

**INTERNATIONAL ARBITRAL CENTRE  
OF THE AUSTRIAN FEDERAL ECONOMIC CHAMBER  
(Vienna International Arbitral Centre, VIAC)**

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**RULES OF ARBITRATION  
AND CONCILIATION**

**(Vienna Rules)**

Adopted by the Extended Board of the  
Austrian Federal Economic Chamber  
on 3 May 2006, with effect from 1 July 2006

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## RECOMMENDED ARBITRATION CLAUSE

“All disputes arising out of this contract or related to its violation, termination or nullity shall be finally settled under the Rules of Arbitration and Conciliation of the International Arbitral Centre of the Austrian Federal Economic Chamber in Vienna (Vienna Rules) by one or more arbitrators appointed in accordance with these Rules.”

### Appropriate supplementary provisions:

- (a) The number of arbitrators shall be ..... (one or three);
- (b) The substantive law of ..... shall be applicable; \*)
- (c) The language to be used in the arbitral proceedings shall be .....

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\*) In this context, consideration may be given to the possible application of the United Nations Convention on Contracts for the International Sale of Goods, 1980.

# **RULES OF ARBITRATION \*)**

\*) Translation from the German original, which is the authentic text.

## **GENERAL PROVISIONS**

### **The Institution**

#### **Article 1**

- 1 The International Arbitral Centre of the Austrian Federal Economic Chamber in Vienna (the Vienna International Arbitral Centre - “the Centre”) shall make arrangements for the settlement by arbitration of disputes in which not all contracting parties that concluded the arbitration agreement had their place of business or their normal residence in Austria at the time of conclusion of that agreement.

The jurisdiction of the Centre can also be agreed by parties whose place of business or normal residence is in Austria for the settlement of disputes of an international character.

- 2 If the parties have agreed to the jurisdiction of the Centre, these arbitration rules (“Vienna Rules”) shall thereby apply in the version valid at the time of commencement of the proceedings.
- 3 If parties which had their place of business or normal residence in Austria at the time of conclusion of the arbitration agreement have agreed that their disputes should be finally settled by a sole arbitrator or an arbitral tribunal to be appointed according to the Vienna Rules, and if the dispute is not international in character, the Permanent Arbitral Tribunal of the Vienna Economic Chamber, or, if another venue in Austria has been agreed, of the regional economic chamber in whose territorial jurisdiction the agreed venue is situated, shall be competent to make arrangements for settlement by arbitration. The latter tribunal shall conduct the proceedings in accordance with the rules of arbitration for the Permanent Arbitral Tribunals of the regional economic chambers.

## Article 2

Unless the parties have agreed otherwise

(a) the place of arbitration shall be Vienna

(b) the sole arbitrator (arbitral tribunal) may conduct procedural acts at any place where he deems appropriate.

The arbitral tribunal may in any case meet at any place to consult in any way.

## Organization

### The Board

#### Article 3

- 1 The Board of the Centre shall have at least five members. They shall be appointed for a period of office of five years by the Extended Board of the Austrian Federal Economic Chamber by recommendation of the President of the Centre and can be reappointed. If there is no new appointment by the time of the expiration of a period of office, the members of the Board shall remain in office until a new Board is appointed. If a member of the Board is permanently incapacitated during his period of office (for instance, by resignation or death), a substitute member can be appointed for the remainder of the period of office of the serving Board.
- 2 The members of the Board shall elect one of their number to act as President for the duration of their term of office. Where the President is prevented, the member who is oldest by age shall take over his tasks.
- 3 The meetings of the Board are convened by the President, and presided over by the President or in his absence, by the most senior member by age present who is eligible to vote. The Board can validly take decisions if more than half of its members are present. It shall take decisions by a simple majority of the members present who are eligible to vote (see paragraph 4). In the event of a tie in voting, the Chairman shall have a casting vote.
- 4 Members of the Board who are parties to particular arbitration proceedings in any capacity whatsoever shall be excluded from decisions pertaining to those proceedings, however they are to be counted for the presence quorum.
- 5 Decisions may be made by correspondence. In this case the President shall submit a written proposal to the members and shall set a time limit for voting by correspondence. Paragraph 3, sub-sections 3. and 4. shall apply accordingly.

Each member has the right to request a meeting regarding the written proposal.

- 6 The members of the Board must perform their duties to the best of their ability; they are independent and are not subject to any directives in that respect. They are bound to secrecy on all matters coming to their notice in the course of their duties.

## **International Advisory Board**

### **Article 4**

The International Advisory Board consists of international arbitration experts who may be invited by the respective Board of the Centre for the duration of its period of office. Its purpose is to discuss factual issues of immediate interest.

## **The Secretary General**

### **Article 5**

- 1 The Secretary General of the Centre shall be appointed by the Extended Board of the Austrian Federal Economic Chamber for a period of office of five years by recommendation of the Board of the Arbitral Centre; he can be reappointed. The third sentence of Article 3 paragraph 1, shall apply by analogy.
- 2 The Secretary General shall direct the activities of the Secretariat and shall perform the administrative tasks of the Centre insofar as they are not reserved to the Board of the Centre.
- 3 The Secretary General must perform his duties to the best of his ability and is not subject to any directives in that respect. He is bound to secrecy on all matters coming to his notice in the course of his duties.
- 4 If the Secretary General is unable to perform his duties or if he is permanently incapacitated, a member of the Board of the Centre, appointed by that Board, shall perform the relevant functions until a Secretary General is appointed.

## **Languages of correspondence**

### **Article 6**

Correspondence by the Parties with the Board and the Secretary General shall be conducted in German or English.

## **Arbitrators**

### **Article 7**

- 1 The parties shall be free to appoint the arbitrators. Any person having legal capacity - irrespective of nationality - may be an arbitrator, provided the parties have not agreed upon any special additional qualification requirements.
- 2 The requirements for the appointment as arbitrator are:
  - a) A written statement as to his impartiality and independence in accordance with paragraph 5. The Secretary General shall transmit to the parties a copy of the form in which the sole arbitrator (all members of the arbitral tribunal) has (have) confirmed his (its) impartiality and independence.
  - b) A written statement to submit to these Rules of Arbitration including to the provisions on the costs of the proceedings.
- 3 A member of the Board may act only as Chairman of an arbitral tribunal or sole arbitrator.
- 4 The arbitrators must perform their duties in complete independence and impartiality, to the best of their ability, and are not subject to any directives in that respect. They are bound to secrecy in respect of all matters coming to their notice in the course of their duties.
- 5 When a person is approached in connection with his possible appointment as arbitrator, he shall disclose any circumstances likely to give rise to doubts as to his impartiality or independence or that are in conflict with the agreement of the parties. An arbitrator, from the time of his appointment and throughout the arbitral proceedings, shall without delay disclose any such circumstances to the parties unless they have already been informed of them by him.

## **Liability**

### **Article 8**

Liability of the arbitrators, the Secretary General, the Board and its members and the Austrian Federal Economic Chamber and its employees for any act or omission in relation to arbitration proceedings, insofar as such liability may be admissible by law, shall be excluded.

## **ARBITRAL PROCEEDINGS**

### **Commencement of the Proceedings**

#### **Article 9**

- 1 Arbitral proceedings are commenced when a statement of claims is filed with the Secretariat. The proceedings become pending on receipt of the statement of claims by the Secretariat.
- 2 One copy of the statement of claims together with enclosures must be submitted for each Respondent, each arbitrator and the Secretariat.
- 3 The statement of claims must include:
  - a) The designation of the parties and their addresses;
  - b) A specific statement of claims and the particulars and supporting documents on which the claims are based;
  - c) The amount in dispute at the time of submission of the statement of claims, unless the claims are not related exclusively to a specific sum of money;
  - d) Particulars regarding the number of arbitrators in accordance with Article 14;
  - e) If a decision by three arbitrators is requested, the nomination of an arbitrator and the address of that person.
- 4 A copy of the agreement specifying the jurisdiction of the Arbitral Centre must be attached to the statement of claims.
- 5 If the statement of claims does not comply with the provisions of paragraph 3 of the present Article or if copies of documents or enclosures are missing, the Secretary General shall request the Claimant to remedy the defect or to submit

the necessary documents or enclosures. The Claimant is to be informed that until the defects have been remedied, the claim shall not be processed.

- 6 The Board can refuse to carry out proceedings if the parties have designated the International Arbitral Centre of the Austrian Federal Economic Chamber in the arbitration agreement but have made agreements that deviate from the Vienna Rules.

## **Memorandum in Reply**

### **Article 10**

- 1 If the claim is not to be dealt with under Article 9 paragraphs 5 and 6, the Secretary General shall make service to the Respondent of the statement of claims and one copy each of the rules of arbitration and shall invite the Respondent to submit a memorandum in reply within a period of thirty days, in the number of copies required under Article 9 paragraph 2.
- 2 The memorandum in reply must include:
  - a) A reply to the pleadings in the statement of claims;
  - b) Particulars regarding the number of arbitrators in accordance with Article 14;
  - c) Indication of the name and address of an arbitrator, if a decision by an arbitral tribunal is requested or if a decision by three arbitrators has been agreed upon in the arbitration agreement.

## **Counter-claims**

### **Article 11**

- 1 Claims by the Respondent against the Claimant that are based on an arbitration agreement which constitutes the jurisdiction of the International Arbitral Centre of the Austrian Federal Economic Chamber can be raised as counter-claims up to the time of closure of the evidentiary proceedings.
- 2 Counter-claims must be submitted to the Secretariat of the Centre and must be forwarded by the latter to the sole arbitrator (arbitral tribunal) for further action after the deposit against costs has been paid.
- 3 If the claim designated as a counter-claim is not based on an arbitration agreement which constitutes the jurisdiction of the International Arbitral Centre of the Austrian Federal Economic Chamber, if the parties are not identical, or if the submission of a counter-claim after transmission of the files to the sole arbitrator (arbitral tribunal) would lead to a substantial delay in the

main proceedings, the sole arbitrator (arbitral tribunal) must return the claim to the Secretariat to be dealt with in separate proceedings.

- 4 The sole arbitrator (arbitral tribunal) must give the Counter-Respondent to an admissible counter-claim the opportunity to submit a memorandum in reply in writing and must set a time-limit for that purpose.

## **Transmitting of the file to the sole arbitrator (arbitral tribunal)**

### **Article 12**

The Secretary General shall transmit the files to the sole arbitrator (arbitral tribunal) as soon as a statement of claims (counter-claim) has been received in due form, the sole arbitrator (all members of the arbitral tribunal) has (have) confirmed acceptance of the mandate and his (its) objectivity, using a form issued by the Centre (Article 7 paragraph 2), and the deposit for costs has been paid (Article 34). The proceedings before the sole arbitrator (arbitral tribunal) shall thereby commence.

## **Time-limits, Service and Communications**

### **Article 13**

- 1 A time-limit shall be deemed to have been observed if the document is dispatched as provided under paragraph 2 of the present Article on the last day of the period set. Time-limits can be prolonged by the Secretary General on sufficient grounds; after the transmission of the files to the sole arbitrator (arbitral tribunal), the sole arbitrator (arbitral tribunal) shall be competent to prolong time-limits (except in the cases covered by Article 34 paragraphs 5 and 6).
- 2 Communications shall be considered as having been validly served if they are forwarded by registered letter, courier service, telefax or by other means of communication that guarantee evidence of transmission to the address most recently notified in writing to the sole arbitrator (arbitral tribunal) by the addressee as the address for service, or if the document to be served has been demonstrably transmitted.
- 3 As soon as a party has appointed a representative, service to the most recently indicated address of that representative shall be considered as having been made to the party represented.

## **Nomination and Appointment of Arbitrators**

### **Article 14**

- 1 The parties can agree that their dispute is to be decided either by a sole arbitrator or by an arbitral tribunal that shall consist of three arbitrators.
- 2 When no such agreement has been made and the parties do not agree on the number of arbitrators, the Board shall determine whether the dispute is to be decided by a sole arbitrator or by an arbitral tribunal. In that context, the Board shall take into consideration in particular the difficulty of the case, the magnitude of the amount in dispute and the interest of the parties in a rapid and cost-effective decision.
- 3 The parties shall be notified of the decision of the Board pursuant to paragraph 2 of the present Article; in the event that proceedings before a sole arbitrator are decided upon, the parties shall be requested to agree on a sole arbitrator and to indicate that person's name and address within thirty days after service of the request. If no such indication is made within that period, the sole arbitrator shall be appointed by the Board.
- 4 If the dispute is to be decided by an arbitral tribunal, the party that has not yet nominated an arbitrator shall be requested to indicate the name and address of an arbitrator within thirty days after service of the request. If the party has not appointed an arbitrator within that time-limit, the arbitrator shall be appointed by the Board.
- 5 If the dispute is to be decided by an arbitral tribunal, the arbitrators nominated by the parties or appointed by the Board shall be requested to agree on a Chairman and to indicate his name and address within thirty days after service of the request. If no such indication is made within that period, the Chairman shall be appointed by the Board.
- 6 The parties are bound by their nomination of arbitrators as soon as the identity of the arbitrator nominated has been made known to the other party.

## **Multiparty Proceedings**

### **Article 15**

- 1 A claim against two or more Respondents shall be admissible only if the Centre has jurisdiction for all of the Respondents, and, in the case of proceedings before an arbitral tribunal, if all Claimants have nominated the same arbitrator, and:

- a) If the applicable law positively provides that the claim is to be directed against several persons; or
  - b) If all Respondents are by the applicable law in legal accord or are bound by the same facts or are joint and severally bound; or
  - c) If the admissibility of multiparty proceedings has been agreed upon; or
  - d) If all Respondents submit to multiparty proceedings and, in the case of proceedings before an arbitral tribunal, all Respondents nominate the same arbitrator; or
  - e) If one or more of the Respondents on whom the claim was served fails or fail to provide the particulars mentioned in Article 10 paragraph 2, b) and c) within the thirty-day time-limit (Article 10 paragraph 1).
- 2 Where a claim against a number of Respondents cannot be served on all Respondents, the arbitral proceedings shall, upon application of the Claimant (the Claimants), be continued against those Respondents on whom the claim was served. The claim against those Respondents to which the claim could not be served shall be subject to separate proceedings.
  - 3 If multiparty proceedings are admissible, the Respondents must agree among themselves whether they wish to have the dispute decided by one arbitrator or by three arbitrators, and, if a decision by three arbitrators is desired, must jointly nominate an arbitrator.
  - 4 In the case covered by paragraph 3 of the present Article, if there is no agreement among the Respondents concerning the number of arbitrators, the Respondents shall be requested by the Secretary General to provide evidence of such agreement within thirty days after service of the request.
  - 5 If no evidence of agreement on the number of arbitrators is presented within the period mentioned in paragraph 4 of the present article, the Board shall determine whether the dispute is to be decided by one arbitrator or by an arbitral tribunal.
  - 6 If the Respondents have agreed that the dispute is to be decided by an arbitral tribunal, but without nominating an arbitrator, they shall be requested by the Secretary General to indicate the name and address of an arbitrator within thirty days after service of the request.
  - 7 If no arbitrator is jointly nominated within the period mentioned in paragraph 6 of the present Article and if the dispute is to be decided by an arbitral tribunal, the Board shall appoint the arbitrator for the defaulting Respondents.
  - 8 In cases other than those mentioned in paragraph 1 of the present Article, the consolidation of two or more disputes shall be admissible only if the same

arbitrators have been appointed in all the disputes that are to be consolidated and if all parties and the sole arbitrator (arbitral tribunal) agree.

- 9 The decision whether multiparty proceedings, as per paragraph 1 of this Article, are admissible, shall be taken by the sole arbitrator (the arbitral tribunal) upon application of one of the Respondents. If the admissibility of multiparty proceedings is denied, the arbitral proceedings return to the stage they were in for the Respondents before the sole arbitrator (the arbitral tribunal) was appointed.

## **Challenge of Arbitrators**

### **Article 16**

- 1 An arbitrator may be challenged only if circumstances exist that give rise to justifiable doubts as to his impartiality or independence, or that are in conflict with the agreement of the parties. A party may challenge an arbitrator appointed by him, or in whose appointment he participated, only for reasons of which he becomes aware after the participation in the appointment or after the appointment has been made.
- 2 If a party challenges an arbitrator, it must without delay inform the Secretary General thereof, stating the grounds for the challenge.
- 3 Should the challenged arbitrator not withdraw from his office, the Board shall decide upon the challenge on the basis of the particulars in the challenging motion and the evidence attached thereto. Before the Board makes its decision, the Secretary General must obtain the comments of the arbitrator challenged and of the other parties. The Board can also request comments from other persons.
- 4 An arbitrator challenged may continue the proceedings, notwithstanding the challenging motion. However, an award may not be rendered until after the final and binding decision of the Board.

## **Early Termination of the Mandate of Arbitrators**

### **Article 17**

1. The mandate of an arbitrator terminates when
  - (a) the parties agree on the termination,
  - (b) the arbitrator withdraws from office,

- (c) a challenging motion is granted,
- (d) the arbitrator is removed from his office by the Board.

2. Any party may request the termination of the mandate of an arbitrator if the latter's incapacitation is not merely temporary, if he otherwise fails to perform his duties or unduly delays the proceedings. The request must be submitted to the Secretariat. The Board shall decide upon the request after hearing the arbitrator in question. If it is clear that incapacitation is not merely temporary, the Board may terminate the arbitrator's mandate even without a request from a party.

## **Consequences of Challenge or Early Termination of Mandate**

### **Article 18**

- 1 If the challenge of an arbitrator has been allowed, if his mandate has been terminated, if he has resigned his mandate or has died, then,
  - a) If that arbitrator is a sole arbitrator, the parties - or,
  - b) If that arbitrator is the Chairman, the remaining arbitrators - or
  - c) If that arbitrator has been nominated by a party or has been appointed for a party, the party that nominated him or for which he was appointedshall be requested to nominate a new arbitrator within thirty days - by mutual consent in the cases covered by subparagraphs a) and b) of the present paragraph - and to indicate his name and address. If no such indication is received within that period, the new arbitrator shall be appointed by the Board. If a new arbitrator nominated has also been successfully challenged, the right to nominate a new arbitrator shall lapse and the new arbitrator shall be appointed by the Board.
- 2 If the challenge of an arbitrator has been allowed, if his mandate has been terminated, if he has resigned his mandate or has died, the new sole arbitrator (newly constituted arbitral tribunal) shall determine, after obtaining the comments of the parties, whether and, if so, to what extent, previous procedural stages are to be repeated.

## **Jurisdiction of the Arbitral Tribunal**

### **Article 19**

- 1 A plea that the arbitral tribunal does not have jurisdiction shall be raised not later than the first pleading in the matter. A party is not precluded from raising such a plea by the fact that he has appointed, or participated in the appointment of an arbitrator. A plea that the arbitral tribunal is exceeding the scope of its authority shall be raised as soon as the matter alleged to be beyond the scope of its authority is raised during the arbitral proceedings. In both cases a later plea shall not be permitted; if the arbitral tribunal however considers the delay justified, the plea can be admitted
- 2 The sole arbitrator (arbitral tribunal) shall rule on its own jurisdiction. The ruling can be made together with the ruling on the case or by separate arbitral award.

## **Conduct of the Proceedings**

### **Article 20**

- 1 In the context of the Vienna Rules and the agreements between the parties, the sole arbitrator (arbitral tribunal) may conduct the arbitration proceedings at his (its) absolute discretion; the principle of equal treatment of the parties shall apply, the right to be heard being ensured at every stage of the proceedings. However, subject to advance notice, the sole arbitrator (arbitral tribunal) is entitled to declare that pleadings and the presentation of documentary evidence shall be admissible only up to a certain stage of the proceedings.
- 2 Immediately after transmission of the files to the sole arbitrator (arbitral tribunal), the latter shall determine the language or languages of the proceedings, taking into consideration all circumstances, in particular, the language of the contract. In such matters, he (it) is bound by any agreement between the parties. The sole arbitrator (arbitral tribunal) can order that a translation be submitted of all documents that are not drafted in that language (those languages).
- 3 The proceedings may be oral or only in writing. Oral hearings shall take place at the request of one party or if the sole arbitrator (arbitral tribunal) to whom (which) the case has been referred considers it necessary. In any case, the

parties must be given the opportunity to take note of, and comment on, the motions and pleadings of the other parties and the result of the evidentiary proceedings.

- 4 The date of oral hearings shall be fixed by the sole arbitrator or the Chairman of the arbitral tribunal. Hearings shall be private. A record of at least the results of the hearings shall be made, which the sole arbitrator or the Chairman of the arbitral tribunal shall sign.
- 5 If the sole arbitrator (arbitral tribunal) considers it necessary, he (it) may on his (its) own initiative collect evidence, and in particular may question parties or witnesses, may request the parties to submit documents and visual evidence and may call in experts. If costs are incurred through the evidentiary proceedings and in particular through the appointment of experts, the procedure under Article 35 shall be followed.
- 6 If one party does not take part in the proceedings, the case must be heard with the other party alone.
- 7 If a violation by the sole arbitrator (arbitral tribunal) of a provision of these arbitration rules or of other provisions applicable to the proceedings comes to the notice of a party, that party must immediately enter an objection otherwise the party will be barred from entering an objection against that defect.
- 8 The sole arbitrator (arbitral tribunal) must ask the parties whether they have any further proof to offer, witnesses to be heard or submissions to make. As soon as the sole arbitrator (arbitral tribunal) is convinced that the parties have had an adequate opportunity for such purposes, the sole arbitrator (arbitral tribunal) must declare the proceedings closed.

## **Challenge of Experts**

### **Article 21**

Article 16 shall apply accordingly to the challenging of experts appointed by the sole arbitrator (arbitral tribunal). However, the sole arbitrator (arbitral tribunal) shall decide on the challenge.

## Interim Measures of Protection

### Article 22

- 1 Unless otherwise agreed by the parties, the sole arbitrator (arbitral tribunal) may, at the request of a party order any party, after hearing such party, to take such interim measure of protection as the sole arbitrator (arbitral tribunal) may consider necessary in respect of the subject matter of the dispute, as otherwise the enforcement of the claim would be frustrated or considerably impeded or there is a danger of irreparable harm. The sole arbitrator (arbitral tribunal) may require any party to provide appropriate security in connection with such measure. The parties are obliged to comply with such orders, whether or not they are enforceable by State courts.
- 2 Measures referred to in paragraph (1) are to be ordered in writing and a signed copy is to be served on each party. In arbitral proceedings with more than one arbitrator the signature of the presiding arbitrator or, if he is prevented, the signature of another arbitrator shall suffice, provided that the presiding arbitrator or another arbitrator records on the order the reason preventing the signature.
- 3 Unless the parties have agreed otherwise, the measures are to be substantiated. The measure must include the date on when it was ordered and the place of arbitration. The measure shall be deemed to have been ordered on that date and at that place.
- 4 The measures and the records on the serving are joint documents of the parties and the sole arbitrator (arbitral tribunal). The sole arbitrator (arbitral tribunal) shall discuss with the parties the possibility of depositing the measure and the records on the serving.
- 5 The sole arbitrator (the presiding arbitrator) or, if he is prevented, another arbitrator, shall upon the motion of a party, confirm the unappealability and enforceability of the measure on a copy of the measure.

6 This provision does not prevent the parties from applying to any competent State organ for interim measures of protection. Such an application to a State organ for ordering such measures or for the enforcement of measures ordered by the sole arbitrator (arbitral tribunal) shall not constitute an infringement or waiver of the arbitration agreement and shall not affect the powers of the sole arbitrator (arbitral tribunal). The Secretariat and the sole arbitrator (arbitral tribunal) must be immediately informed of any such application as well as of all measures ordered by the State organ.

## **Authorized Agents**

### **Article 23**

The parties shall have the right to be represented or advised by persons of their choice in the proceedings before the sole arbitrator (arbitral tribunal).

## **Applicable Law, Equity**

### **Article 24**

- 1 The sole arbitrator (arbitral tribunal) shall decide the dispute in accordance with such legislation or rules of law as are chosen by the parties as applicable. Any choice of law or legal system of a given state shall be construed, unless otherwise expressed by the parties, as directly referring to the substantive law of that state and not to its conflict-of-law rules.
- 2 Failing any designation by the parties, the sole arbitrator (arbitral tribunal) shall apply the rules of law considered by him (it) as appropriate.
- 3 The sole arbitrator (arbitral tribunal) may decide on equity only if the parties have expressly authorized him (it) to do so.

## **Termination**

### **Article 25**

The proceedings are terminated by

- a) the rendering of an award,
- b) the conclusion of a settlement,
- c) an order of the sole arbitrator (arbitral tribunal) where
  - aa) the claimant withdraws his claim, unless the respondent objects thereto and the sole arbitrator (arbitral tribunal) recognizes a legitimate interest on his part in obtaining a final settlement of the dispute;
  - bb) the parties agree on the termination of the proceedings and communicate this to the sole arbitrator (arbitral tribunal);
  - cc) the sole arbitrator (arbitral tribunal) finds that the continuation of the proceedings has become impossible, in particular when the parties to the proceedings do not continue the arbitral proceedings despite written notification from the sole arbitrator (arbitral tribunal), in which it refers to the possibility of terminating the proceedings.

## **Decision Making of the Arbitral Tribunal**

### **Article 26**

1 Any award or any other decision of the arbitral tribunal shall be made by a majority of all its members. If no majority of votes is obtained, the presiding arbitrator shall decide alone.

2 Questions of procedure may be decided by the presiding arbitrator alone if so authorized by the arbitral tribunal, with reservation to possible amendments by the arbitral tribunal.

## The Award

### Article 27

- 1 Awards shall be drawn up in writing. The grounds upon which the award is based must be stated, unless all parties, either in the arbitration agreement or in the oral proceedings, have agreed that no grounds are to be stated.
- 2 The award shall state the date on which it was made and the place of arbitration (Article 2).
- 3 All copies of awards must be signed by the arbitrators. The signatures of the majority of the arbitrators shall suffice if the award contains a statement that one arbitrator refuses to sign or that his signature is prevented by an obstacle which cannot be overcome within a reasonable period of time. If the award is made by a majority decision, mention thereof shall be made in the award at the request of the arbitrator who is in a minority.
- 4 Awards are confirmed on all copies as awards of the Centre by the signature of the Secretary General and the stamp of the Centre. By this it is confirmed that the award is an award of the International Arbitral Centre of the Austrian Federal Economic Chamber and that it was made and signed by (an) arbitrator(s) chosen or appointed in accordance with these Rules of Arbitration.
- 5 The award shall be served on the parties by the Secretary General. Awards become effective as against the parties on service of the copies. One copy of the award and the records on the serving shall be deposited with the Secretariat of the Centre.
- 6 The sole arbitrator (Chairman of the arbitral tribunal, or, if he is prevented, another arbitrator) shall confirm on all copies at the request of a party the finality and enforceability of the award.
- 7 Partial and interim awards may be issued.
- 8 By their agreement to the Vienna Rules, the parties undertake to implement the award.

## **Settlement**

### **Article 28**

The Parties can request that a record is drawn up on a settlement they have concluded or that an award (*on agreed terms*) be made thereof.

## **Correction and Interpretation of Award; Additional Award**

### **Article 29**

- 1 Each party may within 30 days of receipt of the award file with the Secretariat the following applications to the sole arbitrator (arbitral tribunal):
  - a) to correct in the award any errors in computation, any clerical or typographical errors or any errors of similar nature;
  - b) if so agreed by the parties, to interpret certain parts of the award;
  - c) to make an additional award as to claims presented in the arbitral proceedings but omitted from the award.
- 2 The decision on such an application is made by the sole arbitrator (arbitral tribunal). Prior to making a decision upon such an application, the other party is to be heard. The sole arbitrator (arbitral tribunal) shall determine a time period for that purpose, which should not exceed 30 days.
- 3 The sole arbitrator (arbitral tribunal) may correct any error of the type referred to in paragraph (1) a) of this Article on its own initiative within 30 days of the date of the award.
- 4 The provisions of Article 27 paragraphs 1 to 6 shall apply to the correction, interpretation or making of an additional award. The interpretation or correction shall be part of the arbitral award.

## **Publishing of Awards**

### **Article 30**

The Board is entitled to publish an award in legal journals or in its own publications in anonymous form, unless publication is objected to by at least one party within thirty days after service of the copy of the award on it.

## **Determination of Costs**

### **Article 31**

When the arbitral proceedings are terminated, the sole arbitrator (arbitral tribunal) shall, upon application of a party, state in the award on the merits or by separate award: the costs of arbitration fixed by the Secretary General in accordance with Article 34 paragraph 1; shall determine the amount of costs of the parties; and shall state who should bear the costs of the proceedings or the proportion in which the costs of the proceedings are to be shared.

## **Costs of the Proceedings**

### **Article 32**

The costs of the proceedings consist of the following elements:

- a) The costs of arbitration, that is to say, the outlay of the Centre (administrative costs), arbitrators' fees plus any value added tax and cash outlay (such as travel and subsistence expenses of arbitrators, costs of service of documents, rent, costs of simple minuting); and
- b) The costs of the parties, that is to say, the appropriate expenses of the parties for their representation and other outlay related to the arbitration proceedings, in particular, the costs specified in Article 35 paragraph 1.

## **Registration Fee**

### **Article 33**

- 1 On filing the claim (counter-claim), the Claimant (Counter-claimant) shall pay into the account of the Centre, free of charges, a registration fee in the amount stated. That fee is intended to cover the costs up to the submission of the files to the sole arbitrator (arbitral tribunal). If higher outlay is incurred, an additional sum may be prescribed.
- 2 If there are more than two parties to the proceedings, the registration fee shall be increased by 10% for each additional party.
- 3 The registration fee shall not be repayable. The registration fee, as well as any additional amount required in accordance with paragraph 1 of the present Article shall be deducted from the Claimant's (Counter-claimant's) share of the deposit against costs of arbitration.
- 4 The claim (counter-claim) shall be treated only after the registration fee is fully paid.

## **Costs of Arbitration and Deposit**

### **Article 34**

- 1 The costs of arbitration shall be determined by the Secretary General at the end of the proceedings.
- 2 The Secretary General shall fix the amount of the deposit against the expected costs of arbitration. That deposit shall be paid in equal shares by the parties before transmission of the files to the sole arbitrator (arbitral tribunal) and within thirty days after service of the payment request.
- 3 If the share of the Claimant (Counter-claimant) is not received within the time-limit, despite prolongation thereof, the claim (counter-claim) shall not be treated any further. The Secretary General shall inform the parties thereof.
- 4 If the share of the Respondent (Counter-Respondent) is not received within the time-limit set, the Secretary General shall inform the Claimant (Counter-claimant) thereof and shall request him to pay the outstanding share of the deposit within thirty days of receipt of the payment request. If that amount is not received within the time-limit, the claim (counter-claim) shall not be treated any further. The Secretary General shall inform the parties thereof.

- 5 If it should be necessary in the course of the proceedings to increase the deposit against costs because of an increase in the amount in dispute, a procedure analogous to that provided for in paragraphs 2 to 4 of the present Article shall be adopted. Until payment of the additional deposit, the amplification of the claim that led to the increase of the amount in dispute shall not be taken into account in the arbitral proceedings.
- 6 If it should be necessary in the course of the proceedings to increase the deposit against costs because the amount fixed for cash outlay on determining the deposit is not sufficient, a procedure analogous to that provided for in paragraphs 2 to 4 of the present Article shall be adopted.

## **Further Costs of Procedure**

### **Article 35**

- 1 If the sole arbitrator (arbitral tribunal) considers certain action entailing costs, such as the appointment of experts, interpreters or translators, making verbatim records of the proceedings, a visual inspection, or relocation of the proceedings, to be necessary, he (it) must make arrangements to cover the expected costs and inform the Secretary General thereof.
- 2 The sole arbitrator (arbitral tribunal) may undertake procedural steps in accordance with paragraph 1 of the present Article only if adequate cover for the expected costs exists.
- 3 The sole arbitrator (arbitral tribunal) shall decide what consequences for the proceedings arise from the failure to pay a prescribed deposit against costs.
- 4 All commitments related to the procedural steps mentioned in paragraph 1 of the present Article shall be undertaken by the sole arbitrator (arbitral tribunal) in the name and for the account of the parties.

## **Calculation of the Costs of Arbitration**

### **Article 36**

- 1 The administrative costs of the Centre and the arbitrators' fees shall be fixed on the basis of the amount in dispute, according to the schedule of arbitration costs attached to these Rules (Annex 1). Where the proceedings are terminated early, the Secretary General may reduce the arbitrator's fees as it appears just corresponding to the stage reached in the proceedings.

- 2 If there are more than two parties to proceedings, the rates for the administrative costs of the Centre and the arbitrators' fees contained in the schedules attached to these Rules shall be increased by 10% for each additional party.
- 3 The arbitration costs for claims that are submitted to offset against the claims (counter-claims) and that are in fact and in law of no connection with the cause of action (principle claims), are to be calculated separately and paid as like counter-claims. Article 34 shall apply accordingly to determine the deposits. Counter-claims are not to be dealt with in the proceedings concerning the principle claims until the additional deposits have been fully paid.
- 4 In the case of proceedings conducted concerning a number of individual claims or counter-claims, which are both in fact and in law of no connection, the Secretary General may at any stage of the proceedings make a separate calculation of the costs of arbitration according to the amounts in dispute in respect of the individual claims.
- 5 The Secretary General may deviate from the statements of the parties in fixing the amount in dispute if the parties have made only a partial claim or if a request by the parties whose purpose was not the payment of sums of money was obviously undervalued.
- 6 The rates quoted in the schedule of arbitrators' fees are the fees for sole arbitrators. In any case they shall be raised to two-and-a-half times the amounts quoted if an arbitral tribunal is appointed and to up to three times the rates stated in the event of the particular difficulty of a case.
- 7 The tariffs specified in the schedule for arbitrator's fees include any and all partial and interim decisions, such as awards on jurisdiction, partial awards, decisions on the challenge of arbitrators, interim measures of protection, other decisions and orders that manage the proceedings.
- 8 Reductions of the amount in dispute shall be taken into consideration in calculating the arbitrators' fees and administrative costs only if they were made before transmission of the files to the sole arbitrator (arbitral tribunal).
- 9 Cash outlays shall be determined according to the actual expenditure.
- 10 The tariffs specified in the schedule for arbitrator's fees do not include value added tax, to which the arbitrator's fees may be subject. Those arbitrators whose fees are subject to value added tax shall inform the Secretary General of the prospective amount of value added tax upon taking up office.

## **Transitional Provision**

### **Article 37**

This version of the Vienna Rules shall apply to all proceedings in which the claim was filed after 30<sup>th</sup> June, 2006.

## ANNEX 1

### SCHEDULE OF ARBITRATION COSTS

Registration Fee: EUR 2,000 <sup>1)</sup>

#### Administrative Charges <sup>2)</sup>

Amount in dispute in euros		Rate in euros
from	to	
0	100,000	3,000
100,001	200,000	3,000 + 1.5 % of excess over 100,000
200,001	500,000	4,500 + 1 % of excess over 200,000
500,001	1,000,000	7,500 + 0.7 % of excess over 500,000
1,000,001	2,000,000	11,000 + 0.4 % of excess over 1,000,000
2,000,001	5,000,000	15,000 + 0.1 % of excess over 2,000,000
5,000,001	10,000,000	18,000 + 0.05 % of excess over 5,000,000
over 10,000,000		20,500 + 0.01 % of excess over 10,000,000

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<sup>1)</sup> See Article 33 paragraph 1

<sup>2)</sup> See Article 36 paragraph 1

*Fees for sole arbitrators* <sup>3)</sup>

Amount in dispute in euros		Rate in euros
from	to	
0	100,000	6 % - minimum fee: 1,000
100,001	200,000	6,000 + 3 % of excess over 100,000
200,001	500,000	9,000 + 2.5 % of excess over 200,000
500,001	1,000,000	16,500 + 2 % of excess over 500,000
1,000,001	2,000,000	26,500 + 1 % of excess over 1,000,000
2,000,001	5,000,000	36,500 + 0.6 % of excess over 2,000,000
5,000,001	10,000,000	54,500 + 0.4 % of excess over 5,000,000
10,000,001	20,000,000	74,500 + 0.2 % of excess over 10,000,000
20,000,001	100,000,000	94,500 + 0.1 % of excess over 20,000,000
Over 100,000,000		174,500 + 0.01 % of excess over 100,000,000

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<sup>3)</sup> See Article 36 paragraph 6

## CONCILIATION RULES\*)

\*) Translation from the German original, which is the authentic text.

### Article 1

At the request of a party, conciliation proceedings can be conducted where the Centre has jurisdiction as to the subject matter. They are not subject to the existence of a valid arbitration agreement.

### Article 2

The request for the opening of conciliation proceedings shall be filed with the Secretariat of the Centre. The latter shall invite the opposing party or parties to reply within thirty days after service of the request. If a party refuses to participate in the conciliation proceedings or does not reply within that period, the attempted conciliation shall be considered as having failed.

### Article 3

When the opposing party or parties accepts/accept recourse to conciliation, the Board shall nominate one of its members or another qualified person to act as conciliator. The latter shall study the documents submitted by the parties, shall convene them to a hearing and shall then submit proposals for the amicable settlement of the dispute.

### Article 4

If agreement is reached, that shall be the subject of a record signed by the parties and the conciliator. If a valid arbitration agreement exists, the Board shall appoint the conciliator as sole arbitrator, provided that all parties so request. The sole arbitrator must authenticate the agreement in the form of a settlement or, if the parties so wish, make an award on the basis of the agreement.

## Article 5

If no agreement is reached, the conciliation shall be considered as having failed. Declarations made by the parties in the course of conciliation proceedings shall not bind them in later arbitration proceedings. Except under the conditions set forth in Article 4 of these Rules, the conciliator may not be appointed as an arbitrator in subsequent arbitration proceedings.

## Article 6

The costs of the conciliation proceedings and those of any activity of the conciliator under the conditions set forth in Article 4 shall be set by the Secretary General at an appropriate share of the charges applicable for arbitration proceedings on the basis of the corresponding amount in dispute (Article 36 paragraph 1 of the Rules of Arbitration). The same shall apply to the deposits against costs to be set by the Secretary General.

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