARIAS, the Insurance and Reinsurance Arbitration Society.
- 2 Like AIDA, AIDA Europe is a non-profit making European association of unlimited duration with the purposes of promoting and developing at a European level collaboration between its Members, the European National Sections of AIDA and European Chapters of ARIAS, and - within the context of European interests - contributing to the study and knowledge of international and national insurance law and of related matters and proposing measures for adoption by the insurance industry at a national or international level which may lead to the harmonisation of insurance law or of the means for resolution of insurance disputes all within the aims of AIDA.

Article 2 - Applicable Law

AIDA Europe shall be governed by these by-laws and, in matters not covered by them, the legislation of Switzerland, in particular Art. 60 et seq. of the Swiss Federal Civil Code shall apply.

Article 3 - Ways and Means

AIDA Europe shall by the following ways and means, in addition to any others the Committee may consider appropriate, endeavour to achieve the aims enumerated in Article 1 paragraph 2.

- a) providing for the organisation of European colloquia at regular intervals, including publication of relevant papers and documents;
- b) participation, when considered useful, in international meetings, such as congresses, conferences, symposia, roundtable conferences, etc. in co-operation with other bodies concerned;
- c) issue of periodicals reporting on the activities of AIDA Europe and its National Sections and on developments in insurance law (legislation, jurisprudence, doctrine);
- d) publication of monographs dealing with insurance law and related matters;
- e) co-operation with both European and, where appropriate, international institutions interested in insurance law as well as with educational institutes for insurance law.

Article 4 - Membership

- 1 European National Sections of AIDA and European Chapters of ARIAS may become Members of AIDA Europe.
- 2 The Members are entitled to take part in or to be represented at the Assembly and any other events sponsored, supported or promoted by AIDA Europe. Membership requires Members to collaborate in the implementation of the

aims of AIDA and AIDA Europe, in particular in the preparation of reports for the colloquia, and the communication, at least once a year, of information on the development of insurance law in their own countries.

Article 5 - Executive Instruments

AIDA Europe's executive instruments are the following:

- a) The Assembly (Article 6)
- b) The Committee (Article 7)
- c) Special Subcommittees (Article 8)

Article 6 - The Assembly

- 1 The Assembly comprises delegates duly elected by the Members.
- 2 Each Member shall have one vote at the Assembly. Resolutions, including elections, shall need a simple majority of votes present to be passed, with the exception of the decision calling for the dissolution of AIDA Europe or the changing of the aim of AIDA Europe as set out in Article 1 paragraph 2 above, both of which require a qualified two-thirds majority of the votes of all Members. Each Member may appoint, as its proxy, any other Member of AIDA Europe or the Chairman or a Vice-Chairman of AIDA Europe, to vote upon any resolution either according to the direction of the member granting the proxy, or at the discretion of the proxy-holder. Such appointment shall be in writing and a copy thereof shall be lodged with the Administrative Secretary prior to the Assembly meeting.
- 3 The Assembly is the highest executive authority of AIDA Europe and shall decide on the following matters:
 - a) election of the Chairman, the Vice-Chairmen and other members of the Committee;
 - b) annual Members' subscriptions, if need be;
 - c) amendments of the by-laws and dissolution of AIDA Europe.
- 4 The Assembly shall meet at least once within four years, as a rule in connection with the AIDA World Congresses.
- 5 At the request of the Committee or of at least five Members the Assembly may pass resolutions by correspondence.

Article 7 - The Committee

- 1 The Committee shall be composed of the Chairman and the Administrative Secretary, up to four elected Vice-Chairmen, and not more than 5 Councillors. Members of the Committee are elected for a term of four years, and will appoint the Administrative Secretary to assist them. The Chairman may be re-elected once and, in exceptional cases, twice. Other members may be re-elected up to three times. All members of the Committee, however, have to resign from the Committee upon the close of the term during which they attain

the age of 70. Casual vacancies on the Committee in between meetings of the Assembly may be filled by the Committee.

- 2 The members of the Committee shall be presented to the Assembly for election. Every endeavour shall be made to ensure fair geographical and linguistic representation; likewise the numerical importance of the Members shall be taken into account.
- 3 The Committee may appoint a Treasurer, if need be.
- 4 Every member of the Committee shall be entitled to appoint any other person, whether a Member of the Committee or otherwise, to be his alternate for the purpose of attending and voting at any meeting of the Committee he is unable to attend.
- 5 The Committee will prepare annual reports of the activity of AIDA Europe which will be sent to the Presidential Council and General Assembly of AIDA.
- 6 The Committee may fix fees for specific projects and/or events.

Article 8 - Special Subcommittees

The Committee may establish Special Subcommittees to be charged with specific tasks.

Article 9 - Working Languages

The working languages of AIDA Europe are English, French, German, Italian and Spanish. The Committee will determine which languages will be used at any meetings/conferences etc and for any communications etc.

Article 10 - Withdrawal from AIDA Europe

A Member may withdraw from AIDA Europe at any time subject to six months prior notice effective from 31st of December in any year.

Article 11 - Funds of AIDA Europe on Dissolution of AIDA Europe or on Change of AIDA Europe's Aim

In the event of the Assembly deciding to dissolve AIDA Europe or change the aim of AIDA Europe as set out in Article 1 paragraph 2 above, the funds of AIDA Europe (if any) will be passed to AIDA.

Article 12 - Final Provision

The present by-laws have been adopted by the Assembly on [insert date] in [insert place]. They shall come into force with immediate effect.