BYE-LAWS

OF

THE LONDON CHAMBER OF COMMERCE AND INDUSTRY

(Adopted by the board of directors under Article 49 (Bye-laws) by resolution on 19 October 2026)

1. INTERPRETATION AND DEFINITIONS

1.1. Words and expressions defined in the Articles shall, unless the context otherwise requires, have the same meanings in these Bye-laws. In addition, the words and phrases below shall be interpreted as:

Act	the Companies Act 2006;
Affiliated Membership Organisation	a business or organisation which provides membership services which are similar to the LCCI's, see Bye-law 5.2.6;
AGM	an annual general meeting of the Members;
Ambassador	a Member who has made a significant contribution to the LCCI;
Articles	the articles of association of the LCCI as adopted from time to time by its Members;
Board	the board of directors of the LCCI appointed pursuant to its Articles from time to time;
CEO	the LCCI chief executive officer;
Codes of Conduct	codes of conduct for members of the Board and for members of the Council as determined by the Board from time to time, as set out (in their current form) in Appendices 2 and 3 to these Bye-laws;
Council	the council of the LCCI constituted pursuant to Article 41 (*Composition*);
Council Member	a member of the Council appointed to it in accordance with Article 41 (*Composition*);
Emeritus Member	any Member who has previously been a Policy Committee, Network, Council or Board member who is invited to attend Policy Committee or Council meetings (after the end of their term), in accordance with Bye-law 5.5;
Ex-Officio Member	those persons listed in Article 1 (*Defined terms*) (and in the case of those persons listed at Article 1 (a) to (j) being those persons who

	agreed by virtue of their office to be involved in the LCCI at its inception);
Finance Director	the person appointed to be the LCCI's Finance Director from time to time;
LCCI	the London Chamber of Commerce and Industry (company number 00015993);
LCCI Policy team	the LCCI Head of Policy and External Affairs and their team;
LCCI policies	the policies adopted by the Board from time to time in relation to the business of the LCCI and its Members;
Member	a member of the LCCI within the meaning given in section 112 of the Act or a person connected to them and is either a corporate member, whose partners, directors, employees or consultants may attend LCCI events from time to time and stand for election (but only one of whom may exercise its vote as a Member), or an individual, and in each case who have paid an appropriate membership fee;
Membership Terms and Conditions	the LCCI membership terms including the code of conduct for members from time to time;
Network	a network which the Board determines from time to time represents Members who share a particular common interest;
Network Chair	a Member elected by the Board to serve as Chair of a Network from time to time pursuant to Bye-law 6.2;
Network Committee Member	those Members appointed pursuant to these Bye-laws to support the Network Chair and the Network Deputy engaging with, and representing the views of Members, for the purposes of the LCCI's business;

Network Deputy	a Member appointed to serve as a deputy on a Network from time to time pursuant to Bye-law 6.2;
Nominations Committee	the Board's Nominations Committee from time to time;
Policy Committee	a committee of Members, as determined by the Board from time to time, which has a particular policy focus;
Policy Committee Chair	a Member elected by the Board to serve as Chair of a Policy Committee from time to time, pursuant to Bye-law 5.2;
Policy Committee Deputy	a Member appointed to serve as a deputy on a Policy Committee from time to time pursuant to Bye-law 5.3;
Policy Committee Member	those Members appointed pursuant to these Bye-laws to support the Policy Committee Chair and their Deputy engaging with, and representing the views of Members for the purposes of the LCCI's business;
Policy Committee Chair Co-ordinator	the LCCI employee from time to time, whose role it is to support the Policy Committee and Network Chairs;
Secretary	the individual appointed under Article 22 (*Secretary*) as the secretary to the Board, currently the Finance Director;
sent or circulated	sent or circulated in any way which the Act provides for documents or information to be sent or supplied;
Terms of Reference	in addition to those matters detailed in these Bye-laws, the responsibilities of the Policy Committee and Network Chairs as set out in Appendix 1 and their annual priorities and objectives as agreed with them annually by the CEO and Finance Director and updated from time to time;

Vice-President	those individuals who have played a significant role at the LCCI from time to time.

2. PRIMARY OBJECTIVE

The LCCI's primary objective is to facilitate connections between Members and support, represent and champion those policies which are in their collective interests.

3. OBLIGATIONS OF THE BOARD AND ITS COMPOSITION

3.1 The Board shall exercise its powers and perform its obligations pursuant to the Articles, including Articles 3 (*Directors' general authority*) – 16 (*Directors' discretion to make further rules*) and the Act.

3.2 All members of the Board are expected to sign annually an appropriate Code of Conduct and a formal declaration of interest.

3.3 The composition of the Board shall be in accordance with Article 17 (*Board Composition*). The Nominations Committee is expected to use an appropriate skills matrix, as agreed with and completed by the Board each year, to ensure the Board has the necessary skills and manages succession planning.

3.4 The Board may, in the exercise of its powers, consult the Council where appropriate.

4. MEMBERSHIP AND ROLE OF THE COUNCIL

4.1 Membership of the Council

4.1.1 Those persons mentioned in Article 41 (*Composition*), as set out below, shall be appointed as Council members:

(a) The Chair;

(b) The President;

(c) The Deputy Chair;

(d) The Deputy President, if any;

(e) The Vice-Presidents;

(f) The Policy Committee Chairs;

(g) The Network Chairs;

(h) The members of the Board (including those listed at (a)-(d) above and (i) and (j) below);

(i) The CEO;

(j) The Finance Director;

(k) a representative of the CET Board; and

(l) Up to three further directors, appointed in accordance with Article 41.1(x), see also Bye-laws 4.1.3 and 4.1.4 below.

4.1.2 The basis on which the persons listed in Article 41 and Bye-law 4.1.1(a) to (k) shall be appointed and hold office shall be as set out in the relevant Articles or, in the absence of any applicable provision in the Articles, as set out in these Bye-laws.

4.1.3 Using an appropriate skills matrix for the Council, and as agreed with the Board from time to time, the Nominations Committee may identify up to 3 suitable candidates which it shall recommend to the Board for appointment on to the Council. In doing so, the Nominations Committee shall have regard to the need to ensure that the Council has the right skills to represent Members from time to time, in accordance with Article 41.1(x). Compliance with the provisions of Bye-law 5.2.7 (signing of the annual Code of Conduct for Council members) shall be required of any such appointee.

4.1.4 Save for Policy Committee and Network Chairs, and members of the Board, whose terms of office are set out in the Articles, Council members shall be appointed for an initial term of 3 years and be eligible for re-election for 2 further terms of 3 years.

4.2 Role of the Council

4.2.1 The role and functions of the Council are as set out in Article 40 (*Functions*), and include:

(a) Acting as policy co-ordinators working with relevant Members to ensure the LCCI is properly representative of Members' interests;

(b) Acting as expert advisers to the LCCI on relevant policy issues and attending external and internal LCCI events in that capacity;

(c) Ambassadors for the LCCI, promoting both its and its Members' best interests;

(d) Effecting introductions of experts and relevant existing Members to the LCCI Policy team to ensure they are properly briefed on a given policy issue;

(e) Liasing, advising and collaborating with the LCCI to expand its membership.

4.2.2 Proceedings of the Council shall be managed in accordance with Article 42 (*Proceedings*).

4.3 Attendance at Council meetings

In addition to those individuals appointed as Council members pursuant to Article 41 (*Composition*) and Bye-law 4.1, the Council may invite relevant Ex-Officio and Emeritus Members and appropriate experts from outside the LCCI to attend its meetings from time to time.

5. POLICY COMMITTEES

5.1. Creation of Policy Committees and Terms of Reference

5.1.1 The Board shall determine, in consultation with the Council (and the Members where appropriate), what Policy Committees shall exist from time to time pursuant to these Bye-laws and to advise on relevant LCCI policy;

5.1.2 The Board may, at its discretion and at any time, create or revoke any Policy Committee. Wherever practicable, the Board will consult with the Council before creating any additional or revoking any existing Policy Committees;

5.1.3 The Board shall report to the Members at each AGM on the current (and any proposed) Policy Committees in the coming financial year;

5.1.4 Prior to the AGM, the LCCI shall take reasonable steps to agree with each of the Policy Committee Chairs what events they can support each year, taking into likely available account facilities, staffing resources and budget, as well as return on investment in previous years for such events and likely return in the coming year;

5.1.5 As soon as practicable after each AGM, the Board shall ensure each Policy Committee has appropriate annual Terms of Reference, including objectives and priority issues for the coming 12 months. The Board may agree changes to the Terms of Reference and budgets at any time, and where it deems it necessary and in the best interests of the LCCI, withdraw any budget approval;

5.1.6 The annual priorities and objectives for the Policy Committee as contemplated in Appendix 1 shall be considered at least annually and updated from time to time during the course of the year as needed. They shall be available on the Members' website;

5.1.7 Save for Ex-Officio Members, only Members may be Policy Committee and Network members unless otherwise agreed by the Board.

5.1.8 The Nominations Committee shall devise appropriate processes including formulating desired skills attributes for the purposes of identifying suitable Members to be nominated as Policy Committee or Network Chairs. Such processes are to be as approved by the Board.

5.2. Policy Committee Chair

5.2.1 Each Policy Committee shall have a Chair, nominated by the Nominations Committee and approved by the Board. Each Policy Committee Chair shall serve an initial three-year term.

5.2.2 Policy Committee Chairs may stand for re-appointment for a second three-year term.

5.2.3 A Policy Committee Chair may, at the request of the Board, serve a third and final term.

5.2.4 No Policy Committee Chair shall serve as Chair of more than one Policy Committee at the same time.

5.2.5 A former Policy Committee Chair may elect to be an ordinary member of the relevant Policy Committee for a maximum of two years after ceasing to be Policy Committee Chair.

5.2.6 No representative of an Affiliated Membership Organisation may be permitted to act as a Policy Committee Chair (or a Deputy) without a formal written declaration of interest and express approval of the Board. The Board shall be able to impose any conditions it reasonably thinks fit so as to safeguard the LCCI's interests.

5.2.7 Each Policy Committee Chair (and Deputy) must complete and comply with the applicable Code of Conduct (being the Council Code of Conduct or Directors' Code of Conduct, as appropriate).

5.2.8 Where it considers that it has grounds to do so:

(a) the Board may suspend a Policy Committee Chair by written notice to that Policy Committee Chair at any time; and

(b) at any time, including following a suspension pursuant to sub-paragraph (a), the Board may resolve to remove any Policy Committee Chair and appoint a replacement Policy Committee Chair.

5.3. Policy Committee Deputy

5.3.1 The Policy Committee Deputy shall be appointed by the Nominations Committee. The Chair of each Policy Committee shall work with the LCCI to identify suitable candidates for the role of Policy Committee Deputy, who shall be a Member at the time of and for the duration of their appointment.

5.3.2 The Policy Committee Deputy shall serve an initial three-year term. They may be invited by the relevant Policy Committee Chair to serve a second three-year term.

5.3.3 The Policy Committee Deputy, notwithstanding their having completed two three-year terms, will still be eligible to be considered as Chair of the relevant Policy Committee.

5.3.4 The Board may remove any Policy Committee Deputy by written notice of the same to the relevant Policy Committee Deputy and shall notify the relevant Policy Committee Chair.

5.4. Policy Committee Members

5.4.1 There shall be no limit on the number of Policy Committee members.

5.4.2 Each Policy Committee Chair shall work with the Policy Committee-Chair Coordinator to maintain a suitable skills matrix for the Policy Committee members which should be used for their selection from time to time. Each Policy Committee Chair, in consultation with the Head of Policy and External Affairs, will seek to ensure that the Policy Committee Members of the relevant Policy Committee have a breadth of interests and experience such that the relevant Policy Committee is properly representative of Members.

5.4.3 Any such appointment will be made following the written agreement of the CEO.

5.4.4 The Policy Committee Chair may remove any Policy Committee member who does not attend three or more consecutive meetings of any Policy Committee. Any such removal shall be communicated to them in writing by the Policy Committee Chair or the LCCI on their behalf.

5.4.5 The Board may remove any Policy Committee Member by written notice of the same to the relevant Policy Committee Chair.

5.5 **Emeritus and Ex-Officio Members**

5.5.1 The Policy Committee Chair, in consultation with the LCCI Chair and CEO, may invite:

(a) Emeritus Members to attend Policy Committee meetings so as to advance the relevant Policy Committee's Terms of Reference; and

(b) Ex-Officio Members to attend Policy Committee meetings from time to time who, by virtue of another role they hold outside the LCCI, have relevant expertise to contribute to the relevant Policy Committee for the purposes of delivering that Policy Committee's Terms of Reference.

5.5.2 Ex-Officio Members are not full Members of the LCCI and do not have the rights of full Members.

5.5.3 No Emeritus or Ex-Officio Members who are not also Members, shall have a vote at Council, Policy Committee or LCCI General Meetings.

5.6 **Sub-committees**

5.6.1 The Policy Committee Chair may appoint specifically focussed sub-committee(s) from time to time, subject to agreeing clear terms of reference with the Member appointed to chair the sub-committee and in consultation with the Head of Policy and External Affairs and/or Director of Business Development, as appropriate.

5.6.2 No sub-committee shall last longer than one year.

5.7 **Policy Committee Meetings**

Policy Committee meetings shall take place at least 4 times a year unless the Policy Committee Chair and Head of Policy and External Affairs agree otherwise.

5.8 **Applications for Policy Committee Chair, Policy Committee Deputy and Policy Committee membership**

Members may put themselves forward, or nominate others, for the position of Policy Committee Chair, Policy Committee Deputy or Policy Committee member by contacting the Finance Director who serves as Secretary to the Board and sits on the Nominations Committee. Subject

to obtaining any additional information needed, the Finance Director will share the application with the Nominations Committee for consideration.

6 NETWORKS

6.1 Creation of Networks and Terms of Reference

6.1.1 The Board shall determine, in consultation with the Council (and the Members where appropriate), what Networks shall exist from time to time pursuant to these Bye-laws and to advise on Members' interests and on relevant LCCI policy;

6.1.2 The Board may, at its discretion and at any time, create or revoke any Network. Wherever practicable, the Board will consult with the Council before creating any additional or revoking any existing Network;

6.1.3 The Board shall report to the Members at each AGM on the current (and any proposed) Networks in the coming financial year;

6.1.4 Prior to the AGM, the LCCI shall take reasonable steps to agree with each of the Network Chairs what events they can support each year, taking into likely available account facilities, staffing resources and budget, as well as return on investment in previous years for such events and likely return in the coming year;

6.1.5 As soon as practicable after each AGM, the Board shall ensure each Network has an appropriate (and, where applicable, updated) Terms of Reference, including objectives and priorities for the coming 12 months;

6.1.6 The annual priorities and objectives for the Network as contemplated in Appendix 1 shall be considered at least annually and updated from time to time during the course of the year as needed. They shall be available on the Members' website;

6.1.7 Save for Ex-Officio and Emeritus Members, only Members may be Network members unless otherwise agreed by the Board.

6.2 Operative terms for Networks

Bye-laws 5.2-5.8 shall apply to Networks as they do to Policy Committees, and for the purposes of the proper functioning and administration of a Network, should be read as if the word "Network" replaces the words "Policy Committee" wherever it appears.

7 COLLABORATION AND FEEDBACK

7.1 The LCCI shall take reasonable steps to support the active collaboration of the Policy Committee and Network Chairs to promote the interests of the Members.

7.2 The LCCI shall provide such reasonable support as may be agreed with the Policy Committee and Network Chairs, pursuant to the Terms of Reference at Appendix 1, as amended from time to time.

7.3 The Board shall review, in consultation with the Business Development Director and Head of Policy and External Affairs, the performance of each Policy Committee and Network, at least annually. They shall aim to provide constructive feedback to the relevant Policy Committee or Network Chair as well as identify any appropriate measures which could be taken to support the achievement of their objectives from time to time.

8 VICE-PRESIDENTS, AMBASSADORS AND EMERITUS MEMBERS

8.1 Nominations of individuals to be considered for election as a Vice-President, Ambassador or Emeritus Member shall be made to the Finance Director sitting as Secretary, who will raise the nomination with the Nominations Committee.

8.2 The Board shall make any such appointments, based on the recommendations of the Nominations Committee.

8.3 Any appointments to these positions shall usually be for a 3-year term. Individuals who wish to hold these roles for additional 3-year terms will be asked to submit their applications to do so to the Nominations Committee. Any such additional terms will be subject to the approval of the Board and may be for such period as the Board determines in its absolute discretion.

8.4 Vice Presidents, Ambassadors and Emeritus Members may be asked to sign and adhere to a Code of Conduct in a form the Board considers appropriate from time to time. Refusal to sign any such Code of Conduct or failure to abide by its terms may result in the Board terminating that person's status as Vice President, Ambassador or Emeritus Member, as the case may be.

9 NO AUTHORITY TO BIND THE LCCI

Save as may be agreed by the Board from time to time and where applicable, in accordance with its powers of delegation pursuant to Articles 3 (*Directors' general authority*), 5 (*Directors may delegate*) and/or 21 (*Chief Executive Officer*), only members of the Board (which includes the CEO and Finance Director), have the power to speak for and bind the LCCI.

10 COUNCIL PROCEEDINGS

10.1 All Council proceedings shall be conducted in accordance with Article 42 (*Proceedings*).

10.2 The Policy Committee Chairs and Network Chairs should attend Council meetings wherever possible and where not possible shall ask their Deputy or another nominated Policy Committee or Network member to attend in their stead (together their **alternate**). They shall inform the Secretary of the name and contact details of the alternate as soon as possible so as to ensure that they can attend either in person or remotely.

10.3 Reports from the Policy Committees and Networks shall, except in very urgent cases, be circulated to the Council Members, 7 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 report. The secretary, in preparing their agenda for Council meetings, shall group separately:

(a) matters for action; and

(b) matters for report.

10.4 The Policy Committee or Network Chair (or their alternate as the case may be) shall be entitled to bring any matter relating to their report or other relevant issue to the special attention of the Council.

11 COUNCIL APPOINTEE TO THE NOMINATIONS COMMITTEE

11.1 Subject always to the effect of Article 6 (*Committees*), the Council may appoint one of its members to the Nominations Committee from time to time (**the Council-elected member**). Such appointment shall usually occur at the first Council meeting after the AGM.

11.2 Save as otherwise agreed by the Board, following the final Council meeting before the AGM, the Chair shall invite Council members who are willing to serve on the Nominations Committee, to put themselves forward for election, with a summary of their relevant experience and a rationale for their candidacy (the **application documents**). The application documents will need to be received within 14 days of the invitation from the Chair. The application documents will be circulated to all Council members as soon as practicable thereafter and in any event, at least 10 days before the first Council meeting following the AGM.

11.3 The Council-elected member is entitled to receive the same notice and papers as any other member of the Nominations Committee, and shall be entitled to one vote.

11.4 The Council-elected member shall serve a one-year term from the date of their appointment and be eligible for re-election serving up to a maximum of three years.

11.5 The Board may, upon a formal written request of at least two of the other members of the Nominations Committee remove the Council-elected member at any time if they:

11.5.1 fail to attend more than two successive Nominations Committee meetings; or

11.5.2 in the reasonable opinion of at least two other members of the Nominations Committee, cause disruption to the proper working of the Nominations Committee such that it is unable to or impeded in the proper discharge of its Terms of Reference from time to time,

and any Council member so removed shall not be eligible for re-election.

12 POLICY POSITIONS

12.1 The position to be adopted by the LCCI will usually be formulated following appropriate engagement with Members, through its Policy Committees and Networks and, where appropriate, ad hoc meetings and surveys.

12.2 The responsibility for determining final policy positions and ensuring competing interests are appropriately addressed, rests with the CEO, in consultation with the Head of Policy and External Affairs and other appropriate LCCI staff (such responsibility being exercised under authority delegated by the Board and subject to the Board's overall responsibility pursuant to Article 3 (*Directors' general authority*)).

13 MEMBERSHIP TERMS AND CONDITIONS, LCCI POLICIES AND CODES OF CONDUCT

13.1 The Board shall from time to time:

13.1.1 review, and where necessary, revise its Membership Terms and Conditions;

13.1.2 approve LCCI policies for the proper purposes of its business;

13.1.3 update the Codes of Conduct for members of each of the Board and the Council.

13.2 Relevant LCCI policies will be made available to Members as appropriate.

13.3 Failure by a Member and/or any of its representatives to comply with the Membership Terms and Conditions and/or any relevant LCCI policies and/or any applicable Code of Conduct may constitute a failure to comply with these Bye-laws for the purposes of Article 25.2(e) (*Termination of membership*) of the Articles and/or be taken into account by the Board in considering whether it is in the best interests of the LCCI that such person should cease to be a Member under Article 25.2(g) or that such person's membership should not be renewed under Article 25.3.

13.4 Without prejudice to the Articles, and in addition to any powers conferred on the Board by the Articles, any such failure may constitute grounds for the Board to decide to:

13.4.1 terminate the relevant Member's membership in accordance with Articles 25 and 26 (*Appeal*) of the Articles; and/or

13.4.2 deny or restrict access to any person engaging with the LCCI as a Member's representative to any of its events, communications or premises; and/or

13.4.3 remove the Member (or their representative) from the Council in accordance with these Bye-laws (and/or, where that person is a director, to secure their removal from the Board in accordance with the Articles).

14 AFFILIATED ASSOCIATIONS

14.1 The Board may affiliate any association incorporated or unincorporated, whose objects are within or consistent with these Bye-laws, 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.

14.2 The Board has the right to withdraw any affiliation it gives pursuant to Bye-law 5.1 at any time at its sole discretion.

14.3 The Board shall maintain a register of affiliated associations. It shall review the register annually to ensure that all such affiliations are still in LCCI's best interests and may vary any terms and conditions attached to any agreement to affiliate.

15 LONDON CHAMBER OF ARBITRATION AND MEDIATION

The LCCI shall maintain an independent body providing dispute resolution services, including arbitration and mediation for use by the Members and also non-Members. The body shall be known as the London Chamber of Arbitration and Mediation (**LCAM**). Please refer to the Terms of Reference for LCAM, which can be found [here][1].

16 REVIEW AND RETURN ON INVESTMENT

16.1 The Board will determine what appropriate steps should be in place each year so as to evaluate:

16.1.1 its own performance (including the performance of its Committees from time to time); and

16.1.2 the performance of:

(a) each Policy Committee and its Chair;

(b) each Network and its Chair; and

(c) the Council.

16.2 The Chair or CEO shall report on any such evaluation in their annual report to the Members.

16.3 These Bye-laws shall be available for all Members on the LCCI website or otherwise on request.

17 MEMBERS' INTERESTS IN POLICY COMMITTEES AND NETWORKS AND CONTACTS

17.1 When a Member joins and otherwise renews their membership annually, the LCCI shall ask them in an appropriate form to identify or update as appropriate their interests, based on the prevailing Policy Committee and Networks at that time as well as any other policy priorities they might have. This information shall be captured against their membership details.

17.2 The LCCI may use this information to:

17.2.1 support Policy Committee and Network Chairs and their deputies to identify appropriate individuals to be invited to join their Policy Committee/Network Committee, as the case may be;

17.2.2 contact relevant Members when seeking information about appropriate policy positions and other similar work undertaken by the LCCI to represent the interests of its Members.

[1] Hyperlink to be added when the Bye-laws are made available online and the Terms of Reference for LCAM have been finalised.

17.3 Save as otherwise required by statute, no Member shall have the right to see the contact details or other information collected by the LCCI concerning other Members.

18 USE OF LCCI'S NAME AND/OR LOGO BY MEMBERS

Any Member (or former Member) wishing to indicate on their (or their business's) stationery, business cards or other corporate literature, on email, website, social media or otherwise that they are (or were) a Member (or other office holder) of the LCCI shall do so only with prior written consent of the Board (or of any individual to whom the Board has delegated the authority to give such consent) and in a form of words approved by the Board.

Adopted by resolution of the Board on [ ] 2026

APPENDIX 1

TERMS OF REFERENCE FOR POLICY COMMITTEE AND NETWORK CHAIRS (including template for annual priorities and objectives)

The role of a Chair

The Chairs of LCCI Policy Committees and Networks fulfil an important role within the Chamber. They are critical to ensuring a successful programme of member engagement and policy formulation which is at the heart of LCCI's objectives.

As active members of the Council (see Bye-laws 4.2 and 5.2), the Chairs' responsibilities include:

- Setting the strategic direction of their Policy Committee/Network and ensure a strong programme of activities that serve the interests of their membership.
- Leading meetings of Policy Committee/Network participants to create opportunities for members to connect, collaborate and learn.
- Representing their Policy Committee/Network on the LCCI Council.
- Acting as ambassadors for LCCI with Members, prospects and external stakeholders.
- Attending external meetings on behalf of LCCI, as required and when available.

Chairs are expected to:

- Be familiar with, and follow at all times, LCCI's Code of Conduct for Council Members.
- Be familiar with the provisions in the Bye-laws relating to the management of Policy Committees and Networks (in particular Bye-laws 5 and 6).
- Chair meetings in an inclusive, focused and structured manner.
- Act at all times in the best interests of LCCI and the broader membership and avoid situations where personal interests could be perceived to conflict with the interests of LCCI.
- Help identify venues, speakers, sponsors and programme partners for their events.
- Consider ways in which they can introduce new Members, including inviting relevant non-Members to appropriate events.
- Collaborate with other Policy Committee and Network Chairs and consider them when agreeing topics and meetings and to consider joint sessions/events, where relevant.
- Ensure the content on the LCCI website relating to their Policy Committee/Network is up to date.

Support to be provided by the LCCI

The Chairs of the Policy Committees and Networks will be supported by the LCCI Policy and Events Teams, including the Policy Committee Chair Co-ordinator. This is important to ensure that the Policy Committees and Networks operate effectively and have a structured programme of activity for the year ahead.

Chairs of the Policy Committees will be provided with appropriate support and guidance from the Policy Team to ensure the topics put forward for discussion are salient from both a member and external stakeholder perspective.

Chairs of the Networks will receive extensive events support for events agreed with the LCCI to ensure seamless delivery of a strong programme of events to maximise member opportunities for collaboration and networking.

LCCI colleagues will take full responsibility for the administration of the events, circulation of agendas and minutes etc.

All Policy Committee/Networks will also have appropriate and agreed budget allocated to their Policy Committee/Network to ensure a minimum number of events can be held over a 12-month period.

Annual Commitment by Each Network/Policy Committee

Each Chair must complete a document using the below template on an annual basis. In addition, each Chair will be responsible for keeping updated an overview of the Network's/Policy Committee's activities, including its meeting programme, which will be published on the LCCI website. The Annual commitment must include the items set out below.

[NAME OF NETWORK/POLICY COMMITTEE] – Annual commitment
[date]

Objectives and priority areas:
[Name of Network/Policy Committee]'s purpose:
Its objectives are:

1)
2)
3)

Topics the Network/Policy Committee would expect to cover in the year ahead to include:

- Text
- Text
- Text

Proposed Events

Agreed budget

APPENDIX 2

DIRECTORS' CODE OF CONDUCT

(to be completed by Board members only)

LONDON CHAMBER OF COMMERCE AND INDUSTRY

Code of Conduct for Board Members

1. **INTRODUCTION**

1.1 This code of conduct (the **Code**) sets out the expectations of the Board of the London Chamber of Commerce (the **LCCI**) Board of Directors to enable it to best discharge its responsibilities to its members. This is the Code referred to in LCCI's Articles of Association.

1.2 This Code is reviewed annually and Directors are asked to sign it on appointment and each year during their term of office. By signing this Code, each Director agrees to be bound by its terms.

2. **GENERAL DUTIES**

2.1 Each Director shall at all times unless otherwise agreed by the LCCI Board:

2.1.1 abide by the LCCI Articles of Association (**LCCI Articles**), its associated policies and any terms of reference applicable to the Committees on which they sit from time to time;

2.1.2 comply with their duties under the Companies Act 2006, as amended from time to time, namely to:

(a) only exercise their powers under the LCCI Articles for the purposes for which they were conferred;

(b) act in good faith in the way most likely to promote the success of the LCCI for the benefit of its members as a whole and in doing so have regard (amongst other matters) to:

(i) the likely consequences of any decision in the long term,

(ii) the interests of LCCI's employees,

(iii) the need to foster the LCCI's business relationships with its suppliers, customers and others,

(iv) the impact of the LCCI's operations on the community and the environment,

(v) the desirability of the LCCI maintaining a reputation for high standards of business conduct, and

(vi) the need to act fairly between LCCI's members.in relation to any of their activities or discussions concerning the LCCI act solely in the best interests of the LCCI, within the law;

(c) exercise independent judgement;

(d) exercise such reasonable care, skill and diligence as may be expected of them, based on their knowledge, skill and experience;

(e) avoid a situation in which they have, or can have a direct or indirect interest that conflicts, or possibly may conflict, with LCCI's interests;

(f) not accept any benefit from a third party conferred by reason of their being an LCCI director or their doing, or not doing, anything as an LCCI director;

(g) make a full and proper declaration of any interest in any proposed transaction or arrangement with LCCI, whether such interest is direct or indirect (see also para 3 below).

2.1.3 conduct themselves at all times in a professional, courteous and respectful manner;

2.1.4 respect the confidentiality of any information they receive in their capacity of director, save where expressly authorized by the Board (or otherwise provided by law) to make any relevant disclosure;

2.1.5 perform those obligations required of their respective role (Chair, Committee Chair, Committee member, Board member) and in each case will have read and agreed to observe the applicable terms of reference and policies; and

2.1.6 comply with all other applicable laws, rules and regulations.

3. MANAGING INTERESTS

3.1 Each Director:

3.1.1 must, on appointment, complete the declaration of interests form and thereafter take responsibility for ensuring it is up to date.

3.1.2 consider during the period of their appointment, whether they have any potentially conflicting business interests and must declare all actual or potential conflicts of interests.

4. ATTENDING MEETINGS AND PERFORMANCE REVIEW

4.1 Directors should endeavour to attend and take an appropriate and active part in all Board meetings, and any meetings of Committees of which they are a member, having fully prepared for each meeting and taking responsibility for ensuring they have received and have read all relevant papers.

4.2 In circumstances where a Director is unable to attend a meeting, they should send their apologies as soon as possible to the Chair or the Chair of the relevant Committee.

4.3 Directors' attendance records will form part of the Directors' periodic performance review and particular consideration will be given to meetings where a Director has not attended and has not given notice of their absence.

4.4 Directors accept that they have been invited to join the Board due to their specific skill set and should actively consider how best to utilise those skills for

the benefit of the LCCI (see para 2.1.2(b) above).

5. LEAVING OFFICE

Any substantial breach of this Code may result in procedures being put in motion which may result in a Director being asked to resign from the Board by the Chair or otherwise in accordance with the Articles of Association. In such a case the Director may, should they seek it, have an opportunity to be heard. However, in the event that a Director is asked to resign, they should accept the majority decision and resign at the earliest opportunity.

Confirmation statement:

I hereby confirm that I have read and will comply with the Code set out above.

Name……..

Signature……

Date ……

APPENDIX 3

COUNCIL CODE OF CONDUCT

(to be completed by non-Board members only)

LONDON CHAMBER OF COMMERCE AND INDUSTRY

Code of Conduct for Council Members

The London Chamber of Commerce and Industry (the **LCCI**) acknowledges the time and expertise which each Council Member contributes to it and to Council meetings. And, where the Council Member is also a Policy Committee or Network Chair, the significant additional time committed by them in the effective running of their Policy Committee or Network, as the case may be.

Council Members recognise that from time to time, as Council Members, they will be given information which is sensitive and, in some cases, confidential.

The Board has adopted a similar Code of Conduct and directors are asked to sign it annually. This Code is intended only for those Council Members who are not also members of the Board.

Both the LCCI and Council Members agree that to optimise the success of the LCCI, all Council Members need to be confident that they are providing a consistent and high standard of support to the LCCI and its members (the **Members**). The purpose of this Code of Conduct is to be clear about the standards required.

Council Members shall at all times in conducting themselves in relation to matters affecting their role at the LCCI:

- Act so as to promote the best interests of the LCCI and its Members;
- Act honestly, fairly, ethically and with integrity;
- Conduct themselves in a professional, courteous and respectful manner;
- Observe the terms of the LCCI's Articles, Bye-laws and otherwise comply with all applicable laws, rules and regulations;
- Promptly disclose any potential conflicts of interest that they may have regarding any matters that may come before Council, and abstain from discussion and voting on any matter in which the Council Member has or may have a conflict of interest;
- Make available to and share with fellow Council Members their expertise and any information as may be appropriate to ensure the proper conduct and sound operation of the LCCI;
- Respect the confidentiality of information relating to the affairs of the LCCI acquired in the course of their service as Council Members;
- Not use confidential information acquired in the course of their service as Council Members for their personal advantage.

Council Members will be asked to sign this Code of Conduct annually. Any breaches of this code of conduct will be escalated to the Board.

Confirmation statement:

I hereby confirm that I have read and will comply with the Code set out above.

Name……

Signature……

Date ……