

LUX-26023

Rules of Procedure of the Supervisory Authority (Luxembourg Protocol)

**Adopted by the Supervisory Authority
at its 3rd session on 14 April 2026**

Revision 2

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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 States</i>	states which are not States 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>	the States Parties and Designated States which 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>Secretariat</i>	the Secretariat appointed pursuant to Article XII of the Protocol;

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

Statutes the Statutes of the Supervisory Authority.

The terms “officers”, “regional organisation”, “Signatory Party”, “UNIDROIT” and “OTIF” shall have the meanings ascribed to them in the Statutes.

Article 2 Designated States

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

1. the designating organisation 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, which 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 State that subsequently becomes a State Party shall automatically cease to be a Designated State and the designating organisation may designate another state to be a Designated State, subject to Article 2 (1) and (2) above.

Article 3 Sessions and convening

1. The Supervisory Authority shall hold one ordinary session per calendar year and may hold extraordinary sessions as required.
2. The Chair shall convene sessions of the Supervisory Authority. An extraordinary session shall be convened at the request of Members representing at least one-third of the total number of votes of all Members or on the Chair’s own initiative.
3. The Secretariat shall send a calling notice for the session to the Members and observers, indicating the date, time and venue of the session, together with the provisional agenda and the annotated provisional agenda, no later than twelve weeks before the opening of the session, or, in the case of an extraordinary session which the Chair determines to be of an urgent nature, no later than eight weeks before its opening.
4. The ordinary session shall be held at the domicile of the Supervisory Authority and shall allow remote participation by videoconference. By decision of a majority of the Members, the ordinary session may be held at another venue. The Chair, in consultation with the Secretariat, shall determine the venue and format of extraordinary sessions, including the possibility of holding such sessions entirely

by remote means.

Article 4 Representation of Members

1. Each Member shall be represented at a session of the Supervisory Authority by one representative. Additional representatives may participate remotely without limitation of number. Additional representatives who wish to attend a session in person shall be subject to the prior agreement of the Secretariat, depending on the practical arrangements for the session.
2. A Member may arrange to be represented at a session of the Supervisory Authority by another Member. However, no Member may represent more than one other Member at a session of the Supervisory Authority.

Article 5 Observers

1. Subject to Article 17, observers may attend sessions of the Supervisory Authority in an advisory capacity and without the right to vote.
2. Representatives of the Registrar, of the Depositary and of the Commission of Experts shall have standing observer status. The Supervisory Authority may also grant standing observer status to individuals or representatives of public or private organisations or states which are not Members
3. The Chair may invite other persons as observers to a particular session of the Supervisory Authority.

Article 6 Representation of the Secretariat

The Secretariat shall be represented at sessions of the Supervisory Authority by such person or persons as 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 shall not be open to the public.

Article 8 Provisional agenda. Documents for the session

1. In coordination with the Chair, the Secretariat shall prepare the provisional agenda and the annotated provisional agenda and shall make them available to the Members and observers, together with the calling notice for the session in

accordance with Article 3. The provisional agenda for a session shall include any item that a previous session has agreed should be included.

2. The Secretariat shall prepare documents for the session and make them available to the Members and may (subject to Articles 17(3) and 17(4)) make them available to observers no later than eight weeks before the session opens.
3. 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 session opens, they shall only be considered for inclusion on the agenda if a majority of Members represented at the session agrees to their inclusion.

Article 9 Officers

1. The Supervisory Authority shall elect officers from among the representatives of Members for a two year term, ending at the opening of the ordinary session held in the second year following their election.
2. In addition to exercising the powers conferred upon them by virtue of the Rules, the Chair shall preside over the session, direct discussions, ensure that the Rules are applied, give the floor, direct the votes and announce decisions.
3. 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.
4. In the absence of the Chair, the First Vice-Chair, and in his or her absence the Second Vice-Chair, shall assume the functions of the Chair. If the Chair and Vice-Chairs are unable to perform their functions, another duly designated representative of the same Member may exercise the functions of that officer.

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 Written proposals on the agenda items

1. Written proposals concerning items on the provisional agenda shall be submitted to the Secretariat before the opening of the session or at the session. The Secretariat shall make available such proposals to the Members and (subject to Article 17(3)) to observers as soon as possible.

2. Written proposals submitted by Members less than four weeks before the opening of the session or during the session, and written proposals submitted by observers shall be considered only if a majority of the Members represented at the session so decide.

Article 12

Examination of proposals

1. If several proposals are submitted on the same question, the Chair shall decide the order in which they are discussed and put to the vote, beginning, in principle, with the proposal that differs the most from the base text, or, in the absence of a base text, from the original proposal.
2. If a proposal is the subject of an amendment, the amendment shall be discussed and put to the vote before the proposal itself. If a proposal is the subject of two or more amendments, the vote shall first take place on the amendment which, in the Chair's opinion, differs the most, with regard to its substance, from the original proposal. If the Supervisory Authority does not adopt any amendment, the vote shall take place on the original proposal.
3. If a proposal can be separated into different parts, with the agreement of the author of the proposal, each part may be discussed and voted on separately. Once the different parts have been adopted, a vote shall be taken on the proposal as a whole.
4. A proposal that has been adopted or rejected may only be reconsidered during the same session if the Supervisory Authority so decides in accordance with Article 16 (1).

Article 13

Motions of order

Members may, at any time, submit motions of order, provided they do not concern the substance of the question being dealt with. The Chair shall take a decision immediately. If a Member disputes the Chair's decision, a vote shall be taken. The Chair's decision shall stand if it is not rejected by a majority in accordance with Article 16 (1).

Article 14

Right to vote

1. Each Member shall have one vote.
2. In matters within its competence, a regional organisation shall exercise the number of votes equal to the number of its Member States which are also Members. When a regional organisation votes, its Member States shall not vote, and vice versa.

Article 15 Quorum

There shall be a quorum in the Supervisory Authority when a majority of the Members are present or represented. For the purpose of determining a quorum for matters within the competence of a regional organisation, that organisation shall be counted to the extent of the number of votes it is entitled to cast in accordance with Article 14 (2).

Article 16 Voting and tacit approval

1. Unless otherwise provided in the Rules, decisions of the Supervisory Authority shall be taken by a majority of the total number of votes duly represented at the session at the time of the vote.
2. Voting shall take place by show of hands or by an equivalent procedure. However, any Member may request a roll call vote, which shall take place in English alphabetical order beginning with the Member which first requested the roll call vote.
3. If at least two Members so request, voting shall take place by secret ballot, unless the majority of Members present or represented oppose such procedure. The Chair shall appoint two scrutineers to count the votes. All invalid ballot papers shall be reported to the Supervisory Authority.
4. 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.
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.
6. Where a matter arises in the interval between sessions and if the Chair, in agreement with the Secretariat, considers that a decision needs to be taken and that it should not be postponed to the next session, the Chair shall conduct a vote by written procedure in accordance with the following rules:
 - a. Members shall be informed in writing of the subject of and reason for such a vote;
 - b. independent issues shall be voted upon separately, but if appropriate, during the same procedure;
 - c. Members shall be invited to send the Secretariat their votes in writing (yes/no/abstention) within a specific deadline (date and time) giving them at least ten weeks;
 - d. the Secretariat shall acknowledge receipt of each vote;
 - e. all replies received within the deadline shall be recorded;

- f. the quorum shall be identical to that required for a session of the Supervisory Authority. If the number of replies received before expiry of the deadline does not reach a quorum, the proposal shall be deemed to be rejected. However, it may be submitted again at the next session of the Supervisory Authority; and
 - g. Members shall be notified of the result of the voting procedure.
7. With regard to approval of the Registrar's draft budget and of the invoice relating to remuneration for providing secretariat functions, the Chair may submit proposals for decision to the Members between sessions under a tacit approval procedure, in accordance with the following rules:
- a. Members shall be informed in writing of the subject matter of the proposal and a reference to the relevant decision of the Supervisory Authority authorising use of the tacit approval procedure;
 - b. only one subject matter may be submitted under the same tacit approval procedure;
 - c. Members shall be informed of the period for submitting objections, which shall be at least two weeks;
 - d. the Secretariat shall acknowledge receipt of each objection;
 - e. upon expiry of the objection period, the Secretariat shall notify all Members of the outcome of the tacit approval procedure, including a summary of any objections received. A proposal shall be approved if less than one third of the Members have submitted objections to it. Where a proposal is rejected, it may nonetheless be re-submitted for consideration at a subsequent session of the Supervisory Authority.

Article 17

Confidential information

1. Members and the Secretariat will receive information in connection with the work or activities of the Supervisory Authority. Members and the Secretariat shall keep confidential and within the Supervisory Authority all non-public information they receive in connection with the work or activities of the Supervisory Authority, including information contained in any document (including contracts, papers or reports) and any information forming the content of any discussions.
2. Information received in connection with the Supervisory Authority may only be used in relation to or in connection with the activities of the Supervisory Authority and shall not be disclosed to any third party outside the Supervisory Authority unless required by law or with the prior written consent of the Chair.
3. The Supervisory Authority, or between sessions, the Chair, in consultation with the Secretariat, may decide that specific documents (including contracts, papers or reports) shall not be shared with observers, or with certain observers, and may also decide that such observers shall not participate at a session or part of a

session. Observers invited to sessions of the Supervisory Authority and/or with whom documents are shared shall be bound by the same obligations of confidentiality contained in this Article as Members and the Secretariat.

4. The obligations contained in this Article shall apply for as long as a Member or an observer is involved in the work or activities of the Supervisory Authority and for a period of ten years thereafter.

Article 18 Decisions

1. The Secretariat shall prepare the draft decisions adopted by the Supervisory Authority shortly after the session.
2. The draft decisions shall be sent for consultation to the representatives of Members who participated in the session. Proposals for corrections shall be sent to the Secretariat not more than one week after the day the draft decisions are sent. The Chair shall approve the definitive version of the decisions.
3. Subject to Article 17, decisions adopted by the Supervisory Authority shall be sent to all participants and Members.

Article 19 Minutes

1. The Secretariat shall prepare the provisional minutes of sessions of the Supervisory Authority, summarising the proceedings.
2. Participants may request that a statement they have made during a session 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 session.
3. Subject to Article 17, the Secretariat shall send participants the provisional minutes no later than eight weeks after the session.
4. Within four weeks of the day the provisional minutes are sent, participants shall inform the Secretariat in writing of any corrections they wish to make to the text of their interventions.
5. Subject to Article 17, the Secretariat shall inform the participants of all corrections made. If, within one week, participants raise no objections to the corrections made and notified, the Secretariat shall adopt the definitive version of the minutes. Otherwise, the adoption of the definitive version of the minutes shall be placed on the agenda of the next session.
6. Subject to Article 17, once adopted, the definitive version of the minutes shall be sent to every participant.

Article 20

Official and working language

The proceedings shall be conducted in English, the official and working language of the Supervisory Authority. Participants who wish to use another language for their interventions at a session of the Supervisory Authority shall, at their own expense, provide interpretation into English.

Article 21 Amending the Statutes and the Rules

1. The Statutes and the Rules may be amended by a two-thirds qualified majority, provided this question is on the provisional agenda of the Supervisory Authority.
2. The Supervisory Authority shall decide the date of entry into force of amendments to the Statutes and the Rules.

Article 22 Entry into force

These amended and restated Rules shall enter into force on 15 April 2026.