



INTERNATIONAL INSTITUTE FOR THE UNIFICATION OF PRIVATE LAW
INSTITUT INTERNATIONAL POUR L'UNIFICATION DU DROIT PRIVE

EN

**PREPARATORY COMMISSION FOR THE
ESTABLISHMENT OF THE INTERNATIONAL REGISTRY
FOR MAC EQUIPMENT PURSUANT TO THE MAC
PROTOCOL**

UNIDROIT 2022
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Procedure
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**RULES OF PROCEDURE
FOR THE PREPARATORY COMMISSION**

As approved by a written procedure concluded on 29 March 2022

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**PRELIMINARY SECTION
DEFINITIONS**

For the purposes of these Rules of Procedure, the following terms shall be considered to have the meanings indicated:

Assisting Organisations:	the International Institute for the Unification of Private Law (UNIDROIT) and the international Organisation or entity appointed as Supervisory Authority of the International Registry
Commission:	the Preparatory Commission for the establishment of the International Registry for MAC equipment
Commission Member:	a representative of a State or Regional Economic Integration Organisation that has not declined the invitation to be appointed as a Commission Member pursuant to Resolution 1 adopted by the Diplomatic Conference for the adoption of the MAC Protocol
International Registry:	the Registry contemplated in the MAC Protocol
Observer:	a State, Regional Economic Integration Organisation, or person, legal or natural, invited to participate in one or more sessions of the Commission in that capacity
Registrar:	the entity appointed to operate the International Registry
MAC Protocol:	the Protocol to the Convention on International Interests in Mobile Equipment on Matters specific to Mining, Agricultural and Construction Equipment adopted at the Diplomatic Conference held, at the invitation of the Government of the Republic of South Africa and under the auspices of UNIDROIT, in Pretoria from 11 – 22 November 2019, also known as “the Pretoria Protocol”
Session:	a meeting of the Commission from the time it comes to order until it adjourns or is closed
Work programme:	the items to be considered by the Commission, during one or more of its sessions and until its mandate has been completed, pursuant to Resolution 1 of the Diplomatic Conference for the adoption of the MAC Protocol
Order of business:	the work programme items listed for consideration at individual sessions.

**SECTION I
AUTHORITY OF THE COMMISSION**

Rule 1

The Commission shall act as Provisional Authority for the establishment of both the International Registry for MAC equipment and the Supervisory Authority under the MAC Protocol.

**SECTION II
OFFICERS**

Rule 2

The Commission shall elect its Chair from amongst its Members.

Rule 3

The Commission shall elect from among its Members a first and second Vice-Chair. In the absence of the Chair, the first Vice-Chair, and in their absence, the second Vice-Chair, shall preside at sessions.

Rule 4

The UNIDROIT Secretary-General shall act as provisional Chair of the Commission until the Chair and Vice-Chairs are elected.

Rule 5

The UNIDROIT Secretariat is the Secretariat of the Preparatory Commission.

**SECTION III
WORKING GROUPS OF THE COMMISSION**

Rule 6

The Commission may establish such working groups from amongst its Members as it may deem appropriate.

**SECTION IV
COMMISSION SESSIONS**

Rule 7

The Chair shall establish the dates for the sessions, after due consultations and in accord with the Secretariat.

Rule 8

Sessions shall be convened by the Chair of the Commission or, in the absence of the Chair, by the first Vice-Chair and, in their absence, by the second Vice-Chair.

Rule 9

Sessions shall be held at the seat of UNIDROIT in Rome unless the Commission decides otherwise.

Rule 10

Under exceptional circumstances, the Chair may, after due consultation and in accord with the Secretariat, decide that a session will be held via teleconference or videoconference.

Rule 10bis

Whenever a decision must be adopted by the Preparatory Commission that should not be postponed until its next session but, due to it being minor, administrative or technical in nature, does not warrant the convening of an ordinary session of the Preparatory Commission, the Chair may initiate a written procedure by instructing the Secretariat to transmit to each Member, by electronic mail or equivalent means of notification, a motion embodying the proposed action with a request for each member to vote thereon. Together with the motion, the Secretariat will transmit an explanatory note.

Votes on the motion shall be cast within such reasonable period as the Chair shall prescribe, which cannot be less than 14 calendar days, at the expiration of which the Secretariat shall record the results and notify all Members.

Commission Members may object to the use of a written procedure and request that a motion be considered in an ordinary Preparatory Commission session. Members objecting to the use of a written procedure must notify the Secretariat by electronic mail within seven calendar days from the moment of the notification envisaged in the first paragraph of this rule. If two or more Members notify the Secretariat that they oppose the use of the written procedure, an ordinary session of the Preparatory Commission shall instead be convened to consider the motion.

The Secretariat shall collect electronic mail Delivery Receipts where the exact date and time of reception is established for each notification. The Secretariat shall also duly acknowledge each response received. The time periods listed within these Rules shall commence upon delivery of an electronic mail to a Member or to the Secretariat, and the relevant time for the calculation of the said time periods will be that of the recipient.

SECTION V
WORK PROGRAMME AND ORDER OF BUSINESS

Rule 11

The work programme of each session shall be adopted, and may subsequently be modified, by the Commission, within the limits set forth by Resolution 1 of the Diplomatic Conference for the adoption of the MAC Protocol.

Rule 12

The order of business for each session of the Commission shall be prepared in advance by the Chair in consultation with the Assisting Organisations and shall be adopted by the Commission at the commencement of each session.

Rule 13

Each Commission Member may propose the inclusion of an additional item in the order of business of the session up to five days before the date of the session.

An additional item may be included in the order of business after the date mentioned in the previous paragraph if at least 2/3 of participating Commission Members agree at the session.

**SECTION VI
ATTENDANCE AT SESSIONS****Rule 14**

Subject to any decision to the contrary by the Commission, sessions of the Commission shall be open to the public.

Rule 15

Sessions of the Commission shall be open to officers of the Assisting Organisations whose attendance is necessary for the conduct of the session, to Observers from Member States of the Assisting Organisations and to such other Observers as the Commission may decide.

Rule 16

Any Commission Member may arrange to be represented by another Commission Member; no Commission Member may however represent more than two other Commission Members. The Chair and Secretariat shall be informed in writing about any such arrangement.

Unless otherwise stated in the representation arrangement, the representation will be deemed to include the right to vote on behalf of the represented Commission Member.

Rule 17

Under exceptional circumstances, the Chair, in consultation with the Secretariat, may allow remote participation of Members and Observers in in-person meetings of the Preparatory Commission. Members and Observers shall notify the Chair and Secretariat of such circumstances.

SECTION VII CONDUCT OF BUSINESS

Rule 18

Any Commission Member may introduce a motion or amendments thereto subject to the following rules:

(1) If a motion has been introduced, no other motion than one for an amendment to the original motion shall be considered until the original motion has been disposed of. The Chair shall determine whether such additional motion is so related to the motion already before the Commission as to constitute an amendment thereto, or whether it is to be regarded as an alternative motion, consideration of which shall be postponed as stipulated above. Such ruling of the Chair may be reversed by a decision taken in accordance with Rule 21.

(2) If an amendment to a motion has been introduced, no other amendment than an amendment to the original one shall be moved until the original amendment has been disposed of. The Chair shall determine whether such additional amendment is so related to the original one as to constitute an amendment thereto, or whether it is to be regarded as an alternative amendment, consideration of which shall be postponed as stipulated above. Such ruling of the Chair may be reversed by a decision taken in accordance with Rule 21.

(3) An amendment to an amendment shall be voted on before the amendment to which it refers, and the latter before the motion to which it refers.

(4) No motion or amendment may be withdrawn by its author if an amendment to it is under discussion or has been adopted.

(5) The following privileged motions shall be disposed of with preference over all other motions and in the order of preference indicated below:

- (a) a motion to reverse any ruling by the Chair;
- (b) a motion to adjourn the session;
- (c) a motion to fix the time to adjourn the session;
- (d) a motion to interrupt the session for a limited time;
- (e) a motion to adjourn a debate on a particular question.

Rule 19

With the exception of motions and amendments relating to nominations, no motion or amendment shall be discussed unless and until it has been seconded by a Commission Member.

Rule 20

Observers, in accordance with Rule 15, shall have the right to participate in the discussions of the Commission and to introduce motions or amendments. They shall have no right to vote or to second motions. They may, on invitation, participate in the discussions of working groups of the Commission.

Given the minor, administrative or technical and urgent nature of the decisions concerned therewith, Observers shall not be invited to discuss, vote or otherwise participate in motions proposed by written procedure.

SECTION VIII TAKING OF DECISIONS

Rule 21

For the purposes of determining the existence of a quorum and an absolute majority vote on any decision, only one representative of each participating State or Regional Economic Integration Organisation shall be counted and may vote.

An absolute majority of Commission Members shall constitute a quorum for the valid formation of the Commission.

If taken by vote at a session of the Commission, decisions shall be adopted by an absolute majority vote of the Commission Members participating at the session, in person or remotely, at which the vote is taken.

If no absolute majority is reached in a vote between two options, a second vote will take place not earlier than one hour after the first vote. In the second vote, the decision shall be adopted in favour of the one of the two options which receives the higher number of votes.

If no absolute majority is reached in a vote between more than two options, a second vote will take place, not earlier than one hour after the first vote, between only the two options that received the highest number of votes. In this second vote, the decision shall be adopted in favour of the one of the two options which receives the higher number of votes.

Rule 21 bis

In case of written procedure, Members may cast a “yes”, “no” or “abstain” vote by submitting a reply by e-mail addressed to the Secretariat.

The absence of a reply by the deadline prescribed by the Chair shall not indicate an abstention but rather the absence of the Member from the voting procedure.

The motion shall be deemed approved if an absolute majority of Members voting in the written procedure vote “yes”.

Rule 21 ter

When an absolute majority of votes cast has been reached, but the quorum of Members has not been met, the Chair of the Preparatory Commission, in consultation with the Secretariat, may present the same motion again for a second round of votes. Members will be given five calendar days to vote. Members that had already voted will be deemed as having cast the same vote, unless they decide to change it during the period provided to all Members for the second round of votes. In this second round, the decision shall be deemed adopted if at least two third of the votes cast are positive and there are six or more voting Members.

Rule 22

In the case of a division, the vote, or the abstention from voting, of any Commission Member shall be recorded upon its request. Upon the request of any Commission Member, or pursuant to a ruling by the Chair, the individual votes of all Commission Members shall be determined and recorded.

SECTION IX LANGUAGE

Rule 23

The proceedings of the Commission shall be conducted in English. At the request of Commission Members, conference room papers shall be translated into other working languages. Commission Members and the Secretariats of the Assisting Organisations undertake to make best efforts to provide other Commission Members, at their request, with any other assistance facilitating the requesting Commission Members' effective participation in the deliberations.

SECTION X RECORDS OF PROCEEDINGS

Rule 24

A summary report of each session shall be prepared by the Chair, distributed to Commission Members and adopted by the Commission at its following session. The summary report of the final session of the Commission shall be prepared by the Chair in consultation with the Commission Members and distributed to all Commission Members.

SECTION XI SUSPENSION OF AND AMENDMENT TO THE RULES OF PROCEDURE

Rule 25

Any of these Rules of Procedure may be suspended or amended by the Commission.
