

INTERNATIONAL GROUP OF P & I ASSOCIATIONS
CONSTITUTION (AS AMENDED AT THE A.G.M. ON
9TH NOVEMBER 1982 AND AT THE A.G.M. ON
14TH NOVEMBER 1991).

Name

1. The name of the Group is the International Group of Protection and Indemnity Associations.

Seat

2. The Headquarters of the Group are in London, U.K.

Membership

3. The members of the Group shall be:-
(a) the following P & I Associations which insure the liabilities of shipowners and other related risks:-

American Steamship Owners Mutual Protection and Indemnity Association Inc.
Five Hanover Square
New York, New York 10004
U.S.A.

The Britannia Steam Ship Insurance Association Limited
New City Court
20 St. Thomas Street
London SE1 9RR

The London Steamship Owners' Mutual Insurance Association Limited
52 Leadenhall Street, 6th floor
London EC3A 2BJ

The Newcastle Protection and Indemnity Association
Centro House
3 Cloth Market
Newcastle-upon-Tyne NE1 1NT

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The North of England Protecting and Indemnity
Association Limited
2-8 Fenkle Street
Newcastle-upon-Tyne NE1 5DS

The Shipowners' Mutual Protection and Indemnity
Association (Luxembourg)
P.B. 56, 1 Rue des Foyers
2010 Luxembourg

The Standard Steamship Owners' Protection and
Indemnity Association Limited
International House
1, St. Katharine's Way
London E1 9UN

The Standard Steamship Owners' Protection and
Indemnity Association (Bermuda) Limited
Dallas Building
7 Victoria Street
Hamilton
Bermuda

The Steamship Mutual Underwriting Association
(Bermuda) Limited
Washington Mall 1
P.O. Box HM 447
Hamilton HMBX
Bermuda

The United Kingdom Mutual Steamship Assurance
Association (Bermuda) Limited
Windsor Place
18 Queen Street
P.O. Box HM 665
Hamilton HMCX
Bermuda

The West of England Ship Owners' Mutual
Protection and Indemnity Association
(Luxembourg)
33 Boulevard Prince Henri
Luxembourg

The Liverpool and London Steamship Protection
and Indemnity Association Limited
Royal Liver Building
1st floor
Pier Head
Liverpool L3 1HU

Assuranceforeningen Gard (Gjensidig)
P.O. Box 1563 Myrene
4801 Arendal
Norway

Assuranceforeningen Skuld (Gjensidig)
Stortingseaten 18
Oslo
Norway

Sveriges Angfartygs Assurans Forening
Gullbergs Strandgata 6
P.O. Box 171
401 22 Gothenburg
Sweden

The Japan Ship Owners' Mutual Protection and
Indemnity Association
2-15-14 Nihonbashi-Ningyocho
Chuo-ku
Tokyo 103
Japan

- (b) such other (if any) mutual protection and indemnity associations insuring all or some of the like liabilities and risks as, having applied to become members, shall be admitted to membership by the unanimous decision of all the members for the time being.

Objects

4.

The objects of the Group are:-

- (a) to afford opportunities for the discussion and consideration of matters of interest to members of the Group and to undertake or to assist in the preparation and promotion of agreements and arrangements in respect of such matters;
- (b) to promote the interests of the Group by representation to other organisations, governments or inter-governmental organisations;
- (c) to acquire and maintain consultative status with the Inter-Governmental Maritime Consultative Organisation, and to exercise the privileges conferred thereby;

- (d) to do all such other lawful things as are incidental to or conducive to the attainment of the above objects or of any of them;

provided that the objects of the Group shall not include the regulation of relations between employers and workers or between employers and trade unions.

Officers

- 5.(1) The officers of the Group shall be a Chairman, a Secretary and an Executive Officer. The offices of the Secretary and Executive Officer may be held simultaneously by the same person.
- (2) The officers at the date of the adoption of this Constitution, who shall hold office until the end of the next Annual General Meeting are:-
 - C. Harris - Chairman
 - D.J. Lloyd Watkins - Secretary and Executive Officer
- (3) Officers shall be elected at each Annual General Meeting to hold office from the end of that, until the end of the next, Annual General Meeting.
- (4) A casual vacancy in any office may be filled by resolution of the Group in general meeting at any time.
- (5) The retiring Chairman shall be eligible for re-election except at the Annual General Meeting when he will have served for three consecutive years as Chairman when neither he nor any representative of the P & I Association with which he is associated will be eligible for election as Chairman.
- (6) A retiring Secretary or Executive Officer shall be eligible for re-election.

Chairman

- 6. The Chairman shall preside at all meetings of the Group. In the absence of the Chairman the meeting shall appoint a substitute.

Indemnity of Officers and Others

7. The officers of the Group and any person appointed to represent the Group, shall be indemnified by the Group against all liabilities and expenses incurred by them in or about the discharge of their respective duties, except such as arise from their own respective wilful or wrongful acts. The liability of the members in this respect shall be joint and several.

Expenses

8. The expenses of the Group shall be borne by the members in such proportions as they may unanimously agree from time to time, and in default of such agreement in equal shares.

General Meetings

9. (1) The governing body of the Group shall be the members in general meeting.
- (2) Each member may be represented at a general meeting by one or more persons, but only one representative of each member may vote, and if more than one representative of the same member purports to vote, none of their votes shall be counted. A single person may represent more than one member, and if he does so he may cast one vote for each member whom he represents.
- (3) Save as otherwise provided in this Constitution, questions shall be decided by a majority of the votes cast. In case of a tie, the Chairman of the meeting shall have a casting vote.
- (4) The quorum for a general meeting shall be six members, but not less than four individuals may constitute a quorum.
- (5) The Secretary shall summon a general meeting whenever requested to do so by the Chairman or by any three members.
- (6) An Annual General Meeting shall be held each November, unless the Chairman with the concurrence of a majority of the members shall appoint some other date.

(7) The following periods of notice shall be given of general meetings:

- (a) If the business of the meeting consists of or includes any proposal to amend the Constitution of the Group, not less than 21 days' clear notice
- (b) In any other case not less than 14 days' clear notice or such shorter period, not being less than 7 days' clear notice, as may be agreed to by not less than nine tenths of the members.

Committees

10. The Group may appoint from its members or otherwise as it sees fit such Committees with such powers as may be deemed necessary or useful to accomplish the objects of the Group, and may vary or revoke any such appointment. Such committees shall report to the Group at general meetings.

Representation

11. The Group may authorise any committee or any officer or other individual to represent the Group and to present the views of the Group to any organisation, government or inter-governmental organisation either generally or with respect to specified matters, and may vary or revoke any such authorisation.

Resignation

12. A member may resign by giving to the Secretary not less than three months' written notice expiring at noon GMT on any 20th February. A resigning member shall remain liable in respect of expenses incurred before, and of any indemnity arising from any occurrence before, the expiry of its notice of resignation.

Expulsion

13. A member may be expelled by the vote of all or all save one of the other members. Expulsion shall not relieve a member of any liability which arose before the date of expulsion to contribution to expenses or any indemnity.

Amendments

14. (1) This Constitution may be amended at any general meeting by the votes of at least three-quarters of the members present and voting, provided that notice of any proposed amendment shall be given in writing to the Secretary at least two calendar months before the meeting and forwarded by him to each member with the notice convening the meeting.
- (2) No amendment shall have the effect of increasing the liability of any member to contribute to expenses or to any indemnity unless such member consents.