



## Draft General Regulations of the International Organization for Marine Aids to Navigation (IALA) JCG Comments

Text of General Regulations by article	Reference	Comments
<b>Article 1</b> <b>Application</b> <p>1.1 These General Regulations together with the Financial Regulations annexed hereto, <u>as ANNEX B</u>, are <del>adopted</del><u>determined</u> in accordance with Article 6. 7 of the Convention on the International Organization for Marine Aids to Navigation (IALA) and <del>shall</del><u>should</u> apply to the operations of IALA.</p> <p>1.2 The General Regulations are subject to the provisions of the IALA Convention. Where there is a conflict between the Convention and the General Regulations or any other IALA basic documents covering the governance of the Organization, the Convention <del>shall</del><u>should</u> prevail. Where there is a conflict between the General Regulations and any of the other IALA basic documents, the General Regulations <del>shall</del><u>should</u> prevail; any conflict between any of the other IALA basic documents should be brought to the attention of the Council.</p>		<p>Establishes a hierarchy between the basic documents as follows:</p> <ol style="list-style-type: none"> <li>1. Convention</li> <li>2. General Regulations (including RoPs)</li> <li>3. Other basic documents</li> </ol>
<b>Article 2</b> <b>Membership of IALA</b> <b>2.1 Membership Categories</b> <p>The Organization <del>shall</del><u>should</u> be comprised of Contracting Parties and Associate and Affiliate members as stipulated below:</p> <p>Associate membership <del>shall</del><u>should</u> be open for:</p> <ol style="list-style-type: none"> <li>i. a territory or groups of territories for which a Contracting Party has responsibility in accordance with Article 4.3 of the IALA Convention; and</li> <li>ii. former National Members of the International Association of Marine Aids to Navigation and Lighthouse Authorities whose country is not party to the IALA Convention, in accordance with Article 18.1 and 18.6 of the IALA Convention.</li> </ol> <p>Affiliate membership <del>shall</del><u>should</u> be open for:</p>	<p>Convention art. 4.2</p> <p>Convention art. 4.3</p> <p>Convention art. 18.1 and 18.6</p>	<p>Text of numbers i. taken from current IALA Constitution article 5. Makes clear that Industrial members are a sub category of affiliate membership.</p>

**Commenté [JU1]:** There are 2 annexes in this document so need to show which one.

**Commenté [JU2]:** Article 6.7 (b) is "Determine the General Regulations".

**Commenté [JU3]:** If GR is not legally binding document, it is better to avoid the use of some words such as "shall" "adopt" "agree" in order to avoid a confusion that GR is legally binding document. It is need to confirm the status of GR.

**Commenté [JU4]:** This section mentioned a hierarchy of IALA document so it is better to move the section to the Convention. It is also necessary to define the other basic documents because the basic documents of IGOs vary.



<ul style="list-style-type: none"> <li>i. manufacturers and distributors of marine aids to navigation equipment for sale, or organisations providing marine aids to navigation services or technical advice under contract. These affiliates will be known as Industrial members;</li> <li>ii. any other service, organisation or scientific agency that is concerned with aids to navigation or related matters; and</li> <li>iii. former Industrial and Associate members of the International Association of Marine Aids to Navigation and Lighthouse Authorities, in accordance with Article 18.2 of the IALA Convention.</li> </ul>	Convention art. 18.2	Honorary membership not continued, in keeping with legal advice from dr. Rosalie Balkin.	
<p><b>2.2 Contact point for Contracting Parties</b></p> <p>Contracting Parties <del>shall</del><u>should</u> designate a contact point, preferably the national authority legally responsible for the regulation, provision, maintenance or operation of marine aids to navigation.</p>	Convention art. 6.2 and 7.5		<p><b>Commenté [JU5]:</b> IGO should make a contact through the diplomatic channel so is this section necessary?</p>
<p><b>2.3 Application for membership</b></p> <p>(a) Application for Associate and Affiliate membership must be made in writing to the Secretariat and should be accompanied by the following documentation:</p> <ul style="list-style-type: none"> <li>i. the IALA Membership Application form; and</li> <li>ii. additional information about the activity of the applicant to determine the appropriate membership category if requested by the Secretariat.</li> </ul> <p>(b) The Secretariat will submit all applications for membership to the Council for acceptance.</p> <p>(c) Accepted applications will take effect as of 1<sup>st</sup> January if the application is accepted between 1<sup>st</sup> January and 30<sup>th</sup> June and as of 1<sup>st</sup> July if the application is accepted between 1<sup>st</sup> July and 31<sup>st</sup> December.</p> <p><u>(d)</u> The Council may require or a Contracting Party may request that aspects of an application for Affiliate membership be reviewed by the Contracting Party (or Parties) where the applicant carries out its activities or has its principal place of business or registered office. If supported by the Contracting Party (or Parties), who requested the review, the Council <del>shall</del><u>should</u> decide accordingly.</p>	Convention art. 4.2	<p>2.3 does not apply to Contracting Parties, as such membership follows automatically from a country's ratification, acceptance, approval or accession to the IALA Convention.</p> <p>Membership transfer in accordance with Convention art. 18 nos 1 and 2 is covered by the Convention.</p>	<p><b>Mis en forme :</b> Exposant</p> <p><b>Mis en forme :</b> Exposant</p> <p><b>Mis en forme :</b> Exposant</p> <p><b>Mis en forme :</b> Exposant</p> <p><b>Mis en forme :</b> Exposant</p> <p><b>Mis en forme :</b> Exposant</p> <p><b>Commenté [JU6]:</b> Consider if an applicant carries out the business in A country but has the principle place in B country and A country and B country have different view. We propose the following sentence to the last sentence.          "Taking the view(s) expressed by the Contracting Party (or Parties) into consideration, the Council should decide accordingly."</p>



## 2.4 Membership Rights and Benefits

- (a) Membership rights and benefits are listed in Annex A.
- (b) In addition to those rights and benefits, Industrial members are represented by the Industrial Members Committee, in accordance with its constitution and bye-laws as approved by the General Assembly of Industrial Members.

## 2.5 Contributions and Fees

- (a) Contracting Parties ~~and members shall~~ should pay contributions ~~and fees~~ to IALA on an annual basis in the amount determined by ~~the Council~~ /General Assembly on recommendation from the Finance and Audit Committee. Contracting Party contribution ~~shall~~ should be the same for each Contracting Party.
- (b) Member should pay fees to IALA on an annual basis in the amount determined by the Council on recommendation from the Finance and Audit Committee. Member fees may be determined as different amounts for each membership category but ~~shall~~ should be the same for each member within each membership category.
- (c) Contributions and fees are levied in accordance with the IALA Financial Regulations.
- (d) Overdue contributions or fees will be subject to a rate of interest which will be determined by the ~~Council annually~~ General Assembly and recorded in the IALA Financial Regulations.
- (e) Any Contracting Party which fails to discharge its contributions to IALA within one year from the date on which it is due, should have no vote in IALA General Assembly, IALA Council, IALA Committee meetings, IALA workshops/Seminars and IALA Conferences unless IALA General Assembly, at its discretion, waives this Article.
- (f) Associate and Affiliate members who fail to pay fees by the due date may also be subject to suspension of membership rights and benefits in accordance with Article 2.6.

## 2.6 Suspension and Reinstatement of Associate and Affiliate membership

Convention art. 4.4, 4.5 and 7.6 (e) as regards Contracting Parties

Convention art. 4.6

Convention art. 4.7

Convention art. 4.2 and 4.6

Equal sharing means the same amount for each membership category.

Conf. comment from CoS2 to draft convention as presented to Council 61 that contributions should be according to the principle of equal sharing.

**Commenté [JU7]:** It seems better to separate fees from contribution.

**Commenté [JU8]:** Although the draft Convention Art. 7.6(e) describes that the rate is determined by Council, it is better that the amount should be decided by GR. Since the amount directly effect to the all CPs and thus needs the transparency.

**Mis en forme :** Surlignage

**Mis en forme :** Surlignage

**Commenté [JU9]:** There is nothing mentioned in FR, ANNEX B, regarding levy. Draft FR at the LAP intersessional meeting in January had levy for industrial members for IMC fund. Is this section aimed to levy for industrial members or other members and CPs?

**Commenté [JU10]:** Although Convention mentioned that the interest rate is determined by Council, FR is determined by GR (Convention Art. 6.7(d)). The interest rate should be clearly recorded in FR and does not need to be changed annually. Furthermore, the interest rate is important matter for all members. JCG believes that the rate should be determined by GA and we will review the draft Convention again.

**Mis en forme :** Surlignage

**Commenté [JU11]:** In order to balance the duties of CPs with other members, JCG proposes this clause referencing from IMO Convention Art. 61.

**Mis en forme :** Surlignage



(a) The Secretary-General may recommend that the Council suspend, and the Council may suspend, an Associate or Affiliate membership for non-payment of fees according to the escalation procedure established in the IALA Financial Regulations.

(b) The Secretary-General may recommend that the Council suspend, and the Council may suspend, an Associate or Affiliate membership for any justifiable cause in the best interest of IALA.

(c) The Secretary-General may reinstate an Associate or Affiliate membership suspended under Article 2.6 (a) when the member has paid advised arrears of fees. The Secretary-General must advise the Council of such action at the next Council meeting.

(d) The Council may reinstate an Associate or Affiliate membership suspended under 2.6(b) when the member has met the requirements of the Council.

Convention art. 4.2

## **2.7 Termination of Associate and Affiliate membership**

Associate or Affiliate membership may be terminated:

(a) by the member by notice in writing to the Secretariat at any time noting that no refund of ~~contributions~~fees already made will be given. Such termination will take effect:

- i. on the date specified in the notice of termination; or;
- ii. if no date is specified, 30 days after the notice is received by the Secretariat;

(b) by the Council where a suspended member has not paid fees within 6 months of suspension for that non-payment:

- i. the Secretary-General will notify the Council of any such qualifying event at its next meeting; and
- ii. such termination will take effect from the date of the meeting at which the Council terminates the membership; or

(c) by the Council, for any justifiable cause in the best interest of IALA.



In the case of a decision by the Council the Secretary-General must notify the member of the reason for termination and the date of effect of termination within 30 days of the termination taking effect.

### Article 3

#### The General Assembly

##### 3.1 Convening the General Assembly

(a) The General Assembly ~~shall~~should generally be convened every four years by order of the Council in accordance with the Council's Rules of Procedure.

Convention art. 6.3

(b) The General Assembly ~~shall~~should, where possible, be convened during the same period and at the same location as an IALA conference, but in any case must be held no earlier than June of the General Assembly year.

(c) For reasons of necessity, the Council may determine an alternate time, in which case the General Assembly will be convened at a location determined by the Council.

(d) It ~~shall~~should be a condition ~~of agreeing to for~~ convening the General Assembly at a location other than the IALA Headquarters that the Contracting Party in whose territory it is proposed to hold the General Assembly gives assurances that, at the time of the offer, no Contracting Party or member of IALA will be prevented from entering the host country.

Convention art. 6.4

(e) The Council may, after a notice of ninety days, convene an extraordinary session of the General Assembly at which time and place as it determines.

Convention art. 6.4

(f) The Secretary-General ~~shall~~should, after a notice of ninety days, convene an extraordinary session of the General Assembly within 120 days of receipt by the Secretary-General of requests to do so from one third of the Contracting Parties, the time schedule and place of which session will be determined by the Secretary-General.

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##### 3.2 Attendance



(a) Contracting Parties and members of IALA are entitled to attend the General Assembly and are responsible for their own travelling and accommodation expenses should they chose to attend.

IHO General  
Regulations art. 6

(b) The Secretary-General is authorised to invite, on behalf of the Council and subject to consent of the Contracting Parties, observers from:

- i. governments that are not parties to the Convention if proposed by a Contracting Party or the Council;
- ii. international organizations whose activities are connected with those of IALA; or
- iii. national organizations of Contracting Parties which have had or are likely to have occasion to collaborate with IALA.

Convention art. 6.2

Leave out rules on signature of credentials since the states being contracting Parties may have different procedures.

(c) Each Contracting Party ~~shall~~should communicate in writing, in accordance with its own practice, to the Secretary-General the names of the persons composing its delegation to the General Assembly, indicating which of these is to be regarded as its designated representative executing voting rights. This communication will be regarded as appropriate credentials for the participation of the named individuals in all activities of the General Assembly.

(d) Each member ~~shall~~should communicate in writing to the Secretary-General the names of the persons attending the General Assembly.

### 3.3 Organisation

(a) The General Assembly is to be prepared and organised by the Secretary-General using the resources of the Secretariat and those other resources as ~~agreed~~decided in writing with the Host Nation.

Convention art. 6.6

(b) The business of the General Assembly ~~shall~~should be conducted in the English, French and Spanish languages.

Convention art. 1.3

(c) Six months before the opening of the General Assembly the Secretariat ~~shall~~should invite Contracting Parties to submit proposals that they wish to discuss at the General Assembly. These will be received by the Secretariat for the following two months.

Mis en forme : Surlignage



(d) Four months before the opening of the General Assembly submitted proposals together with those prepared by the Council ~~shall~~should be circulated to all Contracting Parties and members, who ~~shall~~should be invited to forward their comments to the Secretariat within two months. After this date no proposals ~~shall~~should be accepted unless:

- i. there are exceptional circumstances, in which case the proposal should be approved by the General Assembly for inclusion; or,
- ii. the proposal amends or provides an alternative to a proposal already submitted, in which case it may be received until one month before the General Assembly.

(e) All final papers, including the provisional agenda but excluding any amending or alternative proposals, ~~shall~~should be circulated to Contracting Parties and members at least two months before the opening of the General Assembly.

Convention art. 6.7

(f) The provisional agenda for an ordinary session of General Assembly ~~shall~~should be prepared by the Secretariat for approval by the Council and ~~shall~~should normally include:

- i. Approval of the Agenda;
- ii. Report of the President/Secretary-General;
- iii. Finance Report;
- iv. Outline budget for the next four year period;
- v. Approval of amendments to the General Regulations and the rules of procedures of the General Assembly, Council, Committees and other subsidiary bodies of the Organization;
- vi. Approval of the Strategic Vision;
- vii. Adoption of Standards;
- viii. Consideration of reports and proposals received from Contracting Parties and members;
- ix. Election of the Council; and
- x. Any other business.

Convention art. 6.4

(g) The provisional agenda for an extraordinary session of General Assembly called by the Council ~~shall~~should be prepared by the Secretariat for approval by the Council



and ~~shall~~should include consideration of the question(s) for which the session was convened.

(h) The provisional agenda for an extraordinary session of General Assembly called by the Contracting Parties ~~shall~~should be prepared by the Secretariat for approval by the Secretary General and ~~shall~~should include consideration of the question(s) for which the session was convened.

### 3.4 Rules of Procedure

The following Rules of Procedure ~~shall~~should apply to the conduct of the business of the General Assembly:

#### 3.4.1 The Role of the Chair

(a) The President, or in his/her absence, the Vice President, ~~shall~~should be the Chair of the General Assembly.

(b) The Chair will open and close the meeting, direct discussions, ensure the observance of the procedures in the IALA Convention and these General Regulations, accord the right to speak, put questions to the vote and announce decisions.

(c) The Chair will have control over the proceedings and may rule on points of order and ~~shall~~should have the power to propose adjournment or closure of debates or adjournment or suspension of the meeting.

#### 3.4.2 Conduct of meetings

(a) No person may address the General Assembly without having previously obtained the permission of the Chair. Subject to rules a), b), g) and i) below, the Chair ~~shall~~should call upon speakers in the order in which they signify their desire to speak. The Chair may call a speaker to order if the remarks of such speaker are not relevant to the subject under discussion.

(b) The Chair of a committee or his or her representative, or the delegate of a subsidiary body may be accorded precedence for the purpose of explaining the conclusion arrived at by that committee or subsidiary body.

Convention art. 6.6

New letter (h) is to reflect that calling of GA by one third of the Contracting States is an action independent from the Council.



(c) During the discussion of any matter, a delegate may rise to a point of order and the point of order ~~shall~~should immediately be decided by the Chair ~~in accordance with the Rules of Procedure~~. A delegate may appeal against the ruling of the Chair. The appeal ~~shall~~should immediately be put to the vote and the Chair's ruling ~~shall~~should stand unless overruled by the majority of the designated representatives present and voting. A delegate rising to a point of order may not speak on the substance of the matter under discussion.

(d) The General Assembly may, on the proposal of the Chair, limit the time to be allowed to each speaker on any particular subject under discussion. When the debate is limited and a delegate has spoken for the allotted time, the Chair ~~shall~~should call such delegate to order without delay.

(e) During the course of a debate, the Chair may announce the list of speakers and, with the consent of the General Assembly, declare the list closed. The Chair may, however, accord the right of reply to any delegate if a speech delivered after the closure of the list makes this desirable.

(f) During the discussion of any matter, a delegate may move the adjournment of the debate on the question under discussion. In addition to the proposer of the motion, two delegates may speak in favour of, and two against, the motion, after which the motion ~~shall~~should immediately be put to the vote. The Chair may limit the time to be allowed to speakers under this rule.

(g) A delegate may, at any time, move the closure of the debate on the question under discussion, whether or not any other representative has signified his wish to speak. Permission to speak on the closure of the debate ~~shall~~should be accorded only to two speakers opposing the closure, after which the motion ~~shall~~should be immediately put to the vote. If the General Assembly is in favour of the closure, the Chair ~~shall~~should declare the closure of the debate. The Chair may limit the time to be allowed to speakers under this rule.

(h) During the discussion of any matter, a delegate may move the suspension or the adjournment of the meeting. Such motions ~~shall~~should not be debated, but ~~shall~~should be immediately put to the vote. The Chair may limit the time to be allowed to the speaker moving the suspension or adjournment.

Designated in accordance with article 3.2(c) and IALA Convention article 5.3(b).

**Commenté [JU12]:** This text itself is the Rules of Procedure so it seems no need to mention the words.



(i) Subject to rule f) above, the following motions ~~shall~~should have precedence in the following order over all the other proposals or motions before the meeting:

- i. to suspend the meeting;
- ii. to adjourn the meeting;
- iii. to adjourn the debate on the question under discussion; and
- iv. for the closure of the debate on the question under discussion.

(j) Subject to rule f) above, any motion calling for a decision on the competence of the General Assembly to discuss any matter or to adopt a proposal or an amendment submitted to it ~~shall~~should be put to the vote before the matter is discussed or a vote is taken on the proposal or amendment in question.

(k) A motion may be withdrawn by its proposer at any time before voting on it has commenced, provided that the motion has not been amended or that an amendment to it is not under discussion. A motion which has thus been withdrawn may be reintroduced by any delegate.

(l) When a proposal has been adopted or rejected it may not be reconsidered unless the General Assembly, by a two-thirds majority of the designated representatives present and voting, so decides. Permission to speak on a motion to reconsider ~~shall~~should be accorded only to the mover and one other supporter and to two speakers opposing the motion, after which it ~~shall~~should be put immediately to the vote.

### 3.4.3 Voting during meetings

(a) The General Assembly will normally vote by show of hands overseen by scrutineers. However, any Contracting Party may request a roll-call vote, which ~~shall~~should be taken in English alphabetical order of the name of Contracting Parties present, commencing with the Contracting Party whose name is drawn by lot by the Chair. The vote of each Contracting Party in any roll-call ~~shall~~should be noted in the meeting record.

(b) A representative of one Contracting Party ~~shall~~should not vote on behalf of another Contracting Party.



### 3.4.4 Decision making and reporting

(a) Where the General Assembly is requested to make a decision, that request ~~shall~~should be put to the meeting in the form of a General Assembly Resolution. Each Resolution should include an implementation date, if relevant, and for convenience, the Chair may aggregate Resolutions for approval and reporting purposes.

(b) The Secretariat ~~shall~~should arrange for the substance of all discussions of the General Assembly to be recorded in a general summary of the work of the meeting. These minutes ~~shall~~should be distributed to all Contracting Parties and members ~~s~~s ~~delegations~~, which may submit their proposed corrections in writing to the Chair. Any disagreement on the proposed corrections ~~shall~~should be decided by the Chair after consultation with the members concerned.

(c) The minutes will be adopted by the General Assembly in session, or if necessary, by correspondence.

(d) Contracting Parties and members who made statements during debate may request that such statement be attached to the minutes.

(e) The minutes, together with all relevant documents, ~~shall~~should be made available to the Contracting Parties and members within two weeks after their approval by the General Assembly.

(f) Audio recordings of General Assembly sessions may be made and ~~shall~~should be retained by the Secretariat for record purposes.

Convention art. 7.3

### 3.5 Election of the Council

The election of Councillors ~~shall~~should be conducted as follows:

(a) The Secretary-General will invite Contracting Parties to declare their candidacy for the Council, according to Article 7 of the Convention six months before the opening of the General Assembly. Nominations will be received by the Secretariat for the following four months. Nominations should include:

- i. the name of the Contracting Party being nominated;

Commenté [JU13]: Editorial mistake?



- ii. a statement, in the form approved by the Council and provided by the Secretariat, outlining the credentials of the Contracting Party for a position on the Council; and
- iii. a statement, in the form approved by the Council and provided by the Secretariat, outlining the credentials of the person to represent the Contracting Party.

(b) Councillors should, as far as possible, be drawn from different parts of the world with a view to achieving as widespread a representation as possible.

(c) The Contracting Party having the non-elected councillor in accordance with Article 7 of the IALA Convention cannot be nominated for election.

(d) Two months before the opening of the General Assembly all nominations ~~shall~~should be collated and circulated to all Contracting Parties by the Secretariat. After this date no nominations ~~shall~~should be accepted unless there are exceptional circumstances, in which case the nomination should be approved by the General Assembly for inclusion in the election.

(e) A vote to elect Councillors from amongst those nominated will be conducted by secret ballot.

(f) The Secretariat ~~shall~~should produce a ballot form for nominees for the Council and each designated representative ~~shall~~should have one vote for each vacant seat on the Council.

(g) The Chair ~~shall~~should appoint two scrutineers from amongst the Contracting Parties who have not been nominated for the Council, who ~~shall~~should proceed to scrutinise the votes cast and the counting of votes by the Secretariat.

(h) If two or more candidates obtain the same number for the last seat or seats to be filled, there ~~shall~~should be a further ballot from among these candidates only. Should the votes again be divided equally, the Chair ~~shall~~should draw by ballot the name of the candidate to be eliminated in the subsequent ballot.

(i) When voting and counting are completed the Chair ~~shall~~should confirm the election and invite the newly elected Council to take up their duties.

Convention art. 5.3

Text on geographic distribution taken from current IALA Constitution art. 8.1 was not considered appropriate in draft IALA Convention and CoS2 advised to consider it for GR. For discussion.

CoS2 advised to mention in the GR that the non-elected Councillor cannot also be an elected Councillor.

**Commenté [JU14]:** We need to carefully consider how to achieve this clause.

**Commenté [JU15]:** When the president stands to the election, is the president still the chair of the election or the SG takes over the chair?



(j) The term of the Council is from confirmation of its election until the election of a new Council at the following ordinary General Assembly.

(k) Should a Contracting Party elected to the Council advise at some time during the term of that the Council, being more than two years from the next General Assembly, that they are unable to continue to serve on the Council, the Secretary-General may conduct a by-election to fill the vacancy. The Secretary-General ~~shall~~should invite nominations from all eligible Contracting Parties, conduct the vote electronically and rules g) - j) above will apply. The term of office of any Contracting Party so elected will be the same as that of the Contracting Party being replaced.

(l) Contracting Parties are to advise the Secretary-General in cases where the person representing the Contracting Party at the Council changes.

#### **Article 4**

##### **The Council**

##### **4.1 Functions of the Council**

(a) The Council, in fulfilling its obligation to administer IALA will carry out the functions assigned to it by Article 7.6 of the IALA Convention.

(b) In the period between General Assemblies, should no appropriate provision be made in the IALA Convention or these General Regulations, the Council ~~shall~~should make any administrative or technical decision which may be necessary, unless such decision falls exclusively within the jurisdiction of the General Assembly under the Convention. Any such decision must be referred to the next General Assembly for confirmation.

(c) The Council ~~shall~~should be guided by the overall policy and IALA Strategic Vision as decided by the General Assembly.

(d) If the Council considers that any question or issue should be referred to Contracting Parties, it ~~shall~~should direct the Secretary-General to send a circular to each Contracting Party requesting them to notify the Secretariat of their opinion on the matter. The Council ~~shall~~should then decide the matter.



#### 4.2 Convening the Council

(a) The Council will be convened, ordinarily twice a year by notice in writing by any of the following:

- i. the President or the Vice President;
- ii. the Secretary-General; or
- iii. at the request of two Councillors.

(b) The date of the meeting of the Council in ordinary meeting will be determined by decision of the Council at its previous meeting. The location will be the IALA Headquarters unless alternate arrangements are decided agreed, or if the meeting is to be held electronically.

(c) The date of an extraordinary meeting of the Council will be not less than ten calendar days from the date of notification, and the location will be the IALA Headquarters unless decided agreed by the Secretary-General and President, or if the meeting is to be held electronically.

(d) The quorum for a Council meeting is two thirds of Councillors, at least one of which must be the President or Vice President, who will chair the meeting, and one member of the Finance and Audit Committee.

(e) Any Contracting Party may be present at Council meetings as an observer.

(f) Council may also determine that a representative of any Committee or other body established by it or of another organization may be present at a Council meeting.

Convention art. 1.3

Consider if all members can be present at a Council meeting.

#### 4.3 Organisation of Council meetings

(a) Council meetings are to be prepared and organised by the Secretary-General using the resources of the Secretariat.

(b) The business of the Council shall should be conducted in the working language of the Organization, English, including all input and output documents.

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Commenté [JU16]: Clarify the status.



(c) Two months before a scheduled Council meeting the Secretariat ~~shall~~should invite Councillors, Contracting Parties and members to submit papers addressing matters that they wish to discuss at the Council. These will be received by the Secretariat for the next two weeks.

(d) Six weeks before the opening of the Council submitted papers together with those prepared by the Secretariat ~~shall~~should be made available to all Councillors, Contracting Parties and members who have requested them, and they ~~shall~~should be invited to forward their comments to the Secretariat within two weeks.

(e) Four weeks before the Council the Secretariat ~~shall~~should make all papers and the provisional agenda for the meeting available to Councillors, Contracting Parties and members.

(f) The provisional agenda for an ordinary meeting of the Council ~~shall~~should normally include:

- i. Approval of the Agenda;
- ii. Report of the President/Secretary-General;
- iii. Report of the Finance and Audit Committee;
- iv. Committee Reports;
- v. Any other business; and
- vi. Date and time of next meeting.

(g) The provisional agenda for an extraordinary meeting of the Council ~~shall~~should normally include consideration of the question(s) for which the meeting was convened.

#### **4.4 Rules of Procedure for Council meetings**

The following Rules of Procedure ~~shall~~should apply to the conduct of the business of the Council:

##### **4.4.1 The Role of the Chair**

(a) The President, or in his/her absence, the Vice President, ~~shall~~should be the Chair of the Council.



(b) The Chair will open and close the meeting, direct discussions, ensure the observance of the procedures in the IALA Convention and the General Regulations, accord the right to speak, put questions to the vote and announce decisions.

(c) The Chair will have control over the proceedings and may rule on points of order and ~~shall~~should have the power to propose adjournment or closure of debates or adjournment or suspension of the meeting.

#### **4.4.2 Conduct of meetings**

(a) No person may address the Council without having obtained the permission of the Chair. Subject to rules b), e), f) and g) below, the Chair ~~shall~~should call upon speakers in the order in which they signify their desire to speak. The Chair may call a speaker to order if the remarks of such speaker are not relevant to the subject under discussion.

(b) During the discussion of any matter, a Councillor may rise to a point of order and the point of order ~~shall~~should immediately be decided by the Chair ~~in accordance with the Rules of Procedure~~. A Councillor may appeal against the ruling of the Chair. The appeal ~~shall~~should immediately be put to the vote and the Chair's ruling ~~shall~~should stand unless overruled by the majority of the Council present and voting. A Councillor rising to a point of order may not speak on the substance of the matter under discussion.

(c) The Council may, on the proposal of the Chair, limit the time to be allowed to each speaker on any particular subject under discussion. When the debate is limited and a Councillor has spoken for the allotted time, the Chair ~~shall~~should call the Councillor to order without delay.

(d) During the course of a debate, the Chair may announce the list of speakers and, with the consent of the Council, declare the list closed. The Chair may, however, accord the right of reply to any Councillor if a speech delivered after the closure of the list makes this desirable.

(e) During the discussion of any matter, a Councillor may move the adjournment of the debate on the question under discussion. In addition to the proposer of the motion, two Councillors may speak in favour of, and two against, the motion, after



which the motion ~~shall~~should immediately be put to the vote. The Chair may limit the time to be allowed to speakers under this rule.

(f) A Councillor may, at any time, move the closure of the debate on the question under discussion, whether or not any other Councillor has signified his wish to speak. Permission to speak on the closure of the debate ~~shall~~should be accorded only to two speakers opposing the closure, after which the motion ~~shall~~should be immediately put to the vote. If the Council is in favour of the closure, the Chair ~~shall~~should declare the closure of the debate. The Chair may limit the time to be allowed to speakers under this rule.

(g) During the discussion of any matter, a Councillor may move the suspension or the adjournment of the meeting. Such motions ~~shall~~should not be debated, but ~~shall~~should be immediately put to the vote. The Chair may limit the time to be allowed to the speaker moving the suspension or adjournment.

(h) Subject to rule e) above, the following motions ~~shall~~should have precedence in the following order over all the other proposals or motions before the meeting:

- i. to suspend the meeting;
- ii. to adjourn the meeting;
- iii. to adjourn the debate on the question under discussion; and
- iv. for the closure of the debate on the question under discussion.

(i) Subject to rule e) above, any motion calling for a decision on the competence of the Council to discuss any matter or to adopt a proposal submitted to it ~~shall~~should be put to the vote before the matter is discussed or a vote is taken on the proposal in question.

(j) A motion may be withdrawn by its proposer at any time before voting on it has commenced, provided that the motion has not been amended or that an amendment to it is not under discussion. A motion which has thus been withdrawn may be reintroduced by any Councillor.

(k) When a proposal has been adopted or rejected it may not be reconsidered unless the Council, by a two-thirds majority of the Councillors present and voting, so decides. Permission to speak on a motion to reconsider ~~shall~~should be accorded only



to the mover and one other supporter and to two speakers opposing the motion, after which it ~~shall~~should be put immediately to the vote.

#### 4.4.3 Voting

(a) In ordinary meetings the Council ~~shall~~should vote by show of hands and otherwise in accordance with Article 5.3 of the IALA Convention.

(b) The Chair may decide to call an out of session postal or electronic vote by the Council. Postal or electronic votes will be determined by simple majority of votes cast, with nil returns being counted as votes in favour of the proposal, unless otherwise notified when the vote is called.

#### 4.4.4 Decision making and reporting

(a) Where the Council is requested to make a decision, that request may be put to the meeting in the form of a proposed Council Resolution. Each Resolution should include an action date, if relevant, and for convenience, the Chair may aggregate Resolutions for approval and reporting purposes.

(b) The Secretary-General ~~shall~~should arrange for the substance of all discussions of the Council to be recorded in a general summary of the work of the meeting. The minutes ~~shall~~should be distributed to all Councillors present at the meeting, who may submit their proposed corrections in writing to the Chair. Any disagreement on the proposed corrections ~~shall~~should be decided by the Chair after consultation with the Councillor(s) concerned.

(c) The minutes will be approved by the Council in meeting, or, if necessary, by correspondence. The ~~agreed~~approved minutes, including the text of all Resolutions, will be made available to Councillors, Contracting Parties and members.

(d) Documents relevant to the implementation of decisions ~~shall~~should be distributed to Councillors, Contracting Parties and members as relevant.

#### 4.5 Election of the President and Vice President of IALA

Convention art.  
5.3(b)

Convention art.  
7.6(a)

Mis en forme : Surlignage



- (a) The Council ~~shall~~should, upon its election or as necessary, from among its Councillors elect the President and Vice President of IALA.
- (b) The election will be by secret ballot, which ~~shall~~should be conducted by the Secretary- General.
- (c) All Councillors will be eligible for election upon indication of their willingness to ~~stand for election~~nominate a candidate.
- (d) There ~~shall~~should be two ballots, the first to elect the President and the second to elect the Vice President.
- (e) Each Councillor is entitled to cast one vote in each ballot.
- (f) Election will be majority of votes cast, the counting of which will be done by the Secretary-General in view of the Council.
- (g) If no candidate obtains a majority in the first ballot, a second ballot shall be taken confined normally to the two candidates obtaining the largest number of votes. If in the second ballot the votes are equally divided, the Secretary-General shall decide between the candidates by drawing lots.
- (h) The President and the Vice President ~~shall~~should hold office for one term between General Assemblies unless resigning earlier. They ~~shall~~should not be eligible for immediate re-election and ~~shall~~should not hold office for more than two terms.
- (i) The President and Vice President hold these positions on a personal basis. Should either cease to be the designated representative of their Contracting Party, the position will fall vacant from date of them so ceasing.
- (j) Should the position of President become vacant the Vice President will assume this role and the position of Vice President will become vacant instead. In this event, the Secretary-General ~~shall~~should call for nominations to fill the vacant position and will conduct a ballot, either in session or electronically, in accordance with the provisions above.

Convention art. 5.3

Mis en forme : Surlignage

Commenté [F17]: After review of the NGO Basic Documents

Commenté [JU18]: We would like to confirm if the sentence mean that the president and vice-president can not stand for two consecutive terms but can stand the election 4 years after and the total number of the term is limited to twice.

**Article 5****Finance and Audit Committee**Convention art. 5.4  
and art. 8



### 5.1 Function of the Finance and Audit Committee

(a) The Council ~~shall~~should, upon election or as necessary, establish a Finance and Audit Committee to provide advice to the Council.

(b) The finances of IALA ~~shall~~should be managed by the Council, the Finance and Audit Committee and the Secretary-General in accordance with the financial arrangements as determined by the General Assembly and the IALA Financial Regulations.

(c) The Finance and Audit Committee ~~shall~~should assist the Council in the supervision of the financial administration of IALA.

Convention art. 6.7  
(d)

### 5.2 Election

(a) The Council ~~shall~~should, from among its Councillors elect at least three and no more than five Councillors to sit on the Finance and Audit Committee. The Council will then elect one of these Councillors, on a personal basis, to act as Treasurer and Committee Chair.

(b) The election will be by secret ballot, which ~~shall~~should be conducted by the Secretary-General.

(c) All Councillors will be eligible for election upon indication of their willingness to stand for election.

(d) There ~~shall~~should be two ballots, the first to elect the Committee members and the second to elect the Treasurer.

(e) Each Councillor is entitled to cast one vote in each ballot.

(f) Election will be simple majority of votes cast, the counting of which will be done by the Secretary-General in view of the Council.

(g) If the votes are equally divided for one or more of the positions as Committee member, a second ballot shall be taken confined to the number of positions not filled as a result of the first ballot. If in the second ballot the votes are equally divided, the Chairman shall decide between the candidates by drawing lots.

**Commenté [JU19]:** Does this include President and Vice-President?

**Commenté [JU20]:** Is it more simple to elect FAC members by top 5 candidates who get the vote?

**Commenté [F21]:** From review of NGO Basic Documents.



(h) Should the number of candidates nominated be the same as the number of positions to be filled, those candidates will be appointed to the Committee without ballot.

(i) The Committee and the Treasurer ~~shall~~should hold office for the term of the Council unless replaced earlier by decision of the Council or through resignation.

(j) Should the Treasurer or a member of the Finance and Audit Committee resign and the remaining committee then have less than three members the Secretary- General ~~shall~~should call for nominations to fill the vacant position and will conduct a ballot, either in session or electronically, in accordance with the provisions above.

(k) If the Treasurer cannot attend a meeting of the Finance and Audit Committee the Treasurer ~~shall~~should arrange for another member of the Committee to chair the meeting.

### 5.3 Convening the Finance and Audit Committee

(a) The Finance and Audit Committee will be convened, ordinarily twice a year by notice in writing by any of the following:

- i. the President or Vice President;
- ii. the Treasurer;
- iii. the Secretary-General; or
- iv. at the request of two Councillors.

(b) The date and location of the meeting of the Finance and Audit Committee in ordinary meeting will be determined by decision of the Treasurer, however such meetings will generally run at the same location and prior to Council meetings.

(c) The date of an extraordinary meeting of the Finance and Audit Committee will be not less than seven days from the date of notification, and the location will be the IALA Headquarters unless alternate arrangements are decided upon by the Treasurer, the Secretary-General and the President, or if the meeting is to be held electronically.

Convention art. 1.3

**Commenté [JU22]:** Are such Councillors allowed to attend the FAC meeting?

**Mis en forme :** Surlignage



(d) In the event that the Finance and Audit Committee cannot meet in regular or extraordinary meeting and approvals are required, the Committee may convene out of session by electronic means.

(e) Meetings of the Finance and Audit Committee will be conducted in the working language of the Organization, English, including all input and output documents.

## Article 6

### Committees and Other Bodies

#### 6.1 Establishment and functions of committees and other bodies

(a) The General Assembly or the Council may establish the committees and other bodies it deems necessary to support the endeavours of IALA. The Council will approve Terms of Reference for the committee or other body, and all activity of the committee or other body ~~shall~~should be conducted within those Terms of Reference.

(b) Committees or other bodies may:

- i. study matters relevant to the aims of IALA, with the objective of preparing Standards, Recommendations, Guidelines and Manuals, and submissions to other organizations in accordance with the Work Programme approved by the Council; or
- ii. address other objectives as established by the General Assembly or the Council.

(c) Contracting Parties and members are eligible to participate in the committees established by the General Assembly or the Council.

(d) The Council will determine participation in other bodies as part of the development of the Terms of Reference for those bodies, copies of which are annexed hereto.

(e) Meetings of the committees and other bodies will be conducted in the working language of the Organization - English, including all input and output documents.

#### 6.2 Appointment of Chair and Vice Chair

(a) Each Committee will have a chair and vice chair appointed by the Council.

Convention art 5.4  
and art. 8

Convention art. 6.7  
(i) and art. 8

Convention art. 1.3

**Commenté [JU23]:** Where the annexes?



(b) Nominations for these positions may be made by Contracting Parties or the Secretary-General. When a vacancy arises, the Secretariat will inform Contracting Parties of the vacancy and seek nominations in an open and timely manner, including providing advice to Contracting Parties of the process for selection of the successful candidate. The Secretariat will inform Council of all nominations and the Council will determine the successful candidate.

(c) Chairs and ~~Vice Ce~~ chairs of working groups ~~shall~~should normally be provided by Contracting Parties ~~and appointed by the Chair of the Committee~~. However, where appropriate they may be drawn from members or sister organizations.

### 6.3 Rules of Procedure

#### 6.3.1 Meetings

(a) Committee meetings ~~shall~~should normally be held twice a year at the IALA Headquarters. Exceptionally they may be held elsewhere, with the approval of the Secretary-General.

(b) The duration of a Committee meeting ~~shall~~should normally be five days, with the daily schedule being decided by the Committee chair.

(c) The Secretariat will inform all Contracting Parties and members of the date of each Committee meeting by email. Notices will be sent three months in advance and again one month in advance. Dates will also be available on the IALA website.

(d) Every Contracting Party and member may send one or more representatives to participate in a Committee meeting.

(e) Contracting Parties and members intending to send participants to a meeting should advise the Secretariat of the participants' details.

(f) When it would be beneficial to the work of a Committee, individuals from academic, scientific, research or other relevant organizations may be invited by the Secretary-General to attend a meeting for a specific purpose.

(g) Participants are responsible for arranging their own accommodation and transport during a Committee meeting, but the Secretariat will advise of accommodation options and of special rates if available.

(h) Committee members should ensure that they:

WMO Basic  
Documents  
Regulation 18

WMO GR Regulation  
21

**Commenté [F24]:** From review of NGO Basic Documents.



- i. act honestly and in good faith, with a view to upholding the best interests and purpose of IALA;
- ii. advise the Committee of a perceived, potential, or actual conflict of interest and withdraw from discussion of that particular item, if appropriate;
- iii. do not conduct any commercial activity within IALA HQ; and
- iv. keep IALA products free from unresolved or unreasonable intellectual property rights issues and claims.

### 6.3.2 Work of the Committees

(a) Each Committee should work to a work programme, approved by the Council, in a timely and effective manner. The following factors should be taken into account when the work programme is developed:

- i. the Strategic Vision;
- ii. the number of meetings available to the Committee during the four-year work period, which is the time between regular sessions of the General Assembly; and
- iii. the order in which work should be undertaken.

(b) A Committee work programme may be changed when the goals, strategies, or priorities of the Strategic Vision change.

(c) The work of a Committee may be facilitated by the use of working groups. The creation of a working group, and the appointment of the working group chair and vice-chair are at the discretion of the Committee chair in accordance with 6.2(c).

(d) A working group will be an integral part of its parent Committee and will meet during the same week as the Committee.

(e) An inter-sessional meeting of a working group (that is a working group meeting held between two meetings of the parent Committee) may be used to enable faster progress of a specific work item.

(f) An inter-sessional meeting of a working group requires the approval of the Secretary-General. The meeting should be held at the IALA Headquarters unless an alternative location is approved by the Secretary-General.

(g) With the approval of the Committee, the chair may appoint rapporteurs to regularly provide advice to the Committee on specific matters that have an impact on

**Commenté [JU25]:** Is it better to the following sentence?  
 “Each Committee should develop a work program and submit to the Council for the approval, in a timely and effective manner.”



or influence the work of the Committee and the provision of aids to navigation services.

### 6.3.3 Decisions [or voting]

(a) Where ~~approval agreement~~ by a Committee on a specific matter is needed then ~~agreement by~~ consensus is preferred.

(b) If a vote is required, then in all cases, a decision at a meeting will be by a simple majority of the Contracting Parties represented at the time of the vote. Only one vote per Contracting Party is permitted. The chair has a casting vote if needed and will announce the decision. ~~If consensus cannot be reached then the chair should refer the matter for further consideration, to the Committee or to the Council as appropriate.~~

### 6.3.4 Agenda and documents

(a) Agenda items will depend upon the specific topics to be addressed during the particular meeting to which the agenda refers. The topics to be addressed will be determined by the chair, assisted by the vice chair and the secretary to the Committee, taking into account the Strategic Vision, the Committee structure, and the work programme of the Committee.

(b) Input documents for a Committee meeting should be sent to the Secretariat not later than two weeks before the meeting and will be published on the relevant section of the IALA web site. Documents should conform to the standard template, input documents.

(c) Documents for consideration at a meeting will be numbered by the Secretariat in a way that indicates the meeting number, the agenda item to which they refer and the description.

(d) Any Contracting Party or member may submit a document addressing any item on the work programme of a Committee.

(e) Working documents are documents to be carried over to a subsequent meeting.

(f) Output documents are documents completed by the Committee. They include draft standards, recommendations, guidelines, and other documents for submission to the Council for approval.

Mis en forme : Surlignage

Mis en forme : Surlignage

Commenté [JU26]: Is this sentence needed?



Mis en forme : Surlignage

(g) The report of a Committee meeting should be ~~approved~~agreed by the Committee, endorsed by the chair, and made available for members on the website by the Secretariat without delay.

(h) Input documents and reports should follow the respective template formats.

(i) Draft standards, recommendations, guidelines, and similar created by a Committee should follow a quality assurance process to ensure that both content and presentation reflect expected standard. This process has the following steps:

- i. The chair and vice-chair of the Committee ~~shall~~should be actively involved throughout the development process. The IALA Secretariat (secretary to the Committee) ~~shall~~should be involved throughout the development process for format and editorial review.
- ii. Once completed by a Committee, an output document ~~shall~~should proceed through a quality assurance check via the Secretariat including final formatting, and ~~shall~~should then be sent to Council for review and approval.
- iii. Before approval by Council or the General Assembly in the case of standards, an output document must be watermarked "Draft" on each page.
- iv. After approval by Council or the General Assembly as appropriate, the document ~~shall~~should be placed on the IALA Website with public access.
- v. Contracting Parties and members ~~shall~~should be notified of newly approved documents.

## Article 7

### The Secretary-General and the Secretariat

#### 7.1 Appointment of the Secretary-General

Convention art. 9

**Commenté [JU27]:** This section needs very careful consideration since we are not sure if the selection is the best way to appoint SG and thus should be decided by the future Diplomatic process.



(a) In accordance with the IALA Convention Article 7.6 (h) the Council will appoint a Secretary-General to act as legal representative and Chief Executive of IALA for a term of four years and may reappoint the Secretary-General for one additional term not exceeding four years.

(b) The Council, upon advice of a forthcoming vacancy in the position of Secretary-General, will empower a panel of Councillors to act as Selection Panel to fill that vacancy.

(c) The Selection Panel ~~shall~~should consist of the President, the Vice President, the Treasurer and two other Councillors, which ~~shall~~should be assisted by a suitably qualified member of the staff of the Secretariat appointed by the incumbent Secretary-General.

(d) The Selection Panel will:

- i. review the existing position description and salary by comparison with like positions in other organizations;
- ii. prepare an updated position description, vacancy notice, selection criteria, candidate assessment matrix and interview process;
- iii. consult with the Finance and Audit Committee to establish a remuneration and benefits package for the position;
- iv. publish the vacancy notice on the IALA website and in other media as appropriate;
- v. determine and implement interview arrangements;
- vi. individually evaluate applications against the selection criteria using the candidate assessment matrix;
- vii. collectively identify candidates for interview based on completion of a combined candidate assessment matrix;
- viii. conduct interviews;
- ix. collectively assess and rank each candidate against the selection criteria based on application and interview performance;
- x. undertake consultation with referees for short-listed candidates;

Convention art. 9.1

(a)



- xi. enter without prejudice negotiations with the preferred candidate, inter alia in relation to the position description, employment conditions and remuneration and benefits package; and
- xii. document its conduct of the above process, including a comparative assessment of short-listed candidates, and report to the Council, nominating a preferred candidate.

(e) The Council will consider the report and nomination of the Selection Panel, meeting in extraordinary session if required, and unless there is evidence of lack of good faith or dereliction of duty on the part of the Selection Panel, confirm the nomination.

(f) The President will then take all necessary steps to finalise the appointment.

(g) Upon the commencement of duty by the new Secretary-General the President and the Treasurer ~~shall~~should meet with the Secretary-General to discuss expectations, performance requirements, powers and responsibilities and to commence an induction into the operation of the organs of IALA and management of the Secretariat.

(h) The Secretary-General ~~shall~~should be subject to the Staff Rules and the Secretariat Procedures to the extent that this is appropriate.

## 7.2 Appointment and management of staff

The Secretary-General ~~shall~~should:

(a) determine the requirement for, and functional organisation of, the staff of the Secretariat;

(b) prepare Staff Rules for approval by the Council;

(c) select and engage the staff of the Secretariat in accordance with the Staff Rules; and

(d) manage the performance of the staff of the Secretariat in accordance with the Staff Rules.

## 7.3 Function of the Secretariat

Convention art. 9.2

Consider appointment rules for Deputy Secretary-General [CoS to consider]

**Commenté [JU28]:** We propose that the executive position such as Deputy Secretary-General, Dean of WWA should be approved by the Council.



In the performance of their duties the staff of the Secretariat ~~shall~~should not seek or accept instructions from any authority external to the Organization. They ~~shall~~should refrain from any action which might adversely reflect on their position as international officers.

The Secretariat, under the direction of the Secretary-General, and in accordance with the Secretariat Procedures, ~~shall~~should:

(a) handle all day-to-day administration of IALA, including the flow of information between the Secretariat and Contracting Parties and members;

(b) organise and support meetings of the General Assembly and the Council;

(c) prepare Terms of Reference for Committees and other bodies for approval by the Council;

(d) organise and support Committee and other body meetings in accordance with the Work Programme approved by the Council, by (as required):

- i. hosting the meetings;
- ii. providing secretarial and technical support;
- iii. preparing and submitting related documents to the Council; and
- iv. circulating meeting documents;

(e) establish Rules of Procedure for participation in conferences and symposia for approval by the Council;

(f) organise conferences, symposia, seminars, workshops and other events;

(g) manage IALA finances under the direction of the Council and in accordance with the Financial Regulations;

(h) prepare the annual budget and accounts for submission to the Finance and Audit Committee;

(i) produce the Annual Report;

Convention art. 9.1  
(b)

Convention art. 9.3

Convention art. 1.3

**Commenté [JU29]:** We propose to apply the same kind of sentence to the President and Vice-President.



(j) receive, print, file and/or circulate/publish documents, and in so doing, ensure that all IALA standards, recommendations, guidelines and manuals upon their publication are made available in all the official languages of the Organization;

(k) establish, maintain and have custody of documents in the IALA archive; and

(l) generally perform all other work that may be required to support IALA's endeavours.

#### 7.4 Secretariat Procedures

(a) The conduct of business of the Secretariat ~~shall~~should be governed by Secretariat Procedures established by the Secretary-General, which ~~shall~~should be reviewed and kept updated to ensure efficient operations are maintained.

(b) The Secretariat Procedures ~~shall~~should be made available to all IALA staff.

(c) The staff are required to implement the Secretariat Procedures applicable to them and to work with the Secretary-General to ensure that the Secretariat Procedures reflect safe, clear, open and sustainable working practice.

#### 7.5 IALA World-Wide Academy

The IALA World Wide Academy ("the Academy"), the vehicle by which IALA delivers training and capacity building, ~~shall~~should be an integral part of the IALA Secretariat.

(a) The Academy ~~shall~~should be administered by the Secretary-General as advised by a Dean supported by an Advisory Board ("the Board").

(b) The role of the Board ~~shall~~should be:

- i. to maintain a global view of maritime aids to navigation training and capacity building needs; and
- ii. to recommend and oversee the strategy and delivery of the Academy's key deliverables of training and capacity building and annual programme.

(c) The Board ~~shall~~should consist of:

- i. a Chair nominated by the Council among the Board Members;

Convention art. 3.1  
(e)

In IALA IGO WWA will be established by the GR as adopted by GA. New GR will then replace Council decision adopted the 11<sup>th</sup> of December 2015 as basis for WWA.



- ii. ~~the Secretary-General~~ the Dean of the Academy  
 i. ~~(Chairman);~~  
 ii. ~~the Secretary-General~~ the Dean of the Academy;  
 iii. ~~iv.~~ iii. up to six (6) members appointed by the IALA Council for a period of 4 years and who may be re-appointed.
- (d) The Board ~~shall~~should meet twice a year, at least one month before the next Council meeting.
- (e) The Dean ~~shall~~should be a member of the IALA staff.

## Article 8

### Conferences and Symposia

#### 8.1 Definition

- (a) IALA Conference is a meeting that has, as its principle objective, the exchange of and information relative to all types of marine aids to navigation.
- (b) IALA Symposium is a meeting to consider and discuss a set of contributions on specific subjects relating to marine aids to navigation.

#### 8.2 Attendance

- (a) Conferences ~~shall~~should be open to:
- all IALA Contracting Parties and members;
  - other international organizations and associations, Aids to Navigation Authorities, VTS Authorities and official bodies as approved by the Council; and,
  - international organizations and associations designated by the Council.

IALA Guideline for the Preparation of a Conference or Sympisium

IALA Guideline for the Preparation of a Conference or Sympisium

This revision is made in reference to the definition in the Guideline, with an emphasis on the technical nature of the Conference.

Please note, there is no clear definition on how often a Conference or Symposium should be organized, except in Article 3.1(b). Considering the technical nature of the Conference, is it better to separate General Assembly and the Conference?



(b) Symposia ~~shall~~should be open to international organizations, companies or individuals working in the field or having an interest associated with the subject addressed by the Symposium, upon registration.

### 8.3 Exhibitions

(a) At Conferences

An exhibition of aids to navigation equipment will be organised during each Conference period. Only those Industrial members who have paid the equivalent of the contributions for the two years immediately after the year of the Conference, plus the year of the Conference, will have the right to exhibit.

(b) At Symposia

An exhibition of aids to navigation equipment will be organised during each Symposium. The exhibition will be open to any entity operating in the aids to navigation field, upon registration.

### 8.4 Preparations for Conferences and Symposia

(a) The Secretariat ~~shall~~should develop, for approval by the Council, guidelines for preparations for Conferences and Symposia. The guidelines ~~shall~~should assist the Secretariat and the host in the planning and preparation for convening, and conduct of, Conferences and Symposia.

(b) The guidelines ~~shall~~should be made available to Contracting Parties and members considering hosting a Conference or Symposium.

Requested by IMC

Consider whether a reference to the Guidelines should be incorporated herein. Because the Guideline used in IALA as NGO may not be transplanted directly to IALA as IGO, if not clearly stipulated anywhere, like in the Convention or the General Regulations. Or suppose the new IALA will establish a set of new working procedures and guild lines on the basis of the old ones.

## Article 9

### Amendments to the General Regulations

9.1 These General Regulations may be amended by the General Assembly.

9.2 The Council and any Contracting Party to the IALA Convention may propose an amendment to these General Regulations, in accordance with Article 3.



<b>9.3</b> Decisions of the General Assembly relating to matters covered by these General Regulations <del>shall</del> <u>should</u> be incorporated therein.		
<b>Article 10</b> <b>10. Termination</b>  In the event of the termination of the Organization the Council <del>shall</del> <u>should</u> make the necessary arrangements for the winding up of the Organization, including <ul style="list-style-type: none"><li>i. determining the assets of the Organization and returning any property not belonging to the Organization;</li><li>ii. determining and settling any claims against the Organization and any sums owed by the Organization including costs associated with the winding up of the Organization;</li><li>iii. dividing the balance of the accounts amongst the Contracting Parties [and members] in accordance with the Financial Regulations.</li></ul>		

## ANNEX A Membership Rights

RIGHTS	CONTRACTING PARTIES	ASSOCIATE MEMBERS	AFFILIATE MEMBERS
Vote at IALA General Assembly	Yes	No	No
Attend IALA General Assembly	Yes	Yes	Yes
Be elected on the IALA Council	Yes	No	No
Participate in IALA Committee meetings	Yes	Yes	Yes
Participate in IALA Workshops/Seminars	Yes	Yes	Yes
Participate in IALA Conferences	Yes	Yes	Yes
Take part in industrial exhibitions	No	No	Yes <sup>1</sup>
Sponsor IALA social events	Yes	Yes	Yes
Publish calls for tenders on IALA Website	Yes	No	No
Receive one free copy of the IALA Bulletin	Yes	Yes	Yes
Advertise in the IALA Bulletin	No	No	Yes
Submit editorial articles to IALA Bulletin	Yes	Yes	Yes
Sponsor developing countries' participation in IALA events	Yes	Yes	Yes
Access restricted area of the IALA Website	Yes	Yes	Yes

**Commenté [JU30]:** Considering the aim of the organization, it seems to be not appropriate since it looks a commercial activity.

<sup>1</sup> Participation in the industrial exhibition is subject to the Industrial member having been a member for 2 years before the year of the Conference or having paid an amount of money equivalent to the membership fees for those 2 years plus the year of the Conference (IALA Constitution Article 10)

ANNEX B      Financial Regulations of the International Organization for Marine Aids to Navigation (IALA)

Text of Financial Regulations by article	Reference	Comments
<b>Article 1</b> <b>Application</b>  These Financial Regulations <del>shall</del> <u>should</u> govern the financial administration of the International Organization of Marine Aids to Navigation (IALA).		
<b>Article 2</b> <b>Financial Governance</b> <b>2.1</b> The General Assembly, upon advice of the Council:  (a) <del>shall</del> <u>should</u> determine and review the financial arrangements and endorse the Finance Report. The Finance Report <del>shall</del> <u>should</u> cover the preceding four year period in respect of:  i. balance sheet; ii. income statement; iii. IALA cash reserve; and iv. outstanding contributions and fees and interest due; and  (b) <del>shall</del> <u>should</u> approve the outline budget for the next four year period. <b>2.2</b> The Council, upon advice of the Finance and Audit Committee (“FAC”) and the external Auditor, <del>shall</del> <u>should</u> :  (a) approve the budget for the current year and review the forecast for the following three years;  (b) approve the balance sheet;  (c) close the annual accounts;  (d) determine rates of contributions and fees in accordance with the General Regulations Article 2.5; and	GR art. 3.3 (f) iii.	

(e) decide on suspension and termination of Associate and Affiliate membership for non-payment of fees.			
<p><b>2.3</b> The FAC <del>shall</del>should:</p> <ul style="list-style-type: none"> <li>i. <del>examine-review</del> the audited Financial Statements for the previous year <del>and advise the Council on the approval of the annual accounts;</del></li> <li>ii. review the draft annual budget for the coming year for <del>approval</del> <u>consideration</u> by the Council;</li> <li>iii. approve a four year budget on an annual basis for noting by the Council;</li> <li>iv. provide advice to the Council and to the Secretary-General on any audit observations or findings related to IALA's finances;</li> <li>v. recommend the rates of contributions and fees for the next-year <del>for approval by the Council;</del></li> <li>vi. recommend potential termination of membership, in respect of contributions and fees in arrears, <del>for approval by the Council;</del> and</li> <li>vii. consider any other matters referred to it by the Council.</li> </ul>			<p><b>Commenté [F31]:</b> Almost the same content as Article 7.3.</p>
<p><b>2.4</b> The Treasurer:</p> <ul style="list-style-type: none"> <li>(a) <del>shall</del>should examine the accounts and submit them to the FAC; and</li> <li>(b) may authorize expenses not provided for in the budget, within <del>approved</del>agreed limits.</li> </ul>			<p><b>Mis en forme :</b> Surlignage</p>
<p><b>2.5</b>The IALA Secretariat, in accordance with the Secretariat Procedures, <del>shall</del>should:</p> <ul style="list-style-type: none"> <li>(a) maintain the accounts;</li> <li>(b) prepare the finance report and the financial statements;</li> <li>(c) control the financial records, including records of income and expenditure;</li> <li>(d) manage the audit; and</li> </ul>		<p>Finance Report added.</p>	

<p>(e) advise the Secretary-General on financial matters.</p> <p><b>2.6</b> An external auditor <del>shall</del><u>should</u><del>must</del> be engaged to check the financial management and a chartered accountant <del>shall</del><u>should</u> be engaged to assist the Secretariat with management accounting.</p> <p><b>2.7</b> The operating currency <del>shall</del><u>should</u> be the Euro.</p>		
<p><b>Article 3</b></p> <p><b>The Financial Period</b></p> <p><b>3.1</b> The financial year <del>shall</del><u>should</u> run from 1 January to 31 December.</p> <p><b>3.2</b> The budget <del>shall</del><u>should</u> be drawn up on a four-year basis. Budget estimates for each year <del>shall</del><u>should</u> be shown separately.</p>		
<p><b>Article 4</b></p> <p><b>Budget</b></p> <p><b>4.1</b> The Secretary-General <del>shall</del><u>should</u> operate within the limits of the annual budget. However the Secretary-General may adjust allocations within the approved budget, especially in the case of major unplanned expenditure or substantial change in the number of members.</p> <p><b>4.2</b> Any transfers of allocations between different categories of expenditure specified in the budget <del>shall</del><u>should</u> be reported, with the necessary justification, to the FAC.</p> <p><b>4.3</b> No further commitment to expenditure against the approved budget may be incurred after the close of the financial period. Outstanding obligations against the approved budget must be met within three months of the close of the financial year.</p>		GA approve Financial Report with 4 year budget.
<p><b>Article 5</b></p> <p><b>Income &amp; Expenditure</b></p>		

<p>5.1 Details of income and expenditure <del>shall</del><u>should</u> be shown separately in the financial records of the Organization.</p> <p>IALA <del>shall</del><u>should</u> primarily be funded from contributions and fees.</p> <p>5.2 The expenses <del>shall</del><u>should</u> be comprised of budget headings, as follows:</p> <p>(a) Personnel costs;</p> <p>(b) Operating costs; and</p> <p>(c) Capital costs.</p> <p>Each heading may be further subdivided, as necessary.</p> <p>5.3 Full and accurate records of all income and expenditure, including supporting documentation for expenditure, <del>shall</del><u>should</u> be kept. These records <del>shall</del><u>should</u> conform to standard accounting practices. The Secretariat <del>shall</del><u>should</u> maintain an archive of financial records for production to the Secretary-General, the FAC or an auditor.</p> <p>5.4 No payment greater than permitted by the law of the Host Nation <del>shall</del><u>should</u> be accepted in cash.</p>		
<p><b>Article 6</b></p> <p><b>Procurement</b></p> <p>6.1 All funds <del>shall</del><u>should</u> be under the operational control of the Secretary-General.</p> <p>6.2 The Secretary-General may designate, in writing, members of the Secretariat as line managers for the purpose of these Financial Regulations.</p>		
<p><b>Article 7</b></p> <p><b>Financial Statements</b></p> <p>7.1 The financial statements <del>shall</del><u>should</u> be the budget, the income and expenditure accounts and the balance sheet.</p>		

7.2 The financial statements of IALA ~~shall~~should cover the Secretariat including the Academy. They ~~shall~~should be presented in a consolidated form and separately.

7.3 The Treasurer ~~shall~~should submit the financial statements to the FAC, not later than two weeks prior to a FAC meeting:

- (a) ~~At the first session of the~~The FAC ~~shall~~for the financial year, the FAC should:
- i. examine the audited Financial Statements for the previous year and advise the Council on the approval of the annual accounts;
  - ii. review the draft annual budget for the coming year for approval by the Council;
  - iii. approve a four year budget on an annual basis for noting by the Council;
  - iv. provide advice to the Council and to the Secretary - General on any audit observations or findings related to IALA' s finances;
  - v. recommend the rates of contributions and fees for the next year for approval by the Council;
  - vi. recommend potential termination of membership, in respect of contributions and fees in arrears, for approval by the Council; and
  - vii. consider any other matters referred to it by the Council.
  - ~~i. examine the report of the external Auditor for the past year (including notes, financial statements and cash reserve);~~
  - ~~ii. examine the budget for the current year;~~
  - ~~iii. examine the cash flow statement for the current year; and~~
  - ~~iv. recommend the rate of contributions and fees for the following year.~~

**Commenté [F32]:** This is how it was agreed for the NGO Basic documents, but it seems to be a double of Article 2.3.

<p><del>(b) At the second session of the FAC for the financial year, the FAC shallshould:</del></p> <ul style="list-style-type: none"> <li><del>i. examine any amendments made to the budget for the current year;</del></li> <li><del>ii. examine the cash flow statement for the current year;</del></li> <li><del>iii. review the list of annual contributions and fees in arrears; and</del></li> <li><del>iv. review the budget for the coming year and approve the rolling budget for the next three years.</del></li> </ul>		
<p><b>Article 8</b></p> <p><b>Cash Reserve</b></p> <p>To ensure the financial stability of IALA and to avoid any financial difficulties, IALA <del>shallshould</del> maintain a cash reserve. The value of the cash reserve should be no less than four month of the annual budget but may be greater according to IALA's financial requirements as <del>approvedagreed</del> by the Secretary-General and the FAC.</p>		
<p><b>Article 9</b></p> <p><b>Annual Contributions and Fees</b></p> <p><b>9.1</b> Annual contributions and fees represent the main source of income for the functioning of IALA.</p> <p><b>9.2</b> The FAC <del>shallshould</del> take the following matters into account when recommending the rates of contribution and fees:</p> <ul style="list-style-type: none"> <li>(a) the requirement that the revenue and the expenditure in the budget <del>shallshould</del> be balanced;</li> <li>(b) the percentage of invoices for contributions and fees likely to be settled on time;</li> <li>(c) the global economic situation;</li> <li>(d) the rate of inflation in the Host Nation; and</li> </ul>		<p>Will probably be a discussion if that should be GA.</p>

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(e) the planned or anticipated exceptional expenditure.

**9.3** The Secretariat, in accordance with the Secretariat Procedures, after the Council has approved the rate and no later than 31<sup>st</sup> October each year, ~~shall~~should send an invoice for annual contributions or fees for the following year to each Contracting Party and member.

**9.4** For new Contracting Parties and members the following rates of contribution or fee ~~shall~~should apply:

(a) A Contracting Party ~~shall~~should be required to pay a full annual contribution regardless of the date on which the Convention enters into force for that Contracting Party.

(b) Associate and Affiliate members ~~shall~~should pay:

- i. a full annual fee for applications approved by the Council between 1<sup>st</sup> January and 30<sup>th</sup> June; or
- ii. half the annual fee for applications approved by the Council between 1<sup>st</sup> July and 31<sup>st</sup> December.

**9.5** In the event of the resignation of a member the fee ~~shall~~should not be due if a letter of resignation is received before 31<sup>st</sup> March of the current year.

## **Article 10**

### **Unpaid Contributions and Fees**

**10.1** In the case of unpaid contributions or fees the Secretariat, in accordance with the relevant Secretariat Procedure, ~~shall~~should apply the following arrangements:

(a) For Contracting Parties:

- i. charge a 3% per annum interest rate on contributions remaining unpaid on 31<sup>st</sup> July of the financial year;
- ii. in the event of paragraph i. request payment by 1<sup>st</sup> October of the financial year;

**Commenté [JU33]:** IHO: 1% per month. Any other example?

<p>If no payment is received by 1st November the Secretary-General <del>shall</del><u>should</u> contact the Contracting Party, requesting payment and inviting the Contracting Party to discuss any difficulties that would justify IALA considering a payment plan; and</p> <p>iii. if the contribution remains unpaid and <u>consensus</u><del>an agreement</del> has not been reached with the Contracting Party regarding payment suspend membership rights and benefits with effect from twenty-four months after the due date for payment, in accordance with the Convention.</p> <p>(b) For Associate and Affiliate members, IALA <del>shall</del><u>should</u>:</p> <ul style="list-style-type: none"> <li>i. charge a 3% per annum interest rate on fees remaining unpaid on 1st May of the financial year;</li> <li>ii. on approval by the Council, suspend membership rights in accordance with the table at Annex A of the General Regulations if no payment is received by 1<sup>st</sup> July of the financial year;</li> <li>iii. advise the Council, at its second annual session, of unpaid fees; and</li> <li>iv. on approval by the Council, after notification, terminate membership if fees remain unpaid after membership rights have been suspended for six months and the member has not <u>submit</u><del>agree</del> a payment schedule.</li> </ul> <p><b>10.2</b> Outstanding contributions and fees and interest due will be shown in tables annexed to the financial statements. Provision for bad debts arising from non-payment of contributions and fees <del>shall</del><u>should</u> be made in the annual balance sheet.</p>			<div>Mis en forme : Surlignage</div> <div>Mis en forme : Surlignage</div>
<p><b>Article 11</b></p> <p><b>Dedicated Funds</b></p> <p><b>11.1</b> Dedicated funds may be established by the Secretary-General for the execution of specific programmes or projects, provided that the purposes are consistent with the aim and functions of the Organization. The</p>			

	<p>purpose and limits of each dedicated fund <del>shall</del><u>should</u> be clearly reported to the Council.</p> <p><b>11.2</b> The financial resources needed to establish a dedicated fund may come from grants, donations, bequests, gifts or other sources as approved by the Secretary-General. The precise terms and conditions governing such income <del>shall</del><u>should</u> be formalized.</p> <p><b>11.3</b> Any monies remaining unused when a programme or project is terminated <del>shall</del><u>should</u> be used as stipulated, and if not so stipulated, for the general purposes of IALA unless the Secretary-General determines otherwise.</p> <p><b>11.4</b> A specific budget <del>shall</del><u>should</u> be prepared for each fund for approval of the Council and the final result for the year for each dedicated fund <del>shall</del><u>should</u> be shown separately in the financial statements.</p> <p><b>11.5</b> Any dedicated funds <del>shall</del><u>should</u> be audited in accordance with the relevant provisions in Article 12.</p>		
	<p><b>Article 12</b></p> <p><b>External Audit</b></p> <p><b>12.1</b> An external auditor <del>shall</del><u>should</u> be appointed by the FAC and carry out such work as required by applicable accounting practices.</p> <p><b>12.2</b> The appointment is for a period of six years and may be renewed.</p> <p><b>12.3</b> The external auditor may make observations with respect to the efficiency of the financial procedures, the accounting system, internal financial controls and, in general, the administration and financial management of the Organization.</p> <p><b>12.4</b> In addition to the above, the Council may request the external Auditor to perform specific investigations and issue separate reports on the results.</p>	<p>IHO FR art. 20. FaC appoints the Auditor.</p>	

**12.5** Draft final accounts will be submitted by the external auditor to the first Council meeting each year.

**12.6** The Council may close the accounts after examination of particular Contracting Party and member situations and after decision to authorize the writing-off of arrears of contributions and fees or other bad debts as required.

**12.7** The audit report ~~shall~~should be made available to Contracting Parties and members via the annual report and the website.

### **Article 13**

#### **Termination**

In the event of termination of the Organization, the balance of the accounts (credit or debit) ~~shall~~should be divided amongst the Contracting Parties and members on the day when the Convention ceases to have effect, in proportion to their last annual contribution and fee.

IHO FR art.21.