

SUPERVISORY
AUTHORITY
(LUXEMBOURG PROTOCOL)
Draft Rules of Procedure

Table of Contents

Article 1	Definitions	3
Article 2	Designated Members	4
Article 3	Meetings	4
Article 4	Representation of Members	5
Article 5	Observers	5
Article 6	Representation of the Secretariat	5
Article 7	Closed nature of sessions	6
Article 8	Provisional agenda.....	6
Article 9	Officers	6
Article 10	Conducting proceedings	7
Article 11	Proposals.....	7
Article 12	Decisions	7
Article 13	Motions of order	7
Article 14	Rediscussion of proposals.....	7
Article 15	Quorum.....	8
Article 16	Voting procedure.....	8
Article 17	Minutes	8
Article 18	Amending the Rules.....	9

In accordance with Article XII(4) of the Luxembourg Protocol to the Convention on International Interests in Mobile Equipment on Matters specific to Railway Rolling Stock the Supervisory Authority has adopted the following Rules of Procedure, hereinafter referred to as "the Rules".

Article 1 Definitions

For the purpose of the Rules, the following terms shall be considered to have the meanings indicated:

<i>Commission of Experts</i>	the commission established by the Supervisory Authority pursuant to Article 6 of the Statutes;
<i>Convention</i>	the Convention on International Interests in Mobile Equipment, signed in Cape Town on 16 November 2001;
<i>Designated Members</i>	Representatives of Designated States;
<i>Designated States</i>	States which are not State Parties but are designated from time to time by UNIDROIT and OTIF in accordance with Article XII (1) (b) and (c) of the Protocol;
<i>Members</i>	representatives of the State Parties and Designated States who collectively constitute the membership of the Supervisory Authority;
<i>Protocol</i>	the Luxembourg Protocol to the Convention on International Interests in Mobile Equipment on Matters specific to Railway Rolling Stock signed in Luxembourg on 23 February 2007;
<i>Qualified Majority</i>	for the first two years after entry into force of the Protocol, a simple majority of both (a) representatives of State Parties and (b) Members, and thereafter a two thirds majority of Members;
<i>Regional Organization</i>	a Regional Economic Integration Organization as defined in Article XXII of the Protocol and which has ratified or acceded both to the Convention and the Protocol in respect of its competences;
<i>Secretariat</i>	the Secretariat appointed pursuant to Article XII of the Protocol;

State Party a State which has ratified or acceded both to the Convention and the Protocol;

Statutes the Statutes of the Supervisory Authority.

and the terms Officers, Signatory Party, UNIDROIT and OTIF shall have the meanings ascribed to them in the Statutes.

Article 2 Designated Members

In relation to Designated Members, the following procedures shall apply:

1. the designating organization may designate a State to be a Designated State for such period as it considers appropriate subject to the maximum period permitted under Article XII (3) of the Protocol;
2. designations shall be made in writing and addressed to the Secretariat, who shall immediately inform the existing Members thereof, and shall be operative 30 calendar days after receipt of the designation by the Secretariat;
3. a Designated Member appointed by a Designated State that subsequently becomes a State Party shall automatically cease to be a Designated Member and the designating organization may designate another State to be a Designated State subject to Article 2 (a) and (b) above.

Article 3 Meetings

1. The Supervisory Authority shall hold a general meeting of Members once every calendar year.
2. The Supervisory Authority may also meet between general meetings if a request for a meeting is made to the Chair by:
 - (a) if the number of Members is less than nine, at least three Members, and
 - (b) in all other cases at least one-third of the Members.

Such interim meetings, at the discretion of the Chair, may be conducted by telephone, videoconference or electronic procedures.

3. The Supervisory Authority shall convene general meetings at its domicile. However, with the agreement of the majority of the Members, the Supervisory Authority may convene at any other place.

4. All meetings shall be held in English, the official and working language of the Supervisory Authority.
5. Attendees at Supervisory Authority meetings may use another language if they provide, at their expense, interpretation into English.

Article 4 Representation of Members

1. Each State Party and Designated State shall be represented at a meeting of the Supervisory Authority by such one person as they shall nominate who shall have one vote.
2. A Member may arrange to be represented at a meeting of the Supervisory Authority by another Member. However, no Member may represent more than one other Member at a meeting of the Supervisory Authority.
3. A Regional Economic Integration Organization which is a party to the Protocol shall have the right to be represented at a meeting of the Supervisory Authority.

Article 5 Observers

1. The Chair of the Supervisory Authority may invite one or more members of the Commission of Experts, individuals and representatives of public or private organizations or states which are not Members to attend meetings of the Supervisory Authority as observers and in an advisory capacity and with no right to vote. However observers may be excluded by a majority of Members present at such meetings.
2. Observers shall receive the meeting documents prepared for the Supervisory Authority, unless the Chair decides otherwise.

Article 6 Representation of the Secretariat

The Secretariat shall be represented at meetings of the Supervisory Authority and its subsidiary bodies by such person or persons it shall nominate and who shall participate in an advisory capacity and with no right to vote.

Article 7 Closed nature of sessions

Unless the Supervisory Authority decides otherwise, its sessions and those of its subsidiary organs, including the Commission of Experts and any committees or working groups, shall not be open to the public.

Article 8 Provisional agenda

1. The provisional agenda for each meeting of the Supervisory Authority shall be prepared by the Secretariat in coordination with the Chair of the Supervisory Authority and presented for adoption by the Chair of the Supervisory Authority at the opening session
2. The Secretariat shall send a notice of a meeting of the Supervisory Authority, indicating the venue of the meeting, the date and time it opens and the provisional agenda, to Members and to observers according to Article 4 no later than three months, and documents for the meeting no later than two months before the meeting opens.
3. The provisional agenda for a meeting shall include any item that a previous meeting has agreed should be included. Members may propose additional items for inclusion on the agenda. If such proposals are not made in writing to the Secretariat at least four weeks before the meeting opens they shall only be considered for inclusion on the agenda if a majority of Members represented at the meeting agrees to their inclusion.
4. The Chair or, in the absence of the Chair, the first Vice-Chair, and in his or her absence, the Second Vice-Chair, shall preside at the meeting. In the absence of the second Vice-Chair, the meeting shall be chaired by a representative of a Member elected by a simple majority of those Members present at the meeting.

Article 9 Officers

1. The Supervisory Authority shall elect Officers among the Members for a two [2] year term.
2. Nominations for positions as Officers shall be seconded by another Member and submitted at least 30 days before the next annual general meeting. Election shall be by simple majority vote.
3. In addition to exercising the powers conferred upon them by virtue of the Rules, the Chair shall direct discussions, ensure that the Rules are applied, give the floor, direct the votes and announce decisions.
4. The Chair shall decide all questions concerning the application of the Rules. If a Member disputes the Chair's decision, a vote shall be taken and the Chair's decision shall stand if a majority of Members present or represented do not oppose it.

Article 10 Conducting proceedings

1. In principle, the Chair shall give the floor in the order in which it is requested.
2. In general, a Member shall not be given the floor a second time on the same question, except to reply to a question, until all those Members wishing to speak have done so.

Article 11 Proposals

1. Proposals concerning items on the provisional agenda shall be submitted in writing to the Secretariat no less than four weeks before a scheduled meeting at which the proposal will be tabled for discussion in order that they can be made available to Members as soon as possible.
2. Proposals to amend the Statutes shall be submitted in writing to the Secretariat no less than eight weeks before a general meeting and will also be made available to Members as soon as possible.
3. A written proposal concerning items on the provisional agenda can be tabled at a scheduled meeting upon majority consent of the Members represented at the meeting.

Article 12 Decisions

If there is more than one proposal on the same subject, the Chair shall decide in which order they shall be discussed.

Article 13 Motions of order

Members may, at any time, submit motions of order. The Chair shall take a decision immediately. If a Member disputes the Chair's decision, a vote shall be taken and the Chair's decision shall stand if a majority of Members present or represented do not oppose it.

Article 14 Rediscussion of proposals

A proposal that has been adopted or rejected may only be examined again if the Supervisory Authority so decides. Such decision shall be taken by a vote carried out in the same way as the initial vote on the proposal in question was taken.

Article 15 Quorum

A quorum shall be required for the opening of a meeting of the Supervisory Authority, and for any vote. The quorum shall be the number of Members present or represented constituting a Qualified Majority.

Article 16 Voting procedure

1. Unless provided otherwise herein, decisions of the Supervisory Authority shall be taken by a Qualified Majority.
2. The calculation of the results of the voting procedure shall be based on the number of Members present and voting.
3. Voting shall take place by show of hands. However, any Member may request a roll call vote, which shall take place in English alphabetical order beginning with the Member which has requested the roll call vote.
4. If at least two Members so request, voting shall take place by secret ballot, unless the majority of the Members represented are opposed to this. The Chair of the meeting shall appoint two scrutineers to count the votes. All ballot papers shall be reported to the Chair.
5. Once voting has begun, no Member may interrupt it, unless for the purpose of a motion of order concerning the manner in which the vote is taking place. If the votes are divided equally, a second vote shall take place, if necessary after a break in the session. If the votes are again divided equally, the Chair shall have the casting vote.

Article 17 Minutes

1. Decisions by the Supervisory Authority shall be read out by the Chair and recorded in the minutes.
2. Minutes of the meetings of the Supervisory Authority, summarising the proceedings and including the full text of all proposals and decisions, shall be prepared by the Secretariat.
3. Members may request that a statement they have made during a meeting be included in an annex to the minutes, provided the written text of the statement is given to the Secretariat prior to the conclusion of the relevant meeting.
4. The Secretariat shall send out the minutes no later than eight weeks after the meeting has closed.
5. Members and observers present or represented at a meeting shall inform the Secretariat in writing of any corrections they wish to make to the text of their interventions and/or ask for amendments in the draft minutes within four weeks of distribution of the draft minutes by the Secretariat.

6. The final version of the minutes shall be approved at the next meeting.

Article 18 Amending the Rules

1. The Rules may be amended by an affirmative vote of at least a Qualified Majority, provided a proposal for amendment submitted by a Member or a suggestion for amendment from the Chair is on the provisional agenda.
2. A decision by the Supervisory Authority taken in accordance with Article 18 (1) may be brought into force for the session at which the decision is taken.