



COMMONWEALTH  
TELECOMMUNICATIONS  
ORGANISATION

# Rules of Procedure

Effective as of 19 October 2023

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These *Rules of Procedure* were adopted on 19 October 2023 in Yaoundé, Cameroon at the 61st Council Meeting and supersedes the Constitutional Amendments adopted in 1972, 1999, 2002 and 2012.

# 1

## Membership

SEE CONSTITUTION, ARTICLE 4

### 1.1 Member Countries

- 1.1.1** The Government of any Member State of the Commonwealth of Nations wishing to become a Full Member Country shall notify the Secretary General in writing.
- 1.1.2** On receipt of notification as in paragraph 1.1.1 above, the Secretary General shall notify the Government of the Member State of the Commonwealth of Nations 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 Members of any new accession to Full Membership.
- 1.1.4** The notification and information procedures in paragraphs 1.1.1, 1.1.2 and 1.1.3 above shall apply *mutatis mutandis* to Affiliate Members and Associate Members.
- 1.1.5** Any State that has withdrawn its membership under Article 13 of the Constitution and subsequently applies for readmission shall clear all arrears that were payable at the time of withdrawal.

### 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 objectives of the CTO.
- 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 that applicant.



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- 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 the Council. If no such objection is received by the Secretary General, they shall inform the applicant entity and the representatives of all Members of the entity's acceptance into ICT Sector Membership.
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- 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.
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- 1.2.5** The Secretary General may make a report to the Council concerning members that are in arrears and propose what action the Council may take in such matters.
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- 1.2.6** The application, notification and withdrawal procedures in paragraphs 1.2.1 to 1.2.5 above shall apply *mutatis mutandis* to Academia Members.



# 2

## Representation

SEE CONSTITUTION, ARTICLE 7

- 2.1** The Government of each Full Member Country, Affiliate Member and Associate Member shall appoint a representative (an alternate and/or advisor) 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 to the Secretary General 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, Affiliate Members and Associate Members when a Member 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, upon receipt of the official notification from the Commonwealth Secretariat 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 the Council, at which the representative and alternative representative can be contacted.



# 3

## Meetings of Council

➤ SEE CONSTITUTION, ARTICLE 7

- 3.1** Ordinary meetings of the Council shall be held annually. Each meeting of the 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 Secretary General upon confirmation by the Chairperson shall circulate the draft agenda and request each representative to notify the Secretary General not less than three months before the proposed date of the Council meeting:
- if they have comments on, or additions to, the draft;
  - if they will not attend and not be represented at the meeting.
- 3.3** Unless a majority of Full Member Countries confirm that they will not attend, the Secretary General shall issue a convening notice for the meeting to the representatives of Full Member Countries, Affiliate Members and Associate Members and ICT Sector Members and Academia 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 who is eligible to vote may request that the Chairperson call an extraordinary meeting of the 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 Members and invite their comments on the proposal. Provided that a two-thirds majority of the Full Member Countries eligible to vote 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** The Council may decide to adjourn any meeting of the 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 paragraph 3.3 above, but there shall be no requirement for a quorum to be sought.



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- 3.6** The Council, at any of its meetings may decide to hold sessions restricted to Full Member Countries that are eligible to vote. The decision to hold a closed session shall be based on 51% of Full Member Countries present and eligible to vote.
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- 3.7** Members may submit relevant papers for consideration by the 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 the Council has been convened, this timescale may be varied by the authority of the Chairperson.
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- 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 paragraph 2.1 above.
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- 3.9** Representatives, alternate representatives and advisors shall bear all costs related to their attending meetings of the Council and other Council activities.



# 4

## Decisions of the Council

SEE CONSTITUTION, ARTICLE 7

- 4.1** Decisions of the Council shall normally be taken by consensus, but voting must take place on:
- any proposal to amend or which would have the effect of amending the Constitution, in accordance with Article 14 of the Constitution;
  - any proposal which would have the effect of amending the Rules of Procedure;
  - any proposal to appoint the Secretary General;
  - the election of the Chairperson. Vice-Chairpersons, and three Full Member countries as stipulated in Article 8.1 of the CTO Constitution, where any such post is contested;
  - any proposal to hold a closed session of the Council in accordance with paragraph 3.7 above;
  - any other circumstances in which consensus cannot be achieved.
- 4.2** In addition, the representative of any Full Member Country that is eligible to vote 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 51% of Full Member Countries present and voting, except in relation to the amendment of the Constitution, in which case the provisions set out in Article 15 of the Constitution shall apply.
- 4.4** Voting shall take place as follows:
- by a show of hands of accredited representatives eligible to vote unless a roll call under (b), or secret ballot under (c), has been requested;
  - 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:
    - if at least five representatives present and eligible to vote request a roll call before the beginning of a vote, or
    - if the procedure under a shows no clear result;
  - by a secret ballot, if at least 51% of representatives present and eligible to vote request such a ballot before the beginning of a vote.





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- 4.5** The Secretary General together with the Corporate Secretary shall conduct the voting process in paragraph 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.
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- 4.6** Where a secret ballot is to be undertaken pursuant to paragraph 4.4 (c), the counting and determination of the results of the secret ballot shall be conducted in the presence of three of the representatives of Full Member Countries that are eligible to vote, elected by a majority of such representatives present at the Council meeting so agreeing by a show of hands.
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- 4.7** If the results of the secret ballot under paragraph 4.6 are contested by a Full Member country that is eligible to vote, the results of the secret ballot shall be recounted immediately after the results are announced, in the presence of all Full Member Countries that are eligible to vote.
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- 4.8** In the event a decision requiring a vote of the Council needs to be taken, up to one month before the next Council meeting, the Chairperson shall consult representatives of Full Member Countries that are eligible to vote 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, ARTICLES 7 AND 8

**5.1** The Council shall elect as Officers of the CTO:

- a) A Chairperson and
- b) A First Vice-Chairperson
- c) A Second Vice-Chairperson

in accordance with Article 8.1 of the Constitution.

The term of office shall be from the end of the Council meeting at which they are appointed to the end of the next Council meeting. Elections shall take place on the final day of the Council meeting. As far as practicable, these posts shall be filled in a manner that reflects the diversity of the membership.

**5.2** Only the representatives of Full Member Countries which are not in arrears of contributions shall have the right to vote.

**5.3** Incumbent Office holders shall be eligible for re-election for the same position for a second consecutive term.

**5.4** The Secretary General shall conduct the elections for appointment of the Chairperson and Vice-Chairpersons and the three Full Member Countries of Members of the Executive Committee.

**5.5** Candidates for the posts of Chairperson, Vice-Chairpersons of the Executive Committee shall each be nominated by at least two representatives of Full Member Countries that are eligible to vote. Nominations shall be made to the Secretary General at least a day before the Council meeting. Each nomination shall be in writing and signed by the nominee and the two nominators.



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**5.6** 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 for election.

At this stage any candidate may withdraw or ask to be considered instead for the post of Vice-Chairperson. If more than one candidate remains, the Secretary General will call for a recorded ballot or a secret ballot.

The decision to hold a recorded or secret ballot shall be taken by 51% of the Full Member Countries that are present and eligible to vote 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 a 51% of the votes.

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**5.7** For the posts of Vice-Chairperson, the process set out in paragraph 5.5 and 5.6 above shall be followed until there are only two candidates remaining.

The candidate gaining most votes shall be appointed First Vice-Chairperson and the other Second Vice-Chairperson.



# 6

## Election of Full Member Countries to the Executive Committee



SEE CONSTITUTION, ARTICLE 7

**6.1** The Council shall elect three Full Member countries as members of the Executive Committee in accordance with Article 8.1 of the Constitution.

The term of office shall be from the end of the Council meeting at which they are appointed to the end of the next Council meeting. Elections shall take place on the final day of the Council meeting. As far as practicable, these posts shall be filled in a manner that reflects the diversity of the membership.

**6.2** Only the representatives of Full Member Countries which are not in arrears of contributions shall have the right to vote.

**6.3** Incumbent Office holders shall be eligible for re-election for the same position for a second consecutive term.

**6.4** For the posts of the three other members of the Executive Committee, the process set out in paragraph 5.5 and 5.6 above shall be followed until there are only three candidates remaining. The three candidates receiving the highest votes shall be appointed as the Executive Committee members.



# 7

## **Powers and Responsibilities of the Chairperson**

➤ SEE CONSTITUTION, ARTICLES 7 AND 8

- 7.1** 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 the Council, if the Chairperson and two Vice-Chairpersons are not available the Council shall then appoint a Chairperson for that meeting.
- 7.2** 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.
- 7.3** The Chairperson shall undertake such other functions as are determined by the Council and/or the Executive Committee.



# 8

## Financial Arrangements

SEE CONSTITUTION, ARTICLE 11

- 8.1** The Secretary General shall notify all Members of the structure and levels of units and class of contributions the minimum amount of which shall be reviewed by the CTO Council every four years or at such other time as the Council determines.
- 8.2** Financial contributions shall be payable annually. Invoices shall be issued three months in advance of the due date of payment.
- 8.3** The Secretary General shall provide the Council with a report on those Members that are in arrears with their contributions and propose what action should be taken in respect of these members.
- 8.4** The Secretary General shall make a recommendation concerning the appointment of external auditors to the Executive Committee, and the Executive Committee shall in turn make a recommendation to the Council.



# 9

## Meetings of Executive Committee

➤ SEE CONSTITUTION, ARTICLE 8

- 9.1** 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.
- 9.2** All members of the Executive Committee shall act in a fiduciary capacity.
- 9.3** 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.
- 9.4** Dates of the Executive Committee meetings shall be agreed at least three months in advance, or such other period as may be agreed in between the members of the Executive Committee.
- 9.5** 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.
- 9.6** 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.
- 9.7** 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.
- 9.8** Between meetings, the Executive Committee may make decisions and agree positions by correspondence, which may include electronic communications.
- 9.9** A quorum for any meeting of the Executive Committee shall require four members.



# 10

## Secretariat

SEE CONSTITUTION, ARTICLE 9

- 10.1** The Secretariat shall be responsible for implementing and managing all activities of the CTO, including the proper maintenance of all records, including records of human resources, finance and assets in accordance with instruments approved by the Council from time to time.
- 10.2** The Secretariat shall organise all meetings of the Council and the Executive Committee and ensure the production of minutes of all meetings within 14 days.
- 10.3** The Secretariat shall maintain an archive of all documents presented to the CTO Executive Committee and Council, and reports on CTO activities, together with a library of all official documents and correspondence.
- 10.4** The Secretariat shall provide administrative support to the Chairperson and Vice-Chairpersons of the CTO Council whilst they are undertaking their CTO functions.
- 10.5** Job descriptions for all CTO Secretariat posts shall be written and maintained.





# 11

## Membership Contributions

SEE CONSTITUTION, ARTICLE 12

- 11.1** The Council shall establish and revise, as required, the structure and levels for units and class of contributions to the budget from Members, after considering any proposal from the Executive Committee. The levels shall take account of the management budget, the expected number of Members.
- 11.2** Additional voluntary contributions above the minimum level may be made by any Member.
- 11.3** Any amendment to the minimum number of units in the class of contribution for Members shall be notified to the respective Members a minimum of 12 months before the date on which they become due.
- 11.4** The Secretariat shall prepare income and expenditure statements for each programme activity which is not funded from the budget of the CTO. These statements shall form notes to the main accounts.
- 11.5** The Secretary General has the authority to incur expenditure on each of the CTO programmes and related activities where it is within the budget of the CTO.
- 11.6** The Secretary General has the authority to incur expenditure covered by the budget of the CTO.
- 11.7** Where all options for budget reallocation have been exhausted, and subject to prior approval from the Executive Committee, the Secretary General may make appropriations for sub-sections of the line budget, from the CTO's cash reserves, of up to 15% of the relevant sub-sections of the line budget provided that such appropriation is not more than 15% of the cash reserves. Any variation of the budget above this 15% limit shall require the prior approval of a supplementary budget by the Executive Committee and subsequent confirmation by the Council.



# 12

## Appointment of the Secretary General

SEE CONSTITUTION, ARTICLE 9

**12.1** A Secretary General who wishes to renew her or his contract must express her or his interest 12 months before the expiry of her or his contract.

The Council shall decide to

- a) renew the contract; or
- b) advertise the post of Secretary General,

at least 9 months before the end of the Secretary General's contract period, on the basis of *inter alia* performance.

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.

**12.2** The post of Secretary General shall be advertised internationally through a merit-based internationally advertised appointment process. 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 and two persons with expertise relevant to the post being advertised appointed by the Executive Committee shall interview the shortlisted candidates with the assistance of the recruitment agency.

**12.3** The Executive Committee shall also consider the need to ensure a reasonable period is reserved for the transition from the incumbent Secretary General to her or his successor.

**12.4** 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.



# 12

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- 12.5** Any candidate who directly, or via a third party, seeks to influence or lobby members of the Executive Committee or representatives of the Council shall be excluded from appointment. Any member of the Executive Committee or representative to the 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.
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- 12.6** 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.
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- 12.7** The Performance appraisal of the Secretary General shall be undertaken by the Chairperson of the Executive Committee.
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- 12.8** The termination of the Secretary General will be made in accordance with the Staff Handbook and other relevant documents.



# 13

## Other Staff Appointments

➤ SEE CONSTITUTION, ARTICLE 9

### 13.1 Senior Management Posts

- 13.1.1** 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.
- 13.1.2** Where a post is so specified, the Secretary General shall commence the process using the services of a professional recruitment agency which shall assist in all stages of the recruitment process and advertise the post internationally through a merit-based internationally advertised appointment process. The advertisement shall be sent to Full Member Countries and posted on the CTO website.

The Secretary General, with the assistance of the recruitment agency, 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 interviewed by a three-member panel consisting of the Secretary General and two members who shall be:

- a) persons with expertise relevant to the post being advertised;
- b) citizens of Full Member Countries that are eligible to vote; and
- c) appointed by the Secretary General in consultation with the Chairperson of the Executive Committee.

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

- 13.1.3** The Secretary General shall submit the recommendation of the interviewing panel to the Executive Committee for approval. Based on the decision of the Executive Committee, the Secretary General shall make an offer of appointment to the selected candidate.
- 13.1.4** The Secretary General, may suspend the incumbent of any senior management post, if the incumbent is considered by the Secretary General to be in breach of the terms of her or his contract and must refer such suspension to the Executive Committee within one month of being taken.



# 13

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**13.1.5** Upon receipt of the referral by the Secretary General in paragraph 13.1.4, the Executive Committee may:

- a) reject the suspension of the incumbent staff and reinstate her or him with full effect;
- b) affirm the suspension of the incumbent staff; or
- c) take any other action which the Executive Committee deems appropriate.

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**13.1.6** The conditions as set out in paragraph 12.6 above apply equally to posts covered by paragraph 13.1.

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## **13.2 Other CTO Secretariat Staff**

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**13.2.1** As and when established posts not covered by paragraph 13.1 become vacant the Secretary General, in accordance with the Staff Handbook, shall undertake an advertising, interviewing and merit-based appointment process appropriate to the post.

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**13.2.2** 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

