

ORGANIC LAW
OF THE CADEV'S PERMANENT CENTRE
OF ARBITRATION AND MEDIATION
(CPAM)

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Introductory statement:

The African Centre for Law and Development (CADEV) is a non-profit organization with the registration No. 000098/RDA/J06/BAPP of 25 January 2008. CADEV is registered as a learned Society by the Senior Divisional Officer of the Mfoundi. Since registration, the association has been operating in accordance with its objectives to the satisfaction of its members and beneficiaries.

Within the framework of the implementation of its statutory missions, CADEV has recently set up an organ for the administration of mediation and arbitration called the « **Permanent Centre of Arbitration and Mediation of CADEV** » abbreviated as « CPAM »

The legitimacy of CPAM is based on the resolutions of the CADEV's ordinary general assembly meeting held on May 02, 2011 as well as relevant community and domestic legislations, namely, the OHADA Treaty and the Uniform Act on Arbitration. In order to comply with the relevant domestic laws, the creation of CPAM was duly notified to the competent national authorities such as the Minister of Justice and the Minister in charge of Territorial Administration.

The Permanent Centre of Arbitration and mediation of CADEV offers to Cameroonian companies and their local or foreign partners a reliable method to resolve disputes in the strict compliance with the cardinal rules of alternative justice and the laws of the Land. In addition, CPAM intends to be a centre for the promotion of knowledge and the values of alternative justice so as to enhance social and economical development.

CHAPTER 1: OBJECTIVE – SEAT – COMPETENCE – DERIVATIVE MISSIONS

Article 1: Objective - Seat - Competence

1. Objective

The main objective of CPAM is to organize and administer, in accordance with its rules, arbitration or mediation proceedings which are referred to the Centre by virtue of a valid arbitration clause, a submission agreement or a mediation agreement.

2. Seat

The operational seat of CPAM shall be Douala-Cameroon. However, arbitration and mediation proceedings may be conducted in any other part of Cameroon or abroad depending on the nature of the dispute and/or the wish of the parties.

3. Material and territorial competence

- a) Any natural person or corporate entity registered under private law or public law may recourse to arbitration or mediation before the Permanent Centre of Arbitration and Mediation (CPAM) for the resolution of a contractual dispute on rights in respect of which they have free disposal.

- b) CPAM shall be competent to resolve disputes arising from contracts and agreements where at least one element of such contracts and agreements has a link with the territory of Cameroon.
- c) CPAM may also resolve disputes arising from contracts and agreements concluded and executed out of Cameroon, if such is the wish of the parties as expressed in the arbitration or mediation agreement.

Article 2: Derivative missions - Support to other alternative dispute resolution procedure

1. CPAM may directly carry out training, research, publication and support-counselling where these activities are likely to promote conventional justice and create an atmosphere conducive for business.
2. Within the framework of proceedings referred to *ad hoc* arbitrators/mediators, CPAM may, at the request of the parties or the *ad hoc* arbitral tribunal, offer the services of its registry by putting at their disposal its infrastructure and its ADR administration engineering.
3. Any other ADR institution, State jurisdiction or interested person may recourse to CPAM for the latter to recommend certified arbitrators/mediators who are registered in the CPAM lists, in view of their appointment within the framework of other institutional or *ad hoc* proceedings.

Chapter II: ORGANIZATION - FUNCTIONNING

Article 3: The Administrative and Monitoring Board

1. The Administrative and Monitoring Board shall be the administrative and control organ of CPAM. It shall be composed of the General Advisers, the Supervisory Committee, and the Ethics Committee;
2. The President of CADEV shall be the Chairman of the Administrative and Monitoring Board. He may be assisted by two vice-chairmen who may or may not be members of the CADEV executive bureau.
3. The Administrative and Monitoring Board shall:
 - a) Define the general policy of CPAM;
 - b) Adopt the rules of procedure, the costs scale and any other reference document;
 - c) Co-opt the General Advisers;
 - d) Appoint the members of the Supervisory and Monitoring Committee as well as those of the Ethics Committee;
 - e) Certify arbitrators and mediators to be registered in the list of arbitrators and arbitrators of CPAM ;

- f) Adopt the Supervisory Committee's report on the conduct of arbitration and mediation proceedings ;
 - g) Adopt the Ethics Committee's report on the compliance with the Code of Ethics of CPAM ;
 - h) Approve the external expert's special report on the resource management of the Justice Development Fund ;
 - i) Fix the remuneration of the organs of the Centre, the cost of arbitration and mediation and the rates of levy for the Justice Development Fund ;
- 4.** The Administrative and Monitoring Board shall meet as often as necessary at the call of the Chairman, and at least one time per year in ordinary session ;
- 5.** The Administrative and Monitoring Board shall be a joint commission; its resolutions shall be made after a unanimous vote of its members. However, in case of deadlock, the position which is shared by the Chairman shall carry the day.

Article 4: The General Advisers

- 1.** Advisers shall be persons who are known for their scientific and/or technical contribution to the development of alternative dispute resolution techniques and to the creation of an atmosphere conducive for business.
- 2.** Advisers shall be appointed for a period of three (03) years renewable. They shall:
- a) Perform the function of strategic advisers within the Administrative and Monitoring Board for the development and the promotion of CPAM and its services ;
 - b) Support, in case of need, the Supervisory Committee in the examination of technical and complex issues related to the proceedings administered by the Centre ;
 - c) Contribute towards the realization of the specific objectives of CPAM, namely, the training of arbitrators and mediators, professional publications with the view to promote arbitration and mediation in the context of CPAM, the building of institutional partnerships and the promotion of the image of CPAM.
- 3.** Advisers may, exceptionally, be appointed arbitrators or mediators, in accordance with the rules of arbitration and mediation of CPAM.
- 4.** Except in the cases provided in article 4.3 above, the function of General Adviser shall not be paid. However, Advisers shall be entitled to the reimbursement of costs within the framework of specific assignments given to them, and on the occasion of their participation in the statutory meetings of the Administrative and Monitoring Board.

Article 5: The Supervisory Committee

1. The Supervisory Committee shall be the organ in charge of inspection and operational monitoring of the Centre. It shall be composed of persons who are known for their moral integrity, independence of mind and knowledge of business law, civil and commercial proceedings.
2. The members of the Supervisory Committee shall be designated by the Administrative and Monitoring Board for a term of four (03) years with the possibility to renew. It shall freely choose a coordinator among its members who shall ensure the coherence of interventions and opinions of the Committee as well as the linkage with other organs of CPAM.
3. The Supervisory Committee shall:
 - a) Contribute in the selection of arbitrators and mediators to be registered in the CPAM's list of arbitrators and mediators;
 - b) Ensure the good conduct of arbitration and mediation proceedings through compliance with the rules of arbitration and mediation of the Centre;
 - c) Certify and/or appoint arbitrators and mediators to resolve disputes referred to CPAM;
 - d) Propose arbitrators or mediators in the cases provided in article 2.3 above ;
 - e) Rule on incidence of procedure, including disputes relating to fees;
 - f) Scrutinize, before signing, all draft partial or final award ;
 - g) Propose amendments in the rules of arbitration and mediation of CPAM for adoption by the Administrative and Monitoring Board ;
 - h) Evaluate the technical performance of arbitrators, mediators and Secretary-registrar and submit a report relating thereto to the Administrative and Monitoring Board during its annual ordinary meeting.
4. The decisions of the Supervisory Committee shall be taken by consensus. To this effect, whenever the Committee shall be called upon to take a decision or to give an opinion, the coordinator of the Committee mentioned in article 5.2 above shall ensure that all the members of the Committee are consulted. He shall communicate the consensual decision or advisory opinion to the Secretariat-registrar. Consultations as well as advisory opinions resulting there from may be in writing, including electronic mails, with a copy thereof served to the Secretariat-registrar.
5. Whenever a member of the Supervisory Committee is appointed arbitrator or mediator in a case, he shall refrain from acting as supervisor in the issues relating to the case in which he is involved.

6. Notwithstanding the foregoing, two (02) members of the Supervisory Committee may not sit in the same arbitral tribunal or in the same mediators' panel.
7. Except in case of an express waiver in favour of the Justice development Fund, the members of the Supervisory Committee shall be entitled to yearly allowances based on the level of the regulatory activity of the centre. The amount of these allowances shall be fixed by the Management and Monitoring Board during its annual meeting.

Article 6: The Ethics Committee

1. The Ethics Committee shall be the organ in charge of monitoring the compliance of practices and behaviours of the various actors of CPAM (arbitrators, mediators, supervisors, registrars) with the values of alternative justice and the rules of ethics enshrined in the Code of Ethics of CPAM.
2. The Ethics Committee shall be composed of persons who are known for their moral integrity and independence of mind. They shall be appointed by the Management and Monitoring Board and shall not be revoked, except they infringe the values which they are called upon to protect.
3. The Ethics Committee shall:
 - a) Ensure compliance with the code of ethics of CPAM by arbitrators, mediators, the staff of the Secretariat-registry and any other actor. In this capacity, they shall receive complaints and contestations relating thereto, investigate same and propose appropriate sanctions to the Management and Monitoring Board ;
 - b) Propose amendments in the code of ethics of CPAM for adoption by the Management and Monitoring Board;
 - c) Make a general evaluation of the level of compliance with the ethical values of arbitration and mediation within CPAM and present a report during the CPAM's annual ordinary meeting.
4. The decisions of the Ethics Committee on the proposal of sanctions shall comply with the principle of adversarial proceedings, they shall be reasoned and notified to the parties concerned. Once the decisions of the Ethics Committee are ratified by the Management and Monitoring Board, they may be disclosed and put at the disposal of any interested party.
5. The members of the Ethics Committee may not be appointed arbitrators or mediators. Their functions are not paid, subject to the reimbursement of their participation costs at the meetings of the management and Monitoring Board.

Article 7: The Secretariat-Registry

1. The Secretariat-registry shall be composed of wage-earners recruited by CADEV. It shall be headed by a Registrar-in-Chief assisted by collaborators.

2. The Secretariat-registry shall, under the coordination of the Registrar-in-Chief, perform the following functions :
 - a) Daily management of the Centre;
 - b) Writing, receiving, recording, forwarding and preserving correspondences and all other written documents concerning proceedings and the life of the Centre;
 - c) Preparation of the required documents for hearings, and ensuring relay among the various parties involved into the proceedings ;
 - d) Taking part in arbitration hearings and, where necessary, in mediation sessions. They shall comply with the requirement of confidentiality and bring the necessary assistance to arbitrators and mediators ;
 - e) Calculation of the costs of arbitration or mediation, notification to the parties and recovery ;
 - f) Authentication and notification of arbitral awards and mediation decisions, certification of copies of such awards and mediation decisions upon request by the parties and filing at the registry ;
 - g) Carrying out the functions of *ad hoc* registry in compliance with article 2.2 of this law ;
 - h) Drafting of annual financial and activity reports of the centre ;
 - i) Implementing animation and development activities for the Centre.

Article 8: Mediators and arbitrators

1. Mediators and arbitrators shall be natural persons of Cameroon nationality or not who are called upon to settle disputes referred to CPAM on the basis of a mediation agreement, an arbitration clause or a submission agreement. They shall be selected and confirmed on the basis of their morality, independence as well as their technical and psychological skills to resolve the disputes referred to the Centre with efficiency.
2. The CPAM's arbitrators and mediators shall, prior to their registration in the list of arbitrators and mediators, be certified following an adequate training-certification carried out by CADEV ;
3. Apart from the persons registered in the lists of certified arbitrators and mediators, the parties may, if the circumstances so justify, propose an arbitrator or mediator who is not registered in the CPAM's list. Nevertheless, the actual appointment of such arbitrator or mediator remains subject to the conditions stipulated in the rules of arbitration and mediation of CPAM.
4. The functions of arbitrator and mediator shall be *intuitu personae*. This excludes the possibility for an arbitrator or mediator who has been appointed for a case to have himself substituted by another, regardless of his professional relationship with the latter.

5. Arbitrators or mediators appointed to settle a case within the framework of CPAM shall act with independence, neutrality, impartiality and diligence. They shall comply with the guiding principles of procedure and the ethical values enshrined in the arbitration and mediation rules as well as in the code of ethics of CPAM.
6. Mediators and arbitrators shall not be subject to any relationship of hierarchical subordination vis-à-vis the parties and any other institution or person who is internal or external to CADEV. In the course of their duty, arbitrators and mediators shall strive to get closer to the ideal of justice required by equity and law.
7. Mediators and arbitrators shall be personally liable for damages arising from their actions.

Article 9: CADEV Fund for the Development of Justice in Africa

1. The creation of the CADEV Fund

In order to contribute to the development of a justice that enhances the economical and social development and peace, a Fund called **CADEV Fund for the Development of Justice in Africa** is hereby created.

2. Objective of the Fund

The Fund seeks to support actions which are geared towards the establishment of good quality justice in Africa. Its interventions shall include:

- a) Support to training and research on legal issues in general and, especially, on alternative dispute resolution;
- b) Support to the capacity building of legal officers on business law and alternative dispute resolution;
- c) Putting in place of a CPAM Prize to honour the actors of the civil society, legal community or alternative justice who have made significant contribution in promoting the application of the principles of good quality justice in Africa.
- d) Contribution to ease access to arbitral or amicable justice by eligible civil society organizations in view of defending the common interest of their members, vulnerable groups, namely, Very Small Companies, rural populations, actors of the informal economy and low-income litigants in general.

The Fund's support may be in terms of a contribution to the costs of proceedings or a specific kind of assistance.

3. Principle of partnership

Within the framework of its missions, the Fund may build useful partnerships with the actors of cooperation for development, training and research institutions, civil society organizations, companies and law firms.

4. Financing of the Fund

- a) The Fund shall be financed with systematic symbolic levy from the administrative fees which shall be paid to CPAM as well as the levy on the arbitrators and mediators' fees.
- b) The amount and the modalities of such levies shall be defined yearly by the Management and Monitoring Board.
- c) The Fund may also receive contributions and donations from the State, international organizations, private sector or solidarity organizations.

5. The Management of the Fund

- a) The Chairman of the Management and Monitoring Board shall be competent to manage the Funds on behalf and on the account of CADEV.
- b) A special report on the utilization of resources shall be prepared by a person who is independent and external to CADEV within the framework of the annual activity report of CPAM. It shall be submitted to the Management and Monitoring Board for approval and put at the disposal of any interested person.

Article 10 Miscellaneous provisions

6. The present organic law shall enter into force as soon as it is signed by the Chairman of the Management and Monitoring Board.
7. It shall be complemented by the rules of arbitration and mediation, the costs scale, the code of ethics and relevant documents of procedure which are available at the Secretariat-registry of CPAM. /-