

# **INTERMEDIARIES (DELEGATED AUTHORITY) AMENDMENT BYELAW (NO. 1 OF 2019)**

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## **Purpose**

The purpose of this byelaw is to amend certain provisions of the Intermediaries Byelaw, to make consequential amendments to certain defined terms in the Definitions Byelaw and to insert certain new definitions which are used in the Intermediaries Byelaw and to make consequential amendments to the Underwriting Byelaw and the Insurance Certificates Byelaw. In particular, the amendments to the Intermediaries Byelaw (1) set out new requirements for the delegation of authority to determine claims, including a requirement for delegated claims administrators to be approved by Lloyd's, (2) create a new category of person to whom delegated underwriting authority can be given and (3) allow for the sub-delegation of authority, subject to any requirements Lloyd's may prescribe.

## **Notes**

Words and terms shown in italics have the meaning set out in the Definitions Byelaw.

This Byelaw was made by the Council on 19 June 2019 in exercise of its powers under sections 6(2) and 6(3) of Lloyd's Act 1982 and paragraphs (19) and (41) of Schedule 2 thereof and may be referred to as the Intermediaries (Delegated Authority) Amendment Byelaw (No. 1 of 2019).

These notes, the note setting out the purpose of this Byelaw and the headings are for guidance only and do not form part of the Byelaw.

## Amendments to the Intermediaries Byelaw

1. The Intermediaries Byelaw (No. 3 of 2007) is amended by deleting the text struck out and by inserting the text underlined as shown at Appendix 1.

## Amendments to the Definitions Byelaw (No. 7 of 2005)

2. Paragraph 1 of the Definitions Byelaw (No. 7 of 2005) is amended as follows –
  - (a) by deleting the definition of “approved coverholder” and insert in its place –

““approved coverholder” means a company or partnership authorised to enter into a contract or contracts of insurance to be underwritten by the *members* of a *syndicate* in accordance with the terms of a *binding authority* and which has been approved to act as an *approved coverholder* in accordance with the Intermediaries Byelaw (No. 3 of 2007);”;
  - (b) by inserting after the definition of “approved coverholder” –

““approved delegated claims administrator” means a company or partnership authorised to *determine* claims on contracts of insurance underwritten by the *members* of a *syndicate* in accordance with the terms of a *delegated claims administration agreement* and which has been approved to act as an *approved delegated claims administrator* in accordance with the Intermediaries Byelaw (No. 3 of 2007);”;
  - (c) by deleting the definition of “binding authority” and insert in its place –

““binding authority” means a *contract of delegated authority* with an *approved coverholder* to delegate authority to the *approved coverholder* to enter into a contract or contracts of insurance to be underwritten by the *members* of a *syndicate* in accordance with the terms of the agreement;”;
  - (d) by inserting after the definition of “connected company” –

““consortium agreement” means a *contract of delegated authority* (other than a *line slip*) by which a *managing agent* delegates its authority to enter into a contract or contracts of insurance to be underwritten by the *members* of a *syndicate* managed by it to another *managing agent*;”;
  - (e) by inserting after the definition of “constitutional requirements” –

““contract of delegated authority” means any agreement (including a *binding authority*, a *consortium agreement*, a *line slip* and a *delegated claims administration agreement*) under which authority is delegated or sub-delegated –

    - (a) to enter into contracts of insurance to be underwritten by the *members* of a *syndicate*,

- (b) to issue documents evidencing contracts of insurance underwritten by the *members* of a *syndicate*; or
- (c) to *determine* claims on contracts of insurance underwritten by the *members* of a *syndicate*;”;
- (f) by deleting the definition of “coverholder”;
- (g) by inserting after the definition of “definitive insurers” –
 

““delegated claims administration agreement” means a *contract of delegated authority* with an *approved delegated claims administrator* to *delegate authority* to the *delegated claims administrator* to *determine* claims on a contract or contracts of insurance underwritten by the *members* of a *syndicate*, in accordance with the terms of the agreement;”;
- (h) by inserting after the definition of “deposit company” –
 

““determine” in relations to claims means all claims handling activities necessary in order to (i) accept or deny a claim in whole or in part; (ii) agree any amount payable; or (iii) resolve finally any open matter by agreement or, if necessary, dispute resolution;”;
- (i) by amending the definition of “line slip” by deleting the first reference to “agreement” and replace with “*contract of delegated authority*”;
- (j) by deleting the definition of “registered binding authority”;
- (k) by deleting the definition of “third party administrator”;

#### Amendments to the Underwriting Byelaw (No. 2 of 2003)

3. Paragraph 27 of the Underwriting Byelaw (No. 2 of 2003) is amended as follows –
  - (a) by deleting the word “registered” in sub-paragraph (c); and
  - (b) by deleting the words “[~~(d) deleted by the Intermediaries (Restricted Coverholder Revocation) Amendment Byelaw (No. 1 of 2014)~~]” and insert in its place –
 

“(d) through a *person* to whom the *Franchise Board*, pursuant to paragraph 1 (e) of the Intermediaries Byelaw (No. 3 of 2007), has permitted a *managing agent* to delegate its authority to enter into contracts of insurance to be underwritten by the *members* of a *syndicate* managed by it, in accordance with the terms of a *contract of delegated authority*.”;

Amendments to the Insurance Certificates Byelaw (No. 1 of 2006)

4. The Insurance Certificates Byelaw (No. 1 of 2006) is amended by inserting the word “approved” before the word “coverholder” in each case other than in headings, the Contents and the introductory Notes.

Commencement and application

5. This byelaw shall come into force on [date].

## Appendix 1 – Amendments to the Intermediaries Byelaw

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# INTERMEDIARIES BYELAW

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## Purpose

The purpose of this Byelaw is to –

1. permit the acceptance of business at Lloyd's through *coverholders*;
2. permit the *determination* of claims at Lloyd's through *delegated claims administrators*
- ~~3.~~ specify to whom a *managing agent* may delegate its authority to underwrite contracts of insurance, ~~and issue insurance documentation and to determine claims;~~
3. ~~state which type of coverholder must be approved by the Franchise Board;~~
4. provide for the registration of persons to whom delegated authority is given ~~all approved coverholders;~~
5. provide for the registration of certain contracts of delegated authority ~~binding authorities; and~~
6. provide for the *Franchise Board* to prescribe conditions and requirements relating to contracts of delegated authority and to insurance documentation issued by ~~coverholders~~ persons to whom delegated authority is given; and
7. provide for the registration of *Lloyd's brokers*.

The Byelaw also revokes –

1. The Delegated Underwriting Byelaw (No. 1 of 2004); and
2. The Lloyd's Broker Byelaw (No. 7 of 2004); and

## Amendments

This byelaw was amended by

Intermediaries (Service Company Amendment) Byelaw (No. 5 of 2008)

The Legislative Reform (Lloyd's) Order (Market Provisions) Byelaw (No. 1 of 2009)

Intermediaries (Claims Determination) Amendment Byelaw (No. 1 of 2012)

Intermediaries (Restricted Coverholder Revocation) Amendment Byelaw (No. 1 of 2014)

Intermediaries (Delegated Authority) Amendment Byelaw (No. 1 of 2019)

Words and terms shown in italics have the meaning set out in the Definitions Byelaw.

This Byelaw was made by the *Council* on 28 March 2007 in exercise of its powers under section 6(2) and 8(3) of, and paragraphs (4), (12), (14), (19), (21), (24), (37) and (41) of

Schedule 2 to, Lloyd's Act 1982 and may be referred to as the Intermediaries Byelaw (No. 3 of 2007).

The headings and these notes are for guidance only and do not form part of the Intermediaries Byelaw.

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## Section 1 Delegated Underwriting Authority

### Part A – Delegation of authority

Delegation of authority to enter into contracts of insurance

1. A *managing agent* shall not delegate its authority to enter into contracts of insurance to be underwritten by the *members* of a *syndicate* managed by it to any *person* other than –
  - (a) to a director or employee of the *managing agent* or, with the consent of the *Franchise Board*, to any other individual engaged to provide services to the *managing agent*;
  - (b) to another *managing agent* or authorised insurance company in accordance with the terms of a *line slip*;
  - (c) to another *managing agent* in accordance with the terms of a ~~registered~~ *binding authority consortium agreement*;
  - (d) to an *approved coverholder* in accordance with the terms of a ~~registered~~ *binding authority*;
  - (e) to such other *person* or class or category of *persons* as the *Franchise Board* may permit in accordance with the terms of a *contract of delegated authority*;  
~~[(e) deleted by the Intermediaries (Restricted Coverholder Revocation) Amendment Byelaw (No. 1 of 2014).]~~
  - (f) to the *Society*, or a representative or agent of the *Society*; or
  - (g) in accordance with any other of the *requirements of the Council*.
  
2. Any *person*, other than the *Society*, ~~or a *managing agent*, with~~ to whom authority to enter into contracts of insurance to be underwritten by *members* of a *syndicate* has been delegated in accordance with paragraph 1 shall not sub-delegate that authority other than –
  - (a) to a director, partner or employee of that *person* or, with the consent of the *Franchise Board*, to any other individual engaged to provide services to that *person* in accordance with the terms of the *binding authority* or *line slip* in question; or,
  - (b) to any of the *persons* and in accordance with such specified *contract of delegated authority* as is listed in paragraph 1 (b) to (g).

save that the *Franchise Board* may from time to time prescribe conditions and requirements as to the sub-delegation of authority in accordance with this paragraph

~~by or to any *person* or class or category of *persons* (which may include prohibiting the sub-delegation of authority). save that a *service company coverholder* may also sub-delegate its authority under its *service company agreement* to another *approved coverholder* in accordance with the terms of a *binding authority*.~~

#### Delegation of authority to issue insurance documentation<sup>†</sup>

3. A *managing agent* shall not delegate its authority to issue documents evidencing contracts of insurance underwritten by the *members* of a *syndicate* managed by it to any *person* other than to –
  - (a) the *LPSO*;
  - (b) a director or employee of the *managing agent* or, with the consent of the *Franchise Board*, to any other individual engaged to provide services to the *managing agent*;
  - (c) another *managing agent* or an authorised insurance company in accordance with the terms of a *line slip*;
  - (d) another *managing agent* in accordance with the terms of a ~~*registered binding authority consortium agreement*~~;
  - (e) an *approved coverholder* in accordance with the terms of a ~~*registered binding authority*~~ or a ~~*restricted binding authority*~~;
  - (f) to such other *person* or class or category of *persons* as the *Franchise Board* may permit in accordance with the terms of a *contract of delegated authority*; or  
~~[(f) *deleted by the Intermediaries (Restricted Coverholder Revocation) Amendment Byelaw (No. 1 of 2014).*]~~
  - (g) the *Society*, including for the purpose of issuing or otherwise making available ~~marine~~ insurance certificates in accordance with the Marine Insurance Certificates Byelaw (No. 3 of 2002), or a representative or agent of the *Society*; ~~or~~
  - (h) ~~to such other persons as the *Franchise Board* may permit.~~
  
4. Any *person*, other than the *Society*, ~~or *LPSO* or a *managing agent*~~, with to whom authority to issue documents evidencing contracts of insurance underwritten on behalf

<sup>†</sup> Paragraph 3 of the Intermediaries Byelaw does not prohibit:

~~(1) the use of electronic systems or repositories for the formation, recording and storage of insurance contracts; or~~  
~~(2) brokers from producing evidence of cover from such systems or repositories as this in itself does not constitute delegation of authority by the managing agent. In that context, brokers may produce insurer authorised evidence of cover held on the system for onward transmission to the insured provided that the reproduction is a complete and accurate reproduction of the insurer authorised evidence of cover.~~

This footnote has been included because Lloyd's has received enquiries seeking clarification of this paragraph in the context of electronic systems and repositories. This footnote does not form a part of the byelaw. Lloyd's August 2008.

of the *members of a syndicate* has been delegated in accordance with paragraph 3 shall not sub-delegate that authority other than –

- (a) to a director, partner or employee of that *person* or, with the consent of the *Franchise Board*, to any other individual engaged to provide services to that *person* in accordance with the terms of the *binding authority* or *line slip* in question; or
- (b) to any of the *persons* and in accordance with such specified *contract of delegated authority* as is listed in paragraph 3 (a) and (c) to (g).

save that the *Franchise Board* may from time to time prescribe conditions and requirements as to the sub-delegation of authority in accordance with this paragraph by or to any *person* or class or category of *person* (which may include prohibiting the sub-delegation of authority). ~~save that a *service company coverholder* may also sub-delegate its authority under its *service company agreement* to another *approved coverholder* in accordance with the terms of a *binding authority*.~~

#### Delegation of authority to determine claims

4A. A *managing agent* shall not delegate its authority to *determine* claims on contracts of insurance underwritten by the *members of a syndicate* managed by it to any *person* other than –

- (a) to a director or employee of the *managing agent* or, with the consent of the *Franchise Board*, to any other individual engaged to provide services to the *managing agent*;
- (b) to another *managing agent* in accordance with such requirements as the *Franchise Board* may prescribe;
- (c) to another *managing agent* or authorised insurance company in accordance with the terms of a *line slip*;
- (d) to another *managing agent* in accordance with the terms of a *consortium agreement*;
- (e) to an *approved delegated claims administrator* in accordance with the terms of a *delegated claims administration agreement*;
- (f) an *approved coverholder* where the contract of insurance has been entered into or is being administered by that *approved coverholder* in accordance with the terms of a *binding authority*;
- (g) to an *approved run-off company* in accordance with the terms of a *contract of delegated authority*;
- (h) to a *Lloyd's claims settling agent* in accordance with the terms of a *contract of delegated authority*;

- (i) a lawyer or firm of lawyers qualified to practice law under the laws and regulations where they are located in accordance with the terms of a *contract of delegated authority*;
- (j) to such other *person* or class or category of *persons* as the *Franchise Board* may permit in accordance with the terms of a *contract of delegated authority*;  
or
- (k) to the *Society*, or a representative or agent of the *Society*.

4B. Any *person*, other than the *Society*, to whom authority to *determine* claims on contracts of insurance underwritten by *members* of a *syndicate* has been delegated in accordance with paragraph 4A shall not sub-delegate that authority other than –

- (a) to a director, partner or employee of that *person* or, with the consent of the *Franchise Board*, to any other individual engaged to provide services to that person; or
- (b) to any of the *persons* and in accordance with such specified *contract of delegated authority* as is listed in paragraph 4A (c) to (j).

save that the *Franchise Board* may from time to time prescribe conditions and requirements as to the sub-delegation of authority in accordance with this paragraph by or to any *person* or class or category of *person* (which may include prohibiting the sub-delegation of authority).

**Part B – Registers of ~~coverholders~~ persons with delegated authority and contracts of delegated authority ~~registered binding authorities~~**

Establishment and maintenance of registers

5. The *Franchise Board* shall establish and maintain registers of –
- (a) approved coverholders; and
  - (b) approved delegated claims administrators;
  - (c) such other classes or categories of persons to whom the *Franchise Board* has permitted authority to be delegated or sub-delegated in accordance with paragraphs 1 to 4B as the *Franchise Board* may prescribe from time to time; and
  - (~~b~~) registered binding authorities such classes or categories of contracts of delegated authority as the *Franchise Board* may prescribe from time to time.
6. The registers shall be in such form and contain such information as the *Franchise Board* may prescribe.
7. The *Franchise Board* may prescribe which *persons* or categories or classes of *person* may inspect all or any part of each register referred to in paragraph 5.

Registration of approved coverholders, approved delegated claims administrators and others to whom the *Franchise Board* has permitted authority to be delegated or sub-delegated

- 7A. The arrangements for entering in and removing names from the register of *approved coverholders* and *approved delegated claims administrators* shall be in accordance with paragraphs 11 and 19.
- 7B. The *Franchise Board* may from time to time prescribe the arrangement for entering in the register of names of *persons* required to be registered in accordance with paragraph 5 (c), including –
- (a) which classes and categories of *persons* may register a *person* within this category; and
  - (b) the requirements and procedures that must be complied with in order to register such a *person*.

7C. The person who registers a person within this category shall ensure that the information contained in the register relating to that person is kept up-to-date.

7D. Managing agents, approved coverholders and approved delegated claims administrators shall not permit persons required to be registered in accordance with paragraph 5 (c) within this category to exercise authority delegated to them in accordance with any of paragraphs 1 to 4B unless that person's name is included in the register.

7E. The Franchise Board may at any time remove from the register established and maintained in accordance with paragraph 5 (c) the names of any persons who are not or have ceased to be persons requiring their name to be included in the register.

Registration of contracts of delegated authority

7F. The Franchise Board may from time to time prescribe –

(a) which classes and categories of persons may register a contract of delegated authority; and

(b) prescribe requirements and procedures which must be complied with in order to register a contract of delegated authority.

7G. The person who registers a contract of delegated authority shall ensure that the information contained in the register relating to that contract of delegated authority is kept up-to-date.

## Part C - Approved coverholders and approved delegated claims administrators

### Applications for approval

8. Any company or partnership that wishes to be approved as an *approved coverholder* or as an *approved delegated claims administrator* (an “*applicant*”) may apply to the *Franchise Board*. Applications shall be made in accordance with such procedures and shall be accompanied by such documents and information as the *Franchise Board* may from time to time prescribe.
9. The *Franchise Board* may require an *applicant*, which is not a *Lloyd’s broker*, to be sponsored by a *Lloyd’s broker* or a *managing agent* (the “*sponsor*”).
10. At any time after receiving an application, the *Franchise Board* may, in connection with the consideration of the application, require –
  - (a) the *applicant*;
  - (b) any *sponsor*; or
  - (c) any *managing agent* which proposes to enter into a *binding authority* or *delegated claims administration agreement* with the *applicant*,or any of the directors, partners and employees of any such person to –
  - (i) provide information, documents, books, records and other materials;
  - (ii) answer questions;
  - (iii) give undertakings or make declarations to the *Franchise Board*;
  - (iv) attend before the *Franchise Board* or any representative or agent of the *Society*;
  - (v) permit the *Franchise Board* or any representative or agent of the *Society* to attend at the *applicant’s* business premises to inspect, review or assess the *applicant’s* business operations, books and records and to pay or contribute to the costs of that inspection, review or assessment;
  - (vi) provide funds or other security (including, but not limited to letters of credit, charges or guarantees) for the settlement and payment of insurance transactions incurred by it.

### Approval

11. The *Franchise Board* may consider applications for approval as an *approved coverholder* or *approved delegated claims administrator* and grant or refuse any such

approval. Upon granting any such approval the name of the *applicant* shall be entered into the register of *approved coverholders or approved delegated claims administrator*, as applicable.

12. The *Franchise Board* shall not approve an *applicant* as an *approved coverholder* or *approved delegated claims administrator* unless the *applicant* has demonstrated to the *Franchise Board* that it is suitable to be approved as such ~~an *approved coverholder*~~.

13. In deciding whether an *applicant* is suitable to be approved as an *approved coverholder* or as an *approved delegated claims administrator* the *Franchise Board* shall have regard to such criteria as it may from time to time prescribe for all or any class or category of *applicants*.

13A. The *Franchise Board* shall not approve an application to become an *approved coverholder* unless the *applicant* can demonstrate that, upon approval, it has a reasonable expectation of entering into a *binding authority* and the *Franchise Board* is satisfied that the *syndicate* for whose *members* any contracts of insurance are to be underwritten is managed by a *managing agent* that has the capabilities and competencies to underwrite the business in question through that *applicant*.

14. A *person* shall not hold itself out as being an *approved coverholder* or as an *approved delegated claims administrator* unless its name appears in the register of *approved coverholders* or the register of *approved delegated claims administrators*, as applicable.

15. The approval of a *person* as an *approved coverholder* or as an *approved delegated claims administrator* may be –

- (a) subject to that *person* entering into a *binding authority* or *delegated claims administration agreement* to be registered in accordance with this Byelaw within such period as the *Franchise Board* may specify;
- (b) subject to the provision of undertakings or declarations from such *persons* as the *Franchise Board* may require;
- (c) for a specific or an indefinite period;
- (d) in the case of *approved coverholders*, subject to that *person* being classified as a *service company coverholder*.

Directions, conditions and requirements

16. The *Franchise Board* may at any time give such directions to or impose such conditions or requirements on an *approved coverholder* or *approved delegated claims*

administrator (or any class or group thereof) as it thinks necessary or appropriate. A direction, condition or requirement given or imposed under this paragraph may include a direction, condition or requirement for the purposes of ensuring that the approved coverholder or approved delegated claims administrator (or any class or group thereof) –

- (a) is or will continue to be suitable to be an approved coverholder or approved delegated claims administrator;
- (b) will only act in that capacity in accordance with a binding authority or delegated claims administration agreement which has such parties, or which was arranged or broked by such person or persons, as the *Franchise Board* may specify;
- (c) will only act in that capacity in respect of certain classes or categories of insurance business or in respect of certain geographical areas as specified by the *Franchise Board*;
- (d) in the case of approved coverholders, may only determine the premium to be charged in respect of each contract of insurance to be entered into under a *binding authority* in accordance with such restrictions or limitations as the *Franchise Board* may specify;-
- (e) in the case of approved coverholders. may only determine claims on contracts of insurance which have been entered into or are being administered by that approved coverholder in accordance with such restrictions or limitations as the Franchise Board may specify;
- (f) may only sub-delegate any authority to enter into or to issue documents evidencing contracts of insurance or to determine claims on contracts of insurance underwritten by or, as the case may be, to be underwritten by members of a syndicate in accordance with such restrictions or limitations as the Franchise Board may specify (which may include prohibiting any sub-delegation of authority).

#### Review of approval

17. The *Franchise Board* may at any time conduct a review of an approved coverholder's or approved delegated claims administrator's approval under this Byelaw for the purpose of determining –

- (a) whether they continue to suitable to be approved as such~~approved coverholder continues to be suitable to be an approved coverholder~~;
- (b) whether there are or may be any ground for exercising any power of the *Franchise Board*.

18. In connection with any review conducted by the *Franchise Board* under paragraph 17, the *Franchise Board* may require the approved coverholder or approved delegated claims administrator, any *managing agent* which is or has been a party to a *binding authority or delegated claims administration agreement* with the *approved coverholder* and any *Lloyd's broker* which arranged, broked or is a party to any such *binding authority or delegated claims administration agreement* and any of their directors, partners or employees to –
- (a) provide information, documents, books, records and other materials;
  - (b) answer questions;
  - (c) attend before the *Franchise Board* or any representative or agent of the *Society*;
  - (d) permit the *Franchise Board* or any representative or agent of the *Society* to attend at the approved coverholder's or approved delegated claims administrator's business premises to inspect, review or assess the *approved coverholder's or approved delegated claims administrator's* business operations, books and records and to pay or contribute to the costs of that inspection, review or assessment;
  - (e) make declarations to the *Franchise Board*.

#### Revocation of approval

19. The *Franchise Board* may at any time revoke the approval of an *approved coverholder or approved delegated claims administrator* and remove its name from the applicable register of approved coverholders if the *Franchise Board* considers that –
- (a) the approved coverholder or approved delegated claims administrator is not suitable to be approved as such an approved coverholder;
  - (aa) the approved coverholder or approved delegated claims administrator has failed to or has ceased to comply with any requirements of the Council;
  - (b) the approved coverholder or approved delegated claims administrator has failed to or has ceased to comply with any direction, condition or requirement given to or imposed upon it under paragraph 16;
  - (c) the approved coverholder or approved delegated claims administrator has failed to or has ceased to comply with the terms of any undertaking or declaration that it has given to the *Franchise Board*;
  - (d) in the case of an approved coverholder, the *approved coverholder* has not been party to a ~~registered~~ *binding authority* for a period of 3 months, or such longer period as the *Franchise Board* may permit, since the expiry of its

- authority to enter into contracts of insurance on behalf of the *members* of a *syndicate* under the last ~~registered~~ *binding authority* to which it was party;
- (da) in the case of an *approved delegated claims administrator*, the *approved delegated claims administrator* has not been party to a *delegated claims administration agreement* for a period of 6 months, or such longer period as the *Franchise Board* may permit, since the expiry of its authority to *determine claims on contracts of insurance underwritten by the members of a syndicate* under the last *delegated claims administration agreement* to which it was party; or
- (e) it is necessary or desirable in order to protect the name, reputation or standing of the *Society* and of its *members* or their authorisation to conduct insurance business.

20. Where the *Franchise Board* considers that there are grounds for revoking the approval of an *approved coverholder* or an *approved delegated claims administrator* the *Franchise Board* may if it considers that there is good reason to do so –

- (a) postpone that revocation for such period or periods as the *Franchise Board* may specify from time to time or until the *Franchise Board* shall otherwise determine; and
- (b) in connection with such postponement, at any time give such directions or impose such requirements as it may think fit including directions or requirements for the purpose of ensuring that –
- (i) in the case of an *approved coverholder*, the *approved coverholder* does not or does not continue to enter into or purport to enter into any further contracts of insurance on behalf of *members* of a *syndicate*;
- (ia) in the case of an *approved delegated claims administrator*, the *approved delegated claims administrator* does not or does not continue to *determine* or purport to *determine* claims underwritten by *members* of a *syndicate*;
- (ib) the *approved coverholder* or *approved delegated claims administrator* does not or does not continue to enter into or purport to enter into any *contract of delegated authority*; and
- (ii) any contracts of insurance entered into ~~by the *approved coverholder*~~ on behalf of *members* of a *syndicate* in any capacity are properly administered.

Decisions may be made by electronic processes

21. Where it considers appropriate, any decision in this part may be made and communicated by the *Franchise Board* using automated electronic processes.

**[Part D – Restricted coverholders**

*Deleted by the Intermediaries (Restricted Coverholder Revocation) Amendment Byelaw (No. 1 of 2014).]*

**Part E - ~~Binding authorities and line slips~~ Contracts of delegated authority**

Requirements relating to ~~binding authorities and line slips~~ contracts of delegated authority

30. The *Franchise Board* may from time to time prescribe conditions and requirements with which all ~~binding authorities or line slips~~ contracts of delegated authority or any class or category of contract of delegated authority ~~binding authority or line slip~~ must comply including conditions and requirements relating to information, provisions and terms to be included ~~in a binding authority or line slip~~.
31. An approved coverholder or a *managing agent* shall not enter into or purport to enter into a contract of insurance or contract of delegated authority or issue or purport to issue a document evidencing a contract of insurance under a *binding authority*, consortium agreement or a *line slip* unless –
- (a) each of the parties to the *binding authority*, consortium agreement or *line slip* have agreed to its terms and conditions; and
  - (b) the *binding authority*, consortium agreement or *line slip* complies with the conditions and requirements prescribed by the *Franchise Board* in accordance with paragraph 30.
- 31A. An approved delegated claims administrator shall not *determine* or purport to *determine* a claim or enter into a contract of delegated authority under a delegated claims administration agreement unless –
- (a) each of the parties to the delegated claims administration agreement have agreed to its terms and conditions; and
  - (b) the delegated claims administration agreement complies with the conditions and requirements prescribed by the *Franchise Board* in accordance with paragraph 30.
- 32A. An approved coverholder, an approved delegated claims administrator or a managing agent shall not authorise, permit or cause any person to whom they delegate or sub-delegate authority to enter into a contract of insurance or issue a document evidencing a contract of insurance or to *determine* a claim under a contract of delegated authority unless –
- (a) each of the parties to the contract of delegated authority have agreed to its terms and conditions; and

(b) the contract of delegated authority complies with the conditions and requirements prescribed by the Franchise Board in accordance with paragraph 30.

Registration of binding authorities and delegated claims administration agreements

32. An approved coverholder shall not enter into or purport to enter into a contract of insurance or a contract of delegated authority and shall not issue or purport to issue a document evidencing a contract of insurance under a *binding authority* until that *binding authority* has been registered in accordance with the requirements and procedures prescribed by the *Franchise Board*.

32A An approved delegated claims administrator shall not determine or purport to determine a claim or enter into a a contract of delegated authority under a delegated claims administration agreement until that delegated claims administration agreement has been registered in accordance with the requirements and procedures prescribed by the Franchise Board.

[33. ~~Deleted by Intermediaries (Delegated Authority) Amendment Byelaw (No. 1 of 2019)]~~The Franchise Board may from time to time prescribe—~~~~

- (a) ~~which classes and categories of persons may register a *binding authority*; and~~
- (b) ~~prescribe requirements and procedures which must be complied with in order to register a *binding authority*.~~

[34. ~~Deleted by Intermediaries (Delegated Authority) Amendment Byelaw (No. 1 of 2019)]~~The person who registers a *registered binding authority* shall ensure that the information contained in the register relating to that *binding authority* is kept up to date.~~~~

## Part F - Requirements for insurance documentation

35. The *Franchise Board* may from time to time prescribe such conditions and requirements regarding insurance documentation issued under a contract of delegated authority~~binding authority~~ or a ~~line slip~~ which may include conditions and requirements relating to –
- (a) the content, form and style of the insurance documentation;
  - (b) service standards for the issuance and distribution of the insurance documentation;
  - (c) arrangements to ensure, where a contract of insurance has been entered into under a ~~binding authority~~contract of delegated authority, that a policyholder can verify the authority of a ~~coverholder~~person to enter into contracts of insurance underwritten by *members* of a *syndicate* and the authenticity of the insurance documentation issued by it; and
  - (d) arrangements for the proper control of the issuance and distribution of the insurance documentation.

## [Part G – Claims and third party administrators

*Deleted by the Intermediaries (Delegated Authority) Amendment Byelaw (No. 1 of 2019).*

### ~~Claims~~

- ~~36A. In respect of contracts of insurance entered into under a *binding authority*, a *managing agent* shall not delegate its authority to determine claims arising under a contract of insurance entered into on behalf of the *members* of a *syndicate* managed by that *managing agent* to any *person* other than to –~~
- ~~(a) the scheme service provider as defined under the terms of the Lloyd’s Claims Scheme;~~
  - ~~(b) a director or employee of the *managing agent* or, with the consent of the *Franchise Board*, to any other individual engaged to provide services to the *managing agent*;~~
  - ~~(c) another *managing agent* or to a *substitute agent*;~~
  - ~~(d) an *approved run-off company*;~~
  - ~~(e) a *coverholder* where the contract of insurance has been entered into by that *coverholder* in accordance with the terms of a *binding authority*;~~
  - ~~(f) a *Lloyd’s claims settling agent*;~~
  - ~~(g) a lawyer or firm of lawyers qualified to practice law in accordance with the laws and regulations where they are located;~~
  - ~~(h) a *third party administrator* where the *managing agent* is satisfied that the *third party administrator* is suitable having regard to such criteria that the *Franchise Board* may from time to time prescribe;~~
  - ~~(i) the *Society* or a representative or agent of the *Society*; or~~
  - ~~(j) to such other *person* or classes or category of *person* as the *Franchise Board* may permit either generally or in respect of different types, classes or categories of contracts of insurance.~~
- ~~36B. In respect of contracts of insurance other than those entered into under a *binding authority*, a *managing agent* shall not delegate its authority to determine claims arising under a contract of insurance entered into on behalf of the *members* of a *syndicate* managed by that *managing agent* other than to a *person* that the *managing agent* is satisfied is a competent or appropriate *person* taking into account such guidelines, standards or requirements that the *Franchise Board* may from time to time prescribe.~~

~~36C—For the purpose of this Part G of this Byelaw, the expression “to determine claims” shall mean all activities relating to the acceptance or denial of a claim (in whole or in part), the agreement of any amount payable in respect of a claim or the final resolution of any claim, complaint or other matter ancillary to that claim (whether by agreement or by dispute resolution).~~

### **Third party administrators**

#### Notification

~~36D.—A *managing agent* shall notify the *Franchise Board*—~~

- ~~(a) — where it intends to delegate its authority to determine claims pursuant to paragraph 36A(h) of this Byelaw to a *third party administrator*; and~~
- ~~(b) — forthwith when the managing agent terminates its delegation of authority to determine claims to that *third party administrator*,~~

~~and notifications shall be made in accordance with such process or system as the *Franchise Board* operates for that purpose.~~

#### Obligation to inform if no longer fit and proper

~~36E.—A *managing agent* shall immediately notify the *Franchise Board*—~~

- ~~(a) — if it has reason to believe that any *third party administrator* may not be a fit and proper *person*; or~~
- ~~(b) — of any other matters relating to the *third party administrator* which the *managing agent* believes may adversely impact the name, reputation or standing of the *Society* and of its *members* or their authorisation to conduct insurance business.~~

#### Information

~~36F.—The *Franchise Board* may at any time require a *managing agent*, which has delegated its authority to determine claims to a *third party administrator* pursuant to paragraph 36A(h) of this Byelaw, to—~~

- ~~(i) — provide information, documents, books, records and other materials;~~
- ~~(ii) — answer questions;~~

~~(iii) — give undertakings or make declarations to the *Franchise Board*,~~

~~in respect of that *third party administrator*.~~

#### ~~Directions and requirements~~

~~36G — The *Franchise Board* may at any time give such directions to or impose such conditions or requirements on a *managing agent* in respect of any *third party administrator* (or any class of group thereof) as it thinks necessary or appropriate. A direction, condition or requirement given or imposed under this paragraph may include a direction, condition or requirement —~~

~~(a) — for the purposes of ensuring that a *third party administrator* —~~

~~(i) — is or will continue to be fit and proper to be a *third party administrator*;~~

~~(ii) — will only act in that capacity in respect of certain classes or categories of insurance business as specified by the *Franchise Board*,~~

~~(b) — that the *managing agent* cease delegating its authority to determine claims to a *third party administrator*.~~

#### ~~Claims Delegation Agreement~~

~~36H. — The *Franchise Board* may from time to time prescribe conditions and requirements with which all agreements delegating a *managing agent's* authority to determine claims arising under a contract of insurance entered into under a *binding authority* to a *third party administrator* or any type, class or category of agreement must comply. This may include conditions and requirements relating to information, provisions and terms to be included in that agreement.~~

## Part H - Suspension

37. The *Franchise Board* may make a direction or order of suspension in respect of any approved coverholder or approved delegated claims administrator on such terms and subject to such requirements as it may specify when in its opinion such a direction or order appears to be necessary or desirable in the interests of the *Society*, its *members* or policyholders.
38. In respect of an approved coverholder, the terms of a direction or order made by the *Franchise Board* under paragraph 37 may include requirements that the approved coverholder –
- (a) ceases to enter into contracts of insurance on behalf of *members* of a *syndicate* in respect of any or all *binding authorities*;
  - (b) ceases to administer or run-off any contract of insurance entered into by it on behalf of *members* of a *syndicate*;
  - (c) ceases to issue documents evidencing contracts of insurance entered into by it on behalf of *members* of a *syndicate*.
- 38A In respect of an approved delegated claims administrator, the terms of a direction or order made by the *Franchise Board* under paragraph 37 may include requirements that the approved delegated claims administrator ceases to determine claims on behalf of members of a syndicate in respect of any or all delegated claims administration agreements.

## Section 2 Lloyd's Brokers

### Part I - Registration

#### Registration

39. The registration of persons as *Lloyd's brokers* and the renewal, review and withdrawal of such registration shall be under the control of the *Franchise Board*.
40. The *Franchise Board* shall maintain a register of *Lloyd's brokers* which shall be in such form and contain such information as the *Franchise Board* may from time to time prescribe.
41. Any *person* who wishes to be registered or re-registered as a *Lloyd's broker* (an "*applicant*") may apply to the *Franchise Board* for its name to be entered or re-entered in the register.
42. Applications shall be made in accordance with such procedures and shall be accompanied by such documents and information as the *Franchise Board* may from time to time prescribe.
43. Subject to this Byelaw, the *Franchise Board* shall have power to –
  - (a) consider any application for entry in the register of *Lloyd's brokers* and any application for re-registration;
  - (b) on the grant of any such application, cause the name of the *applicant* (and all information which the *Franchise Board* may determine in accordance with paragraph 40) to be entered in the register of *Lloyd's brokers*;
  - (c) review the registration of any *Lloyd's broker* in accordance with part K of this Byelaw; and
  - (d) remove the name of any *Lloyd's broker* from the register in accordance with part L of this Byelaw.
44. The registration of a *Lloyd's broker* shall be either for a specific period or for an indefinite period.

#### Criteria for registration

45. An *applicant* shall not be registered as a *Lloyd's broker* unless the *applicant* has demonstrated to the *Franchise Board's* satisfaction that it is eligible to be a *Lloyd's broker*.

46. In deciding whether an applicant is eligible to be registered as a *Lloyd's broker* the *Franchise Board* may have regard to such criteria as it may from time to time prescribe.

## Part J – Additional requirements for Lloyd’s Brokers

### Terms of business agreements

[47. *deleted by The Legislative Reform (Lloyd’s) Order (Market Provisions) Byelaw (No.1 of 2009).*]

### Notification to Lloyd’s

48. While a *Lloyd’s broker* remains on the register of *Lloyd’s brokers*, it shall ensure that it remains eligible and shall immediately inform the *Franchise Board* in writing if it knows or believes that it is no longer eligible.

## Part K – Review of registration

### Power to conduct reviews

49. The *Franchise Board* may at any time order a review of a *Lloyd's broker's* registration under this Byelaw for the purpose of determining –
  - (a) whether the *Lloyd's broker* in question continues to be eligible to be registered as a *Lloyd's broker*; or
  - (b) whether there are or may be any grounds for exercising any power of the *Franchise Board*.
50. Any review ordered pursuant to paragraph 49 of this Byelaw may be conducted by such *person* or *persons* as may from time to time be nominated by the *Franchise Board*.
51. A *person* conducting a review of a *Lloyd's broker* may require that it provide such documents and information as that *person* may reasonably require for the purposes of the review.

## Part L – Removal from the register

### Removal from the register

[52. deleted by *The Legislative Reform (Lloyd's) Order (Market Provisions) Byelaw (No.1 of 2009).*]

53. The *Franchise Board* may at any time remove the name of a registered *Lloyd's broker* from the register if that *Lloyd's broker* –

- (a) ceases in the opinion of the *Franchise Board* to be eligible to be a *Lloyd's broker*;
- (b) registration has expired;
- (c) so requests; or

where the *Franchise Board* considers that it is necessary or desirable in order to protect the name, reputation or standing of the *Society* and of its *members* or their authorisation to conduct insurance business.

### Postponed removal

54. Where the *Franchise Board* considers that there are grounds for removing the name of a *Lloyd's broker* from the register under any of the preceding provisions of this paragraph (other than paragraph 52) the *Franchise Board* may, if it considers that there is good reason to do so –

- (a) postpone the removal of the name of the *Lloyd's broker* from the register for such period as the *Franchise Board* may specify from time to time or until the *Franchise Board* shall otherwise determine;
- (b) in connection with such postponement at any time and from time to time give such directions or impose such requirements as it may think fit, including without limitation –
  - (i) a direction or requirement that the *Lloyd's broker* shall not carry on any business or activity, or business or activity of a specified class or description, at Lloyd's; and
  - (ii) a direction or requirement that the *Lloyd's broker* shall not hold itself out as a *Lloyd's broker*.

Permission to broke insurance business after removal

55. Notwithstanding that the name of a *Lloyd's broker* has been removed from the register, the *Franchise Board* may, if it considers that there is good reason to do so, and on such conditions and for such period as it thinks fit, permit –
- (a) that former *Lloyd's broker* to continue to broke insurance business at Lloyd's;  
or
  - (b) any other *person* to broke insurance business at Lloyd's on behalf of that former *Lloyd's broker*

for the purposes only of discharging the continuing functions of that former *Lloyd's broker* in connection with insurance contracts and contracts of delegated authority; ~~binding authorities and line slips~~ effected by it or for which it had undertaken responsibility before the date of such removal from the register of *Lloyd's brokers*.

### Section 3      Miscellaneous and transitional provisions

#### Part M – Miscellaneous and transitional provisions

##### Acceptance of business

[56.    *deleted by The Legislative Reform (Lloyd's) Order (Market Provisions) Byelaw (No.1 of 2009).]*

##### The Franchise Board

57.    All references in this Byelaw to the *Franchise Board* shall be deemed to also be references to the *Council*. The *Franchise Board* may exercise all of the powers, discretions and functions set out in this Byelaw as the agent of the *Council*.

##### Managing agent's obligations (coverholder and delegated claims administrator arrangements)

58.    A *managing agent* shall not authorise, permit or cause an approved coverholder or an approved delegated claims administrator to act in contravention of any of the requirements of the *Council*.
59.    A *managing agent* shall immediately notify the *Franchise Board* in writing if it knows or believes or has reason to believe that any approved coverholder or approved delegated claims administrator is acting or has acted in contravention of any provision of this Byelaw or of any of the requirements of the *Council*.
60.    A *managing agent* shall take all reasonable steps to satisfy itself that an approved coverholder or approved delegated claims administrator remains suitable to be approved as such ~~an approved coverholder~~ in accordance with this Byelaw and any requirements as prescribed by the *Franchise Board* prior to the *managing agent* entering into a binding authority or delegated claims administration agreement with ~~delegating its authority to enter into a contract or contracts of insurance to that~~ approved coverholder or approved delegated claims administrator.
61.    A *managing agent* shall immediately notify the *Franchise Board* in writing in the event that it knows or believes or has reason to believe that any of the events at paragraph 19 (a) to (c) or (e) ~~or paragraph 28 (a), (c) or (d)~~ has occurred or is likely to occur.

62. Nothing in this Byelaw shall permit a *managing agent* to =
- (a) delegate its authority to enter into a contract of insurance to be underwritten by the members of a syndicate on behalf of a member; or to
  - (b) delegate its authority to issue documents evidencing contracts of insurance underwritten by the members of a syndicate on behalf of a member;
  - (c) delegate its authority to determine claims on contracts of insurance underwritten by the members of a syndicate,

where such delegation would be contrary to the laws, regulations or requirements of the *country* in which the business will be transacted.

#### Publication

63. The *Franchise Board* may, where appropriate, publish any decision made under this Byelaw in such terms as it sees fit.

#### Fees

64. Every *applicant* for registration as a Lloyd's Broker shall pay to the *Society* such fees as the *Franchise Board* may from time to time require.
65. Every registered *Lloyd's broker* shall pay to the *Society* such fees as the *Council* may from time to time require.

#### Divestment

[66. *deleted by The Legislative Reform (Lloyd's) Order (Market Provisions) Byelaw (No.1 of 2009).*]

#### Prohibition on unregistered persons broking insurance business at Lloyd's

67. No *person* may broke insurance business at Lloyd's unless registered as a registered *Lloyd's broker* under this Byelaw or a *person* referred to at paragraph 27 of the Underwriting Byelaw as a *person* from or through whom a *managing agent* may accept business on behalf of the members of a *syndicate* which it manages.

#### Disclosure of information

68. The *Franchise Board* may where necessary or appropriate require a registered *Lloyd's broker* to give its consent to the *Financial Services Authority* or any other insurance intermediary regulator to disclose information which relates to that registered *Lloyd's broker* to the *Franchise Board*.

#### Revocations and consequential amendments

69. The following Byelaws are revoked –
- (a) The Lloyd's Broker Byelaw (No. 7 of 2004); and
  - (b) The Delegated Underwriting Byelaw (No. 1 of 2004).
70. Every reference in the *requirements of the Council* to the Byelaws referred to at paragraph 69 shall, save where the context otherwise requires, be deemed to be a reference to this Byelaw or, in the case of a definition, to the Definitions Byelaw.
71. The Definitions Byelaw (No. 7 of 2005) is amended by deleting the words “Lloyd's Brokers Byelaw (No.7 of 2004)” and “Delegated Underwriting Byelaw (No.1 of 2004) and substituting therefor a reference to this Byelaw.

#### Transitional and miscellaneous arrangements

72. The *Franchise Board* shall on 2 April 2007 enter in the register of *approved coverholders*, maintained in accordance with this Byelaw, the name of any person who on 1 April 2007 was an *approved coverholder* in accordance with the Delegated Underwriting Byelaw (No. 4 of 2004).
73. The *Franchise Board* shall on 2 April 2007 enter in the register of *restricted coverholders*, maintained in accordance with this Byelaw, the name of any person who on 1 April 2007 was a *restricted coverholder* in accordance with the Delegated Underwriting Byelaw (No. 1 of 2004).
74. Every *coverholder* which as at 1 April 2007 was subject to a direction, condition or requirement, imposed under paragraph 16 of the Delegated Underwriting Byelaw (No. 1 of 1994) shall from 2 April 2007 be deemed to be subject to a corresponding direction, condition or requirement imposed under paragraph 16 of this Byelaw.

75. Every review of a *coverholder's* approval which as at 1 April 2007 was being conducted pursuant to the terms of paragraph 17 of the Delegated Underwriting Byelaw (No. 1 of 1994) shall from 2 April 2007 be deemed to be a review conducted by the *Franchise Board* in accordance with paragraph 17 of this Byelaw.
76. The *Franchise Board* shall on 2 April 2007 enter in the register of *Lloyd's brokers*, maintained in accordance with this Byelaw, the name of any *person* who on 1 April 2007 was an accredited Lloyd's broker or a provisionally accredited Lloyd's broker in accordance with the Lloyd's Brokers Byelaw (No. 7 of 2004).
- 76A The *Franchise Board* shall on the date that the Intermediaries (Delegated Authority) Amendment Byelaw (No. 1 of 2019) comes into force enter into the register of approved delegated claims administrators, maintained in accordance with this Byelaw, the name of any *person* who prior to that date had been notified to the *Franchise Board* by one or more *managing agents* in accordance with paragraph 36D (a) of this Byelaw as a third party administrator to whom the *managing agent(s)* intended to delegate authority to determine claims other than where all such *managing agents* have subsequently notified the *Franchise Board* in accordance with paragraph 36D (b) of this Byelaw.

#### Supplementary directions, conditions and requirements

77. The *Franchise Board* may at any time give such directions or impose such conditions or requirements as may be necessary in order to clarify or supplement the matter set out in this Byelaw or otherwise to give effect to orderly transitional arrangements.

#### Commencement

78. This Byelaw shall come into force on 2 April 2007.

#### Notes

These notes, the note setting out the purpose of this Byelaw and the part and paragraph headings are for guidance only and do not form part of the Byelaw.