



# Rules of Procedure of the Commonwealth Telecommunications Organisation

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COMMONWEALTH  
TELECOMMUNICATIONS  
ORGANISATION

These Rules of Procedure should be read in conjunction with the paragraphs (indicated alongside each subject heading) from the Constitution effective 25<sup>th</sup> October 2012.



## 1. **Membership** *(see Constitution, para. 4)*

### 1.1. **Member Countries**

- 1.1.1. The Government of any Commonwealth Member Country wishing to become a Full Member Country shall notify the Secretary General in writing.
- 1.1.2. On receipt of notification as in para. 1.1.1 above, the Secretary General shall notify the Government of the Commonwealth Member Country concerned of the membership rights and obligations, and invite it to become a Full Member Country in accordance with the Constitution of the Commonwealth Telecommunications Organisation.
- 1.1.3. The Secretary General shall inform the Representatives of all Full Member Countries of any new accession to Full Membership.

### 1.2. **ICT Sector Members**

- 1.2.1. Any entity wishing to become an ICT Sector Member shall apply in writing to the Secretary General. The application shall include a statement by the entity that its functions and purpose are compatible with the purposes of the Secretary General.
- 1.2.2. On receipt of the application the Secretary General shall inform the applicant of all rights and obligations including financial contribution applicable to the applicant.
- 1.2.3. The Secretary General shall notify the Representatives of all Full Member Countries of all applications for ICT Sector Membership. The Representative of any Full Member Country may object to any application within one calendar month of notification on the grounds that the functions and purpose of the entity concerned are not compatible with the purposes of the CTO, by writing to the Secretary General stating the grounds for its objection. This objection shall be considered by the Executive Committee, which shall make a recommendation to Council. If no such objection is received by the Secretary General, they shall inform the applicant entity, the Representatives of all Full Member Countries and ICT Sector Members of the entity's acceptance into ICT Sector Membership.
- 1.2.4. An ICT Sector Member's membership may be withdrawn, by decision of the CTO Council, on the grounds that its activities are no longer compatible with the purposes of the CTO. The Representative of any Full Member Country which has reason to consider that an ICT Sector Member's membership should be withdrawn on these grounds shall provide reasons in writing to the Secretary General who in turn shall inform the Executive Committee which shall consider them and make a recommendation to the Council.
- 1.2.5. The Secretary General may withdraw an ICT Sector Member's membership for non-payment of contributions and shall inform the Executive Committee and eventually the Council of such withdrawal.

## 2 **Representation** *(see Constitution, para. 7)*

- 2.1. The Government of each Full Member Country shall appoint a Representative (and an Alternate Representative) to the CTO Council by informing the Secretary General in writing of the appointment. This notification shall be taken as accreditation of the named



Representative (and Alternate, if applicable) to act for and on behalf of the Full Member Country until such time as a new Representative is appointed.

- 2.2 Where two or more Full Member Countries wish to appoint a Joint Representative to a Council meeting then prior notification of at least one week before the Council meeting shall be required from all of the Governments concerned.
- 2.3 The Secretary General shall inform the Representatives of all Full Member Countries when a Member Country ceases to be entitled to participate at the CTO.
- 2.4 When any country is suspended by Commonwealth Heads of Government from the Commonwealth of Nations the Secretary General shall report the suspension to the Executive Committee. The Executive Committee at its earliest convenience shall consider the circumstances and recommend an appropriate course of action to Council.
- 2.5 Each Representative (and each Alternate Representative, if appointed) shall keep the Secretary General informed of the postal address, email address, telephone number, fax number and such other methods of communication as may be agreed by Council, at which they or a person who can function on their behalf can normally be contacted.

### **3 Meetings of Council** *(see Constitution, para. 7)*

- 3.1 Ordinary meetings of Council shall be held annually. Each meeting of Council shall consider the date and country of its next annual meeting, bearing in mind the desirability of holding successive meetings in different countries and regions on a fair rotation basis.
- 3.2 Following consultation within the Executive Committee regarding the draft agenda, the Chairperson shall circulate a draft agenda and request each Representative to notify the Secretary General not less than three months before the proposed date of the Council meeting:
  - a. if they have comments on, or additions to, the draft;
  - b. if they will not attend and not be represented at the meeting.
- 3.3 Unless a majority of members confirm that they will not attend, the Secretary General shall issue a convening notice for the meeting to the Representatives of Full Member Countries and ICT Sector Members. The Secretariat will liaise with the Host Government or Entity on the details and organisation of the meeting.
- 3.4 Any Representative of a Full Member Country may request that the Chairperson call an extraordinary meeting of Council. In so doing, the Representative must state the subject(s) to be considered, the reason for urgency and a proposed date. The Chairperson shall notify all Representatives and ICT Sector Members and invite their comments on the proposal. Provided that two-thirds of the Full Member Countries undertake to attend the meeting, the Chairperson shall convene the meeting with an agenda including the subject(s) proposed and any other urgent business. If a host country cannot be found, the meeting will be held in the country of the Headquarters.



- 3.5 Council may decide to adjourn any meeting of Council to a time and place to be agreed at the time of adjournment. In such case, the agenda for the reconvened meeting shall be those items left outstanding at the time of adjournment. A convening notice shall be issued for the reconvened meeting as set out in para. 3.3 above, but there shall be no requirement for a further quorum to be sought.
- 3.6 At any meeting of Council, Council may decide to hold sessions restricted to Full Member Countries. The decision to hold a closed session shall be based on a simple majority of Full Member Countries present and voting in favour, following a discussion in Council and taking into consideration the views of all Members and ICT Sector Members.
- 3.7 The Representatives of Full Member Countries and ICT Sector Members may submit relevant papers for consideration by the Council, and participate at Council. Such papers must be received by the Secretary General not later than 28 days before the start of the Council meeting. The Secretary General shall distribute such papers to all Representatives not later than 21 days before the start of the Council meeting. Where an extraordinary meeting of Council has been convened, this timescale may be varied by the authority of the Chairperson.
- 3.8 A Representative filling the role of Chairperson or Vice-Chairperson of the CTO may appoint their Alternate or one of their advisors to act on their behalf, as the Representative of the Full Member Country concerned, for the duration of Council meetings. This person must be accredited in accordance with para. 2.1 above.
- 3.9 Representatives, Alternate Representatives and advisors shall bear all costs related to their attending meetings of Council and other Council activities.

#### **4 Decisions of the Council** (*see Constitution, para. 7*)

- 4.1 Decisions of the Council shall normally be taken by consensus, but voting must take place on:
- a. any proposal to amend or which would have the effect of amending the Constitution, in accordance with paragraph 15 of the Constitution;
  - b. any proposal which would have the effect of amending the Rules of Procedure;
  - c. any proposal to appoint the Secretary General;
  - d. the election of the Chairperson and Vice-Chairpersons, where any such post is contested;
  - e. any proposal to hold a closed session of the Council in accordance with para. 3.6 above;
  - f. any other circumstances in which consensus cannot be achieved.
- 4.2 In addition, the Representative of any Full Member Country may, at any time, move that a matter under consideration should be put to a vote. In such circumstances, this motion shall itself be put to a vote and, if at least 51% of the Representatives vote in favour, the Chairperson shall call for a vote on the matter at issue.



- 4.3 The outcome of a vote shall be determined by a simple majority of Full Member Countries present and voting, except in relation to the amendment of the Constitution, in which case the provisions set out in para. 15 of the Constitution shall apply.
- 4.4 Voting shall take place as follows:
- a. by a show of hands of accredited Representatives entitled to vote unless a roll call under b, or secret ballot under c, has been requested;
  - b. by a roll call in alphabetical order of the names of the Full Member Countries present, the votes being recorded and published in the minutes:
    - i) if at least five Representatives present and entitled to vote request a roll call before the beginning of a vote, or
    - ii) if the procedure under a shows no clear result;
  - c. by a secret ballot, if at least 51% of Representatives present and entitled to vote request such a ballot before the beginning of a vote.
- 4.5 The Secretary General together with the Corporate Secretary shall conduct the voting process in paras. 4.4 b and c, ensuring that all necessary measures are in place before a vote is started, unless the matter concerns the appointment of the Secretary General and they are a candidate in that appointment, in which case the voting process shall be conducted by another senior manager in the Secretariat. Any Representative shall be entitled to have the results of a secret ballot verified by a committee composed by not more than three Representatives, elected by a majority of Representatives present at the Council meeting so agreeing by a show of hands.
- 4.6 In the event a decision requiring a vote of the Council needs to be taken before one month of the due date of the next Council meeting, the Chairman shall consult Representatives of Full Member Countries through electronic communications and if a majority agrees in writing, the matter itself may be put to the vote through electronic communications.

## **5 Election of Chairperson and Vice-Chairpersons** *(see Constitution, paras. 7 and 8)*

- 5.1 Council shall elect as Officers of the CTO a Chairperson and two Vice-Chairpersons (First Vice-Chairperson and Second Vice-Chairperson). The term of office shall be from the end of the Council meeting at which they are appointed to the end of the next annual Council meeting. Elections shall take place on the final day of the Council meeting. As far as practicable, the posts of Chairperson and Vice Chairpersons shall be filled in a manner that reflects the diversity of the membership.
- 5.2 Only Representatives of Full Member Countries shall be eligible for election. Incumbent Officers shall be eligible for re-election.
- 5.3 The Secretary General shall conduct the elections for appointment of the Chairperson and Vice-Chairpersons.
- 5.4 Candidates for the posts of Chairperson and Vice-Chairperson shall each be nominated by at least two Representatives of Full Member Countries. Nominations shall be made to the



Secretary General by the end of the penultimate day of the Council meeting. Each nomination shall be in writing and signed by the nominee and the two nominators.

- 5.5 Where there is more than one nomination for the post of Chairperson, the following procedure will be followed. The Secretary General shall read out the names of those nominated and shall ask each to confirm that they wish to stand. At this stage any candidate may withdraw or ask to be considered instead for the post of Vice-Chairperson. If more than one candidate still remains, the Secretary General will call for a recorded ballot or a secret ballot, if at least 51% of Representatives present and entitled to vote request a secret ballot by a show of hands. If there are more than two candidates then the one with the lowest number of votes will withdraw and the process will be repeated until one candidate receives more than 50% of votes.
- 5.6 For the posts of Vice-Chairperson the process set out in paragraph 5.5 above shall be followed till there are only two candidates remaining. At this point the candidate gaining most votes shall be appointed First Vice-Chairperson and the other Second Vice-Chairperson.

## **6 Powers and Responsibilities of the Chairperson** *(see Constitution, paras. 7 and 8)*

- 6.1 The Chairperson shall preside at and conduct the meetings of the Council and Executive Committee. In the absence of the Chairperson the First Vice-Chairperson, and where the First Vice-Chairperson is also not available the Second Vice-Chairperson, shall chair the meetings. At meetings of Council, if the Chairperson and two Vice-Chairpersons are not available Council shall then appoint a Chairperson for that meeting.
- 6.2 The Chairperson has the authority to approve the Secretary General's selection of a Bank or Banks in which the CTO's accounts may be opened.
- 6.3 The Chairperson shall undertake such other functions as are determined by the Council and/or the Executive Committee.

## **7 Financial Arrangements** *(see Constitution, para. 12)*

- 7.1 The Secretary General shall notify Full Member Countries of the structure and levels of contributions as and when established or revised by Council. Those Member Countries which undertake to make a financial contribution in accordance with paragraph 12.2 of the Constitution shall become Full Member Countries with the rights and obligations associated with such membership.
- 7.2 Financial contributions shall be payable annually unless agreed otherwise with the Secretary General. Invoices will be issued three months in advance of the due date of payment.



- 7.3 The Secretary General shall provide Council with a report on those Full Member Countries and ICT Sector Members which are in arrears with their contributions and propose what action should be taken in respect of these members.
- 7.4 The Secretary General shall make a recommendation concerning the appointment of auditors to the Executive Committee, who shall in turn make a recommendation to Council.

## **8 Meetings of Executive Committee** *(see Constitution, para. 8)*

- 8.1 The Executive Committee shall take decisions by consensus, and where consensus cannot be reached, a majority view as expressed by a vote. In the event of a tie, the Chairperson shall have the casting vote.
- 8.2 All members of the Executive Committee shall act in a fiduciary capacity.
- 8.3 Meetings of the Executive Committee shall be held at the office of the CTO Secretariat unless agreed otherwise by the Executive Committee. Members of the Executive Committee will bear all costs related to their participation in the Committee.
- 8.4 Dates of the Executive Committee meetings shall be agreed at least three months in advance in consultation between the members.
- 8.5 Prior to the meeting the Chairperson shall issue a draft agenda, based on a proposal from the Secretary General, and invite members of the Executive Committee to propose any additional agenda items.
- 8.6 The Secretary General shall circulate the agenda and papers for consideration by the Executive Committee a minimum of one week before the start of the meeting.
- 8.7 The Secretary General shall not participate in the process of selecting and appointing their successor other than providing or arranging the provision of specific support requested by the Executive Committee.
- 8.8 Between meetings of the Executive Committee, it may make decisions and agree positions by correspondence, which may include electronic communications.

## **9 CTO Forum** *(see Constitution, para. 9)*

- 9.1 The Secretary General shall, after taking advice from the Executive Committee, circulate a draft agenda for the CTO Forum to all Full Member Countries, Member Countries and ICT Sector Members four months prior to the scheduled date of the meeting. The Representatives of Full Member Countries, Member Countries and ICT Sector Members may propose additions to the draft agenda within one month of dispatch. The final draft agenda shall be circulated to members two months prior to the meeting.



- 9.2 All Representatives of Full Member Countries, Member Countries and ICT Sector Members intending to be present or represented at the CTO Forum should notify their intention, together with the names of their official Representatives, to the Secretary General one month prior to the meeting.
- 9.3 Papers for discussion by the CTO Forum, addressing items on the agenda for the Forum, may be submitted by ICT Sector Members and by the Representatives of Full Member Countries and Member Countries. Such papers should be received by the Secretary General not later than 14 days before the start of the Council meeting and shall be made available at the Forum meeting and, unless otherwise specified by the contributor, published on the CTO website.
- 9.4 ICT Sector Members attending the Forum shall elect two ICT Sector Members to participate as members of the Executive Committee, of which one shall be elected by and from amongst Industry Partners, and one shall be elected by and from amongst Development Partners. Candidates shall each be nominated by at least two Representatives of ICT Sector Members from either Industry Partners or Development Partners, as appropriate, and nominations submitted to the Secretary General by the end of the penultimate day of the Forum meeting. Each nomination shall be signed by the Nominee and the two nominators. The election shall be conducted during the final day of the Forum by the Secretary General in conformity with the procedure for the election of the Chairperson of Council set out in para. 5.5 above.
- 9.5 Representatives of Full Member Countries, Member Countries and ICT Sector Members shall bear all costs related to their attending meetings of the CTO Forum.

## **10 Programme for Development and Training** *(See Constitution, Para. 10)*

- 10.1 PDT or its successor programme of the CTO shall be managed by the Secretariat for the benefit of its members by providing capacity building and any other services the members of the PDT may decide to provide under the programme from time to time.
- 10.2 Funds contributed by the members of the PDT shall be held in trust by the CTO other than the portion PDT members have decided to contribute to the CTO's budget.
- 10.3 Operations of the PDT shall be determined by PDT members and shall be carried out by the Secretariat.
- 10.4 Members of the PDT shall be deemed to be ICT Sector Members of the CTO and shall enjoy all the rights and obligations that accrue to ICT Sector Members.

## **11 Secretariat** *(See Constitution, Para. 11)*

- 11.1 The Secretariat shall be responsible for implementing and managing all activities of the CTO, including the proper maintenance of all financial records in accordance with rules for financial control agreed by Council from time to time.



- 11.2 The Secretariat shall organise all meetings of the Council, the Executive Committee and the CTO Forum, and ensure the production of minutes of all meetings.
- 11.3 The Secretariat shall maintain an archive of all papers presented to the CTO Council, CTO Forum and reports of these two bodies, together with a library of all official documents and correspondence.
- 11.4 The Secretariat shall provide support to the Chairperson and Vice-Chairpersons of the CTO Council whilst they are undertaking their CTO functions.
- 11.5 Job descriptions for all CTO Secretariat posts shall be written and maintained.

## **12 Membership Contributions** *(see Constitution, para. 12)*

- 12.1 Council shall establish and revise, as required, the structure and levels for contributions to the budget from Full Member Countries and ICT Sector Members, after considering any proposal from the Executive Committee. The levels shall take account of the draft management budget, the expected number of Full Member Countries and ICT Sector Members.
- 12.2 Additional voluntary contributions above the minimum level may be made by any Member Country or ICT Sector Member.
- 12.3 Where an ICT Sector Member makes a financial contribution in cash or kind to a programme or programmes in excess of its required contribution to the budget, its contribution to the budget shall be taken as being covered by their programme funding.
- 12.4 Any amendment to the minimum level of contribution for Full Member Countries shall be notified to all Full member Countries a minimum of 12 months before the date on which they become due.
- 12.5 The Secretariat shall prepare income and expenditure statements for each programme activity which is not funded from the budget. These statements shall form notes to the main accounts.
- 12.6 The Secretary General has the authority to incur expenditure on each of the CTO programmes and related activities where it is within the budget.
- 12.7 The Secretary General has the authority to incur expenditure covered by the CTO budget.
- 12.8 The Secretary General may make appropriations to sub-sections of the budget, from the Organisation's reserves, of up to 15% of the budget. Any variation of the budget above this limit will require the prior approval of a supplementary budget by the Executive Committee and subsequent approval of Council.



### **13 Appointment of the Secretary General** *(see Constitution, para. 11)*

- 13.1 The Council shall decide at least 12 months before the end of the incumbent's contract period if it will renew their contract or advertise the post. If a decision is taken to advertise the post then the Executive Committee shall commence the process using the services of a professional recruitment agency which shall assist in all stages of the recruitment process.
- 13.2 The post of Secretary General shall be advertised internationally. The advertisement shall be sent to Full Member Countries and posted on the CTO website. The recruitment agency shall draw up a longlist of candidates from which the Executive Committee shall produce a shortlist of candidates, based on the integrity, merit, skills and relevant experience of the candidates to the requirements of the post. The Executive Committee shall interview the shortlisted candidates with the assistance of the recruitment agency.
- 13.3 The Executive Committee shall recommend to the Council a candidate for appointment, taking full account of the results of the interviews, the CVs and references of candidates.
- 13.4 Any candidate who directly, or via a third party, seeks to influence or lobby members of the Executive Committee or Representatives to Council shall be excluded from appointment. Any member of the Executive Committee or Representative to Council who is the subject of such lobbying shall immediately inform the Executive Committee who will investigate the allegation and recommend to the Council whether to exclude the candidate from the appointment process or not.
- 13.5 Should the Secretary General post become vacant before the end of the contract period then the process as above shall be commenced as soon as possible and the Executive Committee shall appoint one of the senior managers in the Secretariat as Acting Secretary General, on clearly defined terms and conditions, pending the appointment of a new Secretary General.

### **14 Other Staff Appointments** *(see Constitution, para. 11)*

#### **14.1 Senior Management Posts**

- 14.1.1 Vacancies for senior management posts in the Secretariat, as specified by the Executive Committee, shall be filled through a merit-based internationally advertised appointment process.
- 14.1.2 Where a post is so specified, the Secretary General shall advertise the post internationally. The advertisement shall be sent to Full Member Countries and posted on the CTO website. The Secretary General will draw up a shortlist of candidates based on the match of their merits, skills and experience to the requirements of the advertised post. Candidates on the shortlist will be invited to interview by three members of the Executive Committee one of whom will be the Secretary General, together with any professional advisors appointed by the Executive Committee. The



interviewing panel shall take full account of the results of the interviews, the CVs and references of candidates.

- 14.1.3 Based on the decision of the interviewing panel, the Secretary General shall make an offer of appointment to the selected candidate.
- 14.1.4 The Secretary General may suspend the incumbent of any senior management post if the person is considered by them to be in breach of the terms of their contract. Such action shall be referred to the Executive Committee within three (3) months of being taken, which the Executive Committee may either ratify or reject.
- 14.1.5 The conditions as set out in paragraph 13.5 above apply equally to posts covered by paragraph 14.1.

#### **14.2 Other CTO Secretariat Staff**

- 14.2.1 As and when posts not covered by 14.1 become vacant the Secretary General shall undertake an advertising, interviewing and appointment process appropriate to the post.
- 14.2.2 Approval of salary reviews, amendment to benefits and any new terms and conditions of staff not covered either by the budget or by the Organisational structure will require the approval of the Executive Committee.