



COMMONWEALTH
TELECOMMUNICATIONS
ORGANISATION

Constitution of the Commonwealth Telecommunications Organisation



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This Constitution was adopted on 25th October 2012 in Mauritius at the 52nd Council meeting and supersedes the Constitutional amendments adopted in 1972, 1999 and 2002.



Constitution of the Commonwealth Telecommunications Organisation (Effective from 25th October 2012)

1 Organisation

There shall be established an Organisation to be known as the Commonwealth Telecommunications Organisation ("CTO").

2 Definitions

For the purpose of this Constitution:

- a) "Full Member Country" means a Member State of the Commonwealth of Nations which has given an undertaking to make an annual payment to the CTO in accordance with paragraph 12.2 of this Constitution;
- b) "ICTs" shall mean all types of Information and Communications Technologies (ICTs), including but not limited to telecommunications, information technologies and broadcasting;
- c) "ICT Sector Member" means an entity, other than a Full Member Country or Member Country, which makes an annual contribution to the Budget of the CTO in accordance with paragraph 12.5;
- d) "Members" shall mean Full Member Countries, Member Countries and ICT Sector Members;
- e) "Member Country" means a Member State of the Commonwealth of Nations which has not given an undertaking in terms of subparagraph (a) above or has withdrawn such an undertaking in accordance with paragraph 14.1;
- f) "PDT" shall mean the Programme for Development and Training or its successor programme at the CTO;
- g) "SG" and "Secretary General" shall mean the person holding the office of the Secretary General of the CTO;
- h) References to Chairperson or Vice Chairpersons shall mean a reference to the Full Member Country holding that office at the time.

3 Purposes

The mandate of the CTO shall be to:



- a. promote the efficient development of ICTs within Commonwealth and other countries;
- b. promote the provision and use of ICTs in order to:
 - i) meet the needs and aspirations of citizens and consumers;
 - ii) support the social and economic development objectives of governments and civil society; and
 - iii) facilitate the successful development of ICTs and other businesses;
- c. promote effective cooperation and partnership amongst Full Member Countries, Member Countries, ICT Sector Members and other international organisations in the attainment of these objectives; and
- d. develop and implement programmes and activities to promote and fulfil the purposes set out in paragraphs a to c above.

4 Membership

- 4.1** All Member States of the Commonwealth of Nations are entitled to participate as Full Member Countries or Member Countries of the CTO. However, on the date on which any State ceases to be a Member of the Commonwealth of Nations, it shall cease to be so entitled.
- 4.2** Council may, from time to time, determine such benefits, additional to those identified in this Constitution, which may be resourced from the Budget as the right of Full Member Countries.
- 4.3** Other entities, the functions and activities of which are compatible with the purposes of the CTO, may become ICT Sector Members. Such Members may be Industry Partners, drawn from business and the private sector, or Development Partners, including governments, international development and communications agencies, academic institutions and other organisations.

5 Instruments

The main instruments of the CTO shall be:

- a. this Constitution, which shall be referred to as the CTO Constitution;
- b. the Rules of Procedure adopted from time to time by the Council in accordance with paragraph 7.9(i); and
- c. the Headquarters Agreement between the CTO and its Host Government.

6 Organs of the CTO



The main organs of the CTO shall be:

- a. the CTO Council;
- b. the Executive Committee;
- c. the CTO Forum;
- d. the PDT Management Committee or its successor; and
- e. the Secretariat.

7 CTO Council

- 7.1 The CTO Council shall be the supreme decision-making body of the CTO.
- 7.2 The Council shall be composed of Representatives of Full Member Countries. The Government of each Full Member Country shall appoint a Representative and, if it so wishes, an Alternate Representative, to the Council.
- 7.3 Council Representatives shall act on behalf of their Governments and shall be entitled to attend Council meetings.
- 7.4 ICT Sector Members may attend meetings of the Council and participate without voting rights.
- 7.5 The Council shall meet at least once a year and shall elect a Chairperson and a first and second Vice-Chairperson from among the Representatives of Full Member Countries.
- 7.6 A quorum for any meeting of the Council shall be Representatives from at least 51% of Full Member Countries.
- 7.7 Only the Representatives of Full Member Countries shall have the right to vote in Council. Each Representative shall have one vote.
- 7.8 Representatives may be accompanied at meetings of the Council by Alternate Representatives and/or advisers. In the event that a Representative or Alternate Representative is unable to attend a meeting of the Council, the Government of the Full Member Country concerned may appoint a Representative to serve as Acting Representative for that particular meeting.
- 7.9 The Council shall:
 - a. determine the broad policies and strategies of the CTO;
 - b. examine and approve the CTO's business plan;
 - c. consider the Annual Report and, in the light of that Report, adopt any decisions it considers appropriate;
 - d. examine and approve the CTO's Budget;
 - e. approve the appointment of auditors;
 - f. consider and accept the Auditors' Report;



- g. consider and approve proposed submissions to Commonwealth Heads of State and Government;
- h. appoint the Secretary General after considering the recommendation of the Executive Committee;
- i. adopt and, when necessary, amend the Rules of Procedure for the functioning and management of the CTO;
- j. appoint committees, specialist groups or other persons to advise the Council or to perform such specific tasks as the Council may consider necessary;
- k. consider the Executive Committee's recommendation and, if appropriate, withdraw an ICT Sector member's membership;
- l. consider, if deemed appropriate, any proposals for the CTO to become an investor in a venture or to use the name of the CTO or any part thereof for another venture, which may create a significant obligation on the CTO;
- m. approve the organisational structure of the Secretariat and any adjustments thereto; and
- n. perform such other tasks as are necessary for the fulfilment of the CTO's objectives.

8 Executive Committee

- 8.1 The Executive Committee shall be chaired by the Chairperson of the CTO Council and shall be composed of:
 - 8.1.1 the Chairperson and two Vice-Chairpersons of the Council;
 - 8.1.2 two persons representing the ICT Sector Members to be elected by ICT Sector Members attending the CTO Forum, one of whom should be elected from amongst Industry Partners and one from amongst Development Partners;
 - 8.1.3 the Chairman of the PDT Management Committee or its successor;
 - 8.1.4 The Immediate past Chairperson, unless the same Chairperson is re-elected, in which event the Chairperson prior to the re-elected Chairperson; and
 - 8.1.5 the Secretary General in his or her official capacity.
- 8.2 The Executive Committee shall meet at least once a year.
- 8.3 The Executive Committee shall:
 - 8.3.1 make recommendations to the Council concerning the CTO's strategies and policies;
 - 8.3.2 consider the draft Budget, Annual Report and business plan before submission to the Council;
 - 8.3.3 provide guidance to the Secretary General on the development and management of programme activities, the development of work with ICT Sector Members and other partners and on any other matters where it considers such guidance may be useful;
 - 8.3.4 conduct, on behalf of the Council, the process to select a candidate for appointment as the Secretary General and recommend to Council a candidate for appointment as Secretary General, as and when required;
 - 8.3.5 appoint a Chairperson for the CTO Forum each year for the purposes of paragraph 9.2;



- 8.3.6 consider and, if deemed appropriate to recommend to Council, any proposals for the CTO to become an investor in a venture or to use the name of the CTO or any part thereof for another venture, which may create a significant obligation on the CTO;
- 8.3.7 in the interval between meetings of the Council, act on behalf of the Council within the limits of the powers delegated to it by the latter; and
- 8.3.8 perform such other tasks as may be directed by the Council.

9 CTO Forum

- 9.1 The CTO Forum shall be composed of the Representatives to Council appointed by Full Member Countries, Member Countries, ICT Sector Members and any other persons or organisations invited by the Executive Committee to attend.
- 9.2 The CTO Forum shall be chaired by one of the ICT Sector Member representatives currently elected to serve on the Executive Committee.
- 9.3 The CTO Forum shall be convened so as to meet prior to and in the same location as the annual meeting of Council.
- 9.4 The Forum shall provide the opportunity for ICT Sector Members to contribute ideas and discuss issues with Representatives of Full Member Countries and Member Countries, and to provide advice to Council.

10 PDT Management Committee

- 10.1 The PDT Management Committee shall be elected by the members of the PDT in accordance with the PDT Handbook.

11 The Secretariat

- 11.1 The CTO shall maintain a Secretariat which shall be directed by the Secretary General and shall comprise the Secretary General and such staff as are required to carry out the functions of the CTO. The Secretary General shall be responsible to the Council for the performance of all management functions, including the preparation of an annual Statement of Accounts and Budget.
- 11.2 The Secretary General shall promote the work of the CTO and shall initiate and manage programmes of work consistent with the business plan approved by the Council.



- 11.3 The Secretary General shall implement the business plan approved by the Council and shall be responsible for the preparation of an Annual Report on the work of the CTO.
- 11.4 The Secretary General shall act as the legal representative of the CTO.
- 11.5 Positions on the staff of the Secretariat shall be open only to nationals of Full Member Countries, and such nationals shall be equally eligible for appointment.
- 11.6 The paramount consideration in the appointment of the Secretary General and all staff of the Secretariat shall be the need to ensure the highest standards of integrity, competence and efficiency.
- 11.7 The Secretary General shall be appointed for a term of four years which may be renewed once for a further term of four years.
- 11.8 The Executive Committee, without the Secretary General, may suspend the Secretary General, if the Secretary General is considered by them to be in breach of the terms of their contract. Such action shall be referred to the Council within three (3) months of being taken, which the Council may either ratify or reject.

12 Financial and Other Contributions

- 12.1 The financial year of the CTO shall be determined by the Council.
- 12.2 Each Full Member Country shall make an annual financial contribution to the Budget of the CTO, the minimum amount of which shall be established from time to time by the Council.
- 12.3 Contributions to the Budget of the CTO may also be accepted from other sources, including any Member Country.
- 12.4 If a Full Member Country is in arrears of contributions as at a Council meeting, its right to vote and its right to be elected to the Executive Committee shall be suspended until the arrears are cleared.
- 12.5 Each ICT Sector Member shall make an annual contribution to the Budget of the CTO. Such contributions may consist of payments or services in kind, the minimum amounts and nature of which shall be established, from time to time, by the Council.
- 12.6 The programmes and related activities of the CTO shall be funded from resources derived and allocated for that purpose by agreement between the CTO and one or more funding partners, or from such other sources as may be agreed by Council from time to time. Funding partners may include Full Member Countries, Member Countries, ICT Sector Members, and other persons or organisations. Where a programme or activity is fully funded from the Management Budget, participation in that programme or activity without cost will be limited to Full Member Countries.



13 Legal Capacity

13.1 The CTO shall enjoy, in the territory of each Commonwealth Member Country and Full Member Country, such legal capacity as may be agreed between the CTO and the Government of that country with the object of enabling the CTO fully and efficiently to discharge its responsibilities and fulfil its purpose and functions.

14 Notice of Withdrawal of Undertaking

14.1 If a Full Member Country wishes to withdraw its undertaking to make an annual financial contribution to the CTO in accordance with paragraph 12.2 above, it may do so by submitting the notice of renunciation under the hand of the Minister responsible for ICTs to the Secretary General. The Secretary General shall notify the Council of such notice and the date of receipt thereof as soon as possible.

14.2 The notice shall take effect, provided all arrears have been cleared, at the end of a financial year as determined in accordance with paragraph 12.1 above and shall include one complete financial year following the date of the receipt of the notice by the Secretary General.

15 Amendments

15.1 Any Full Member Country may propose an amendment or amendments to this Constitution. Proposed amendments shall be sent to the Secretary General for submission to the Council. The Secretary General shall distribute the amendments promptly to all Council Representatives and ICT Sector Members.

15.2 The Council may approve any amendment to this Constitution by the agreement of a two-thirds majority of the Representatives of Full Member Countries present and voting in the Council, provided that the number voting in favour also constitutes a simple majority of Full Member Countries.

15.3 The Secretary General shall notify promptly all Council Representatives and ICT Sector Members of any amendments approved in accordance with this paragraph, which amendments shall come into effect ninety days after the date of issue of such notification.