

## EXHIBIT I - STATEMENT OF FORMATION OF THE COMMITTEE FORM

The Parties to this Statement of Formation of Dispute Resolution Committee (“Statement of Formation of the Committee”):

Committee Member[s]

1. [**full name, details and address**] (Chairman/sole Member);

2. [**full name, details and address**] (Member); a

3. [**full name, details and address**] (Member),

hereinafter collectively referred to as “Committee Members”, on the one side,  
and

Party 1 [**full name and address**], and

Party 2 [**full name and address**], on the other side,

[other parties, if any]

hereinafter collectively referred to as “Parties”.

Whereas:

The Parties have heretofore entered into a contract on [...] (“Contract”) for purposes of [**contract object or project name**], which shall be performed in ... [**city and country of performance of the contract**];

[other Contracts, if any]

The Contract provides that the Parties shall submit the relevant Disputes to a [**CR / CA / HC**], pursuant to the Ciesp/Fiesp Chamber’s Dispute Prevention and Resolution Committee Rules (the “Rules”), and

The undersigned persons have been appointed to exercise the functions of Committee Members,

NOW, THEREFORE, The Committee Members and the Parties agree as follows:

## **ARTICLE 1 - OBJECT**

1.1. This Statement of Formation is intended to govern the contractual legal relationship hereby established between the Parties to the Contract and the Committee members. The analysis, review and dispute resolution procedure is provided for in the Rules, which is a separated document.

## **ARTICLE 2 - UNDERTAKING**

2.1. The Committee Members undertake to comply with their duties in accordance with the provisions of the Contract, the Rules and this Statement of Formation. The Committee Members agree that they are and shall remain independent of the Parties and impartial upon conduction of the proceeding and as to the Decision issued.

2.2. The Committee Members agree that they are available to comply with the provisions of the Contract, the Rules and this Statement of Formation.

2.3. The Committee Members agree to be experienced professionals in relation to the Contract and performance thereof.

## **ARTICLE 3 – COMMITTEE STRUCTURE AND CONTACT DETAILS**

3.1. The appointed Committee Members are listed below, who may be contacted as follows:

Chairman: *[name, address, telephone, fax and email]*

Committee Member: *[name, address, telephone, fax and email]*

Committee Member: *[name, address, telephone, fax and email]*

The Parties are the abovementioned persons, and their contact details are

as follows:

Party 1: [*name, name of the person responsible for the Contract, address, telephone, fax and email*]

Party 2: [*name, name of the person responsible for the Contract, address, telephone, fax and email*]

[other parties, if any]

**3.2.** Any change to the contact data shall be immediately notified to all parties involved, which notice shall be deemed received when addressed to anyone who failed to notify any change to his or her contact address.

#### **ARTICLE 4 - QUALIFICATIONS**

**4.1.** As to any Committee Member appointed by the Parties, the undersigned Parties acknowledge that such Member holds the professional qualifications and language skills necessary to comply with their duties as a Committee Member, under the Rules and/or Contract.

#### **ARTICLE 5 – COSTS AND FEES**

**5.1.** The Parties shall equally share the administrative costs related to the Ciesp/Fiesp Chamber, as well as the Monthly Fees owed to Committee Members, as per Article 20 of the Rules.

[Should the Parties wish to adapt the provisions relative to Members' fees]

**5.2.** The Parties and Members agree that the Monthly Fees owed to the Members shall correspond to [\*], [**amount in numbers and in words**].

**5.3.** The Parties and Members agree that the Extraordinary Fees owed to the Members, if any, shall correspond to the fixed amount of [\*], [**amount in numbers and in words**].

[or]

**5.3.** The Parties and Members agree that the Extraordinary Fees owed to the Members, if any, shall be estimated by the Committee based on the number of Monthly Fees necessary to complete the provision requested, upon consideration that the amount of each daily fee corresponds to [•], **[amount in numbers and in words]**.

## **ARTICLE 6 – TERM AND TERMINATION OF THE CONTRACT**

**6.1.** Subject to the terms of this Article, the Committee Members agree to exercise their office (duties) for as long as the Committee exists.

**6.2.** The Parties may, by mutual agreement, terminate this Statement of Formation or the Committee at any time, upon prior written notice of [specify] months to the Câmara Ciesp/ Fiesp and the Committee Members.

**6.3.** Committee Members may renounce their office at any time, by notifying the Parties, the other Members and the Câmara Ciesp/ Fiesp in writing, under Article 6.10 of the Rules.

**6.4.** The cases of renunciation of the office and subsequent substitution of Committee Members shall be governed by Article 6.10 of the Rules.

## **ARTICLE 7 - INDEMNIFICATION**

**7.1.** The Parties and the Members acknowledge that the Ciesp/Fiesp Chamber shall not be held liable in the event the Parties fail to pay for the Members' fees. The Parties jointly and severally agree to indemnify the Committee Members and the Ciesp/Fiesp Chamber in the event of third-party claims concerning any act or omission committed by a Committee Member, in the exercise or alleged exercise of his or her functions, except as such act or omission has been provenly exercised in bad faith.

## ARTICLE 8 - DISPUTES AND APPLICABLE LAW

8.1. All the Disputes arising out of or relating to this Statement of Formation shall be finally resolved by arbitration administered by Ciesp/Fiesp Chamber, under the terms of its arbitration rules. This Statement of Formation shall be governed by the laws of [*specify the applicable law*]. The seat of the arbitration shall be [*name the city and country*]. The language of the arbitration shall be [*specify language*].

The Parties and the Members execute this Statement of Formation on [*state the date*], in [*specify the place*].

Committee Member (Chairman/sole Member) [*signature*]

[*if applicable*] Committee Member [*signature*]

[*if applicable*] Committee Member [*signature*]

Party 1 [*signature*]

Party 2 [*signature*]

Câmara de Conciliação, Mediação e Arbitragem Ciesp/Fiesp [*signature*]

Witness 1 [*RG, CPF and signature*]

Witness 2 [*RG, CPF and signature*]