



International Coffee Organization
Organización Internacional del Café
Organização Internacional do Café
Organisation Internationale du Café

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Proposals for revisions to the Rules of the International Coffee Organization

Background

1. This document contains a number of suggested amendments to the Rules of the Organization which are normally reviewed in the context of a new International Coffee Agreement.
2. A comments section provides further information on the proposed changes and the suggested amendments are indicated as follows:
 - **Bold** indicates new wording proposed for inclusion in the Rules.
 - ~~Strikethrough~~ indicates text that could be deleted.
 - **Text in grey** indicates wording or numbering subject to consequential changes.
3. References to the Executive Board have been deleted throughout the Rules in the light of the new structure, and references to ‘Chairperson’ have been replaced by ‘Chairman’ in order to harmonize wording with the text of the International Coffee Agreement 2007. As suggested by the Finance Committee in May 2008, it is proposed that the Chapter on Finance should be deleted from this document and included in the Financial Regulations and Financial Rules of the Organization.
4. Members are invited to submit their comments in writing on the revised draft Rules to the Executive Director by **29 August 2008**, to enable contributions to be circulated well in advance of the 101st Council Session at which this document will be considered.

Action

The Council is invited to consider these suggestions.

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RULES OF THE INTERNATIONAL COFFEE ORGANIZATION

CHAPTER I — ACCREDITATION

RULE 1

Accreditation by Members countries

Credentials of the representative, alternates and advisers of Members shall be issued in writing by the competent authorities designated by the Member. ~~of a Member country shall be issued in writing by a relevant Ministry or government agency of that country or by a representative of the Diplomatic Mission of the Member concerned either in the country where the seat of the Organization is located or with responsibility for representing the Ministry in that country, or where a session takes place.~~

Comments: This Rule has been reworded in the light of changes to the status of Members in the ICA 2007 and a reference to ‘designated’ has been included following discussions in May 2008.

RULE 2

Accreditation by Member groups

Credentials of the representative, alternates and advisers of a Member group shall be issued by the organization which represents the Member group or, if there is no such organization, by the Government which represents the Member group.

Comments: Following discussions in May 2008, this Rule has been retained.

RULE 3

Composition of delegations

1. Each Member shall, as early as possible after receiving notification of a session of the Council, inform the Executive Director in writing of the names of its representative, alternates and advisers. Such information should normally be received not later than 48 hours before the opening of the session. The names of the representative, alternates and advisers of a Member group shall similarly be communicated to the Executive Director. ~~In the absence of any such notification, persons accredited to the preceding session shall be regarded as continuing in office.~~

2. Notes verbales may be accepted if they are from an authenticated source. ~~In the case of the European Commission, a note verbale may be accepted if it is accompanied by a covering letter from a person officially designated to represent the European Commission at the Organization, or the head of the European Commission office in London.~~

Comments: The last sentences of paragraphs (1) and (2) have been deleted in view of the need to receive up-to-date credentials and changes to the status of the EC, respectively. In view of the decision to keep Rule 2 (Accreditation by Member groups), the third sentence of paragraph (1) has been retained.

RULE 4

Designations to the Executive Board

~~Each Member elected to the Executive Board shall, as early as possible after the election is held, inform the Executive Director, in writing, of the name of its representative on the Executive Board and of the name of any alternates or advisers to its representative or alternates. The Executive Director shall be notified immediately of any change in the list of persons so designated.~~

Comments: This Rule is no longer necessary in view of the deletion of the Executive Board.

RULE 5

Credentials

The Chairman, with the assistance of the Secretariat, shall examine the credentials submitted by Members and report to the Council. If the Chairman so requests the Council shall appoint a Credentials Committee to assist with this task.

RULE 6

Observers

[The Council may invite **any non-member country, any of the organizations or experts in coffee matters referred to in Articles 15 and 16 of the International Coffee Agreement (ICA) 2007 to attend a particular session or sessions of the Council as observers.** ~~the United Nations, its specialized agencies, any appropriate intergovernmental organization, any Government of a State which is a member of the United Nations or of any of its specialized agencies, or any organization concerned with coffee to send observers to~~

~~Council sessions. The Council may maintain a list of observers to whom such invitations may be made on a regular basis. Any non-member country or organization referred to in Articles 15 or 16 may also request observer status at a particular session or sessions of the Council by submitting a request in writing to the Executive Director at least 14 days before the session, including confirmation of its status and the [agenda items] [topics] of interest to it. At each session, the Secretariat shall submit to the Council for decision a list of observers who have accepted the Council's invitation to attend, and requests for observer status. The Council shall establish which agenda items or sessions shall be open to each observer. The [Council] [Executive Director, in consultation with the Chairman] may also invite organizations or individuals to make presentations or contributions on a specific topic to be considered by the Council. Observers shall have no voice in the proceedings of the Council except by invitation of the Council. They may upon invitation from the Chairperson of the Executive Board or the Chairperson of a working group of the Council attend particular meetings of the Executive Board or working group.~~

[The Council may create and maintain a list of non-members and organizations referred to in Article 15 or 16, including private sector coffee associations and bodies, who will be invited to attend Council sessions as observers on a regular basis. This list will be comprised of those non-member countries and organizations that have previously attended Council sessions and the participation of whom on an ongoing basis is likely to make a meaningful contribution to Council deliberations. Any non-member country or any organization referred to in Article 15 or 16, including private sector coffee associations and bodies, may also request observer status at sessions of the Council by submitting such a request in writing to the Executive Director. At each session, the Secretariat shall submit to the Council for its approval a list of organizations that have submitted a request to attend a session as an observer. The Council may also invite organizations and individuals to attend Council sessions to make presentations or to make a contribution on a specific topic to be considered by the Council. Observers shall have no voice in the proceedings of the Council except by invitation of the Council.]

Comments: The wording of the first sentence has been harmonized with wording in paragraph (3) of Article 11 (Sessions of the Council) of the 2007 Agreement. It is proposed that the admission of observers to meetings of ICO bodies established under the ICA 2007 could be dealt with in the terms of reference of the bodies concerned. Revised wording for this Rule has been prepared, following discussions in May 2008. One Member proposed alternative wording shown above (see document WP-Council 177/08). In comments on this rule it agreed that it should reflect the language from Article 11. However, it noted that paragraph (3) of Article 11 has two elements: 'The Council may invite any non-member country or any of the organizations referred to in Articles 15 and 16...' and, in addition, 'At

each session, the Council shall decide on the admission of observers.’ In combination with Articles 15 and 16, the objective of Article 11 is two-fold: to ensure appropriate transparency for the work of the Council and to encourage the Council to seek to promote cooperation between the ICO and other relevant organizations through participation in Council sessions. In implementing procedures on observers, the Member sees value in establishing and maintaining a list of observers, as well as a process to respond to ad hoc requests. Finally, it notes that Article 16 does not specify the scope of the term “non-governmental organizations.” In order to clarify that private sector coffee associations or bodies may also be observers at Council sessions, it proposes to add a reference to them in this Rule.

NEW RULE Seating of Members

[Members shall be seated in alphabetical order of name. The European Community shall be allocated one seat for its representative and additional seats, located together, for each of its member States.] [Members shall, in general, be seated alphabetically. Members may, in advance of Council sessions, request other seating arrangements so long as these arrangements are consistent with the smooth functioning of the Council.]

Comments: Further discussion is needed on this new Rule. One Member has questioned the need for this Rule (see document WP-Council 177/08) and, if needed, proposed alternative wording shown above.

RULE 7 Seating of Member groups

Member groups shall be allocated at the table as many seats, located together, as there are participating countries within the group. If there is an organization representing the group, an additional seat shall be provided. Except as provided for in ~~paragraph (3) of Article 6~~ **5** of the Agreement, each Member group shall have only one spokesperson. ~~who may relinquish the right to speak to any alternate who will thus become spokesperson for the Member group.~~

Comments: Following discussions in May 2008, this Rule has been retained.

RULE 8

Reception of communications

1. [Each Member **and Member group** shall inform the Executive Director in the manner set forth in Rules 1 and 2 of the name, ~~and~~ address **and email address** of the designated person, resident at the seat of the Organization or at such other place as may be decided, to whom all notices and other communications should be sent except as provided for in Rule 40.] **[Each Member shall inform the Executive Director of the name, address and email of the designated person to whom all notices and other communications should be sent.]** Any notice or communication forwarded to the person so designated shall be deemed to have been delivered to the Member concerned. Each Member shall also inform the Executive Director of the name of the person to whom matters concerning statistics should be addressed, who may be the same or different from that of the designated person. The Executive Director shall be notified in writing immediately **if** there is any change in the list of **designated** persons ~~so designated~~.

2. Any notification made under this Rule to the persons designated by the Government or organization which represents a Member group shall be deemed to have been transmitted to all participants of the Member group.

Comments: In view of the increasing use of electronic communication, a reference to email has been included. In the light of the decision to retain Rules 2 and 7, a reference to ‘Member group’ has been included in paragraph 1. One Member has proposed alternative wording for the first sentence of paragraph 1 (see document WP-Council 177/08).

RULE 9

Distribution of documents

Members shall receive documents **electronically at an address designated by the competent authorities, or, where this facility is not available, by post** at their official mission in London ~~or otherwise reimburse the Organization for the postage costs incurred in mailing documents to addresses outside the United Kingdom,~~ **or at a designated address in the case of** ~~except those~~ Members who do not have an official mission in London. ~~Members may receive documents electronically (such as by email) by requesting this service from the Executive Director.~~

Comments: In view of the widespread use of electronic communication, the ICO no longer charges Members for the postage costs involved in mailing documents to them. A reference to the competent authority has been included to harmonize the wording of this Rule with new wording in Rule 1.

CHAPTER II — THE CHAIRMAN AND THE VICE-CHAIRMAN OF THE COUNCIL

RULE 10

Election

At the last regular session held in each coffee year the Council shall elect a Chairman, ~~a first, a second and a third~~ Vice-Chairman for the following coffee year. The term of office shall be for the duration of the subsequent coffee year. However, the Chairman or Acting Chairman shall remain in office until his/her successor assumes office.

Comments: This Rule has been updated to reflect the fact that there is now only a Chairman and a Vice-Chairman of the Council (Article 10: Chairman and Vice-Chairman of the Council).

RULE 11

Nominations

~~When the Chairperson and the first Vice-Chairperson are to be elected from among the representatives of importing Members, nominations shall be made by the importing Members and when the Chairperson and the first Vice-Chairperson are to be elected from among the representatives of the exporting Members, nominations shall be made by the exporting Members. A similar procedure shall be applied for the election of the second and third Vice-Chairpersons.~~

In accordance with paragraph (2) of Article 10 of the Agreement, nominations for the positions of Chairman and Vice-Chairman of the Council shall be made by the category of Member that will hold these posts in the coffee year concerned.

Comments: This Rule has been updated to reflect the fact that there is now only a Chairman and a Vice-Chairman of the Council (Article 10: Chairman and Vice-Chairman of the Council), and to include wording proposed by one Member (see document WP-Council 177/08).

RULE 12**Absence**

1. If the Chairman of the Council is absent from a meeting or any part thereof, his/her place shall be taken by ~~one of the Vice-Chairman in the order established by the Council at the time of their election.~~ A Vice-Chairman acting as Chairman shall have the same powers and duties as the Chairman.

2. In the temporary absence of both the Chairman and the ~~three~~ Vice-Chairman or the permanent absence of one or ~~more~~ **both** of them, the Council, which shall be temporarily presided over by the Executive Director, may elect new officers from among the representatives of the exporting Members or from among the representatives of the importing Members, as appropriate, on a temporary or permanent basis as may be required.

<p>Comments: This Rule has been updated to reflect the fact that there is now only a Chairman and a Vice-Chairman of the Council (Article 10: Chairman and Vice-Chairman of the Council).</p>
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CHAPTER III – SESSIONS OF THE COUNCIL

RULE 13

Convocation

1. The Executive Director, on behalf of the Chairman of the Council, shall send to each person designated under Rule 8 a written notification of the date of the session of the Council together with the draft Agenda. Such notification shall be sent at least 30 days in advance, except in cases of emergency when, at the discretion of the Chairman, a special session may be convened at least 10 days in advance.
2. Notification of a special session shall be accompanied by a statement of the reasons for calling the session, together with the draft Agenda.

RULE 14

Agenda

The draft Agenda for regular sessions of the Council shall normally be prepared by the Executive Director on behalf of the Chairman. The draft Agenda for a special session of the Council shall consist of the item or items specified in the request for the special session, to which may be added those items which, in the judgement of ~~the Executive Board~~, the Executive Director or the Chairman of the Council, could profitably be discussed during the special session. At the request of any Member, the Executive Director may include on the draft Agenda any item connected with the Agreement. The draft Agenda and any additions thereto shall be approved by the Council.

RULE 15

Quorum

The Executive Director, at each meeting of a session of the Council, shall advise the Chairman whether the quorum prescribed in paragraph (4) of Article ~~12~~ 11 of the Agreement is present and which Members are authorized to represent which other Members under the provisions of paragraph (2) of Article ~~14~~ 13 of the Agreement.

RULE 16**Powers and duties of the Chairman during meetings**

1. The Chairman, in addition to exercising the powers conferred upon him/her elsewhere in these Rules, shall:

- (a) announce whether or not a quorum to take decisions is present;
- (b) declare the opening and closing of each meeting;
- (c) direct the discussions at such meetings;
- (d) ensure observance of these Rules;
- (e) grant the right to speak;
- (f) put questions **for decision by the Council in accordance with the provisions of Article 14 of the Agreement** ~~to the vote~~; and
- (g) announce decisions.

2. The Chairman may, in the course of the discussion, propose a limit on the time to be allowed to speakers and on the number of times each representative may speak on any question, the closure of the list of speakers, or the closure of the debate. ~~He/she~~ **The Chairman** may, however, give the right of reply to any representative if a speech delivered after the list has been declared closed makes this advisable. The Chairman may also propose the suspension or the adjournment of the meeting or the adjournment of the debate on the particular subject or question under discussion.

Comments: Following the suggestion in May 2008 that wording in paragraph (f) should indicate that decisions could be taken by consensus or by vote, a reference to Article 14 has been included.

RULE 17**Other prerogatives of the Chairman**

The Chairman of the Council may attend any meeting of ~~the Executive Board and of any body established under Articles 6 and 9 of the Agreement (hereinafter referred to as an International Coffee Organization (ICO) body) committee or working group of the Council or of the Executive Board~~ and take part in their proceedings without vote.

Comments: This Rule has been updated to reflect the new ICO structure.

RULE 18

Permission to speak

1. No person may address the Council without having previously obtained the permission of the Chairman. The Chairman may call speakers to order if their remarks are not relevant to the subject under discussion.
2. The Chairmen and the Secretaries of **ICO bodies** ~~the Executive Board and of committees or working groups of the Council~~ may be given permission to speak before other representatives for the purpose of explaining the conclusions arrived at ~~by the Executive Board or~~ by such **bodies** ~~committees or working groups~~. The Executive Director may also be given permission to speak for the purpose of clarifying any matter.

Comments: This Rule has been updated to reflect the new ICO structure.

RULE 19

Adjournment of the debate

Any representative may move the adjournment of the debate on the particular subject under discussion. In addition to the proposer of the motion, two representatives may speak in favour and two against, after which the motion shall immediately be put **to the Council for decision in accordance with the provisions of Article 14 of the Agreement** ~~to the vote~~. The Chairman may limit the time to be allowed to speakers under this Rule.

Comments: Wording for this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 20

Closure of the debate

Any representative may move the closure of the debate on the particular subject under discussion. Permission to speak on the closure of the debate shall be granted only to the proposer of the closure and to two speakers opposing the closure, after which the motion shall immediately be put **to the Council for decision in accordance with the provisions of Article 14 of the Agreement** ~~to the vote~~. The Chairman may limit the time to be allowed to speakers under this Rule.

Comments: Wording for this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 21

Suspension or adjournment of a meeting

During the discussion of any matter a representative may move the suspension or the adjournment of the meeting. Such motions shall not be debated but shall be immediately put **to the Council to be for decision in accordance with the provisions of Article 14 of the Agreement** ~~the vote~~.

Comments: Wording for this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 22

Order of priority for motions of procedure

Motions for suspension or adjournment of the meeting, adjournment or closure of the debate and other motions of procedure shall take priority, in the order specified in this Rule, over any other motions or proposals.

RULE 23

Motions and amendments thereto

Motions and amendments thereto other than motions of procedure shall normally be introduced in writing and handed to the Executive Director, who shall circulate copies to delegations. As a general rule no motion shall be discussed or put **to the Council for decision in accordance with the provisions of Article 14 of the Agreement** ~~to the vote~~ at any meeting ~~of the Council~~ unless copies of it have been circulated to all delegations not later than the day preceding the meeting. The Chairman may, however, permit the discussion and consideration of motions or amendments thereto even though these motions or amendments have not been circulated or have been circulated only on the same day.

Comments: Wording for this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 24

Decisions on the competence of the Council

Any motion calling for a decision as to the competence of the Council to adopt any other motion submitted to it shall be put to **the Council for decision in accordance with the provisions of Article 14 of the Agreement** ~~the vote~~ before a ~~vote~~ **decision** is taken on the original motion.

Comments: Wording for this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 25

Withdrawal of a motion

A motion may be withdrawn by its proposer at any time before **the process of taking a decision in accordance with the provisions of Article 14 of the Agreement** ~~voting~~ on it has commenced. A motion which has been withdrawn may be reintroduced by any representative.

Comments: Wording for this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 26

Reconsideration of a decision

When a decision has been taken it may not be reconsidered unless the Council, by the same majority which was necessary for the adoption of the original decision, so decides. Permission to speak on the motion of reconsideration shall be granted only to the proposer of the motion to reconsider and to two speakers opposing the motion after which it shall be immediately put to the Council for decision.

RULE 27

Point of order

During the discussion of any matter a representative may raise a point of order which shall immediately be decided by the Chairman. A representative may appeal against any ruling of the Chairman. The appeal shall immediately be put **to the Council for decision in**

accordance with the provisions of Article 14 of the Agreement to the vote and the Chairman's ruling shall stand unless overruled by the Council. A representative rising to a point of order may not speak on the substance of the matter under discussion.

Comments: Wording for this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 28

Representation for voting

~~A Member may authorize or withdraw the authorization it has given any other Member to represent its interest and to exercise its right to vote at any meeting or meetings of the Council by giving the Executive Director a written statement to that effect issued by one of the agencies or organizations by the authorities empowered to accredit under the provisions of Rule 1 or 2 or by the representative of the Member duly accredited to the Council session concerned. The Executive Director shall notify the Council of these statements and indicate the extent of authorization or withdrawal.~~ **A Member who authorizes another Member to represent its interests and exercise its right to vote under paragraph (2) of Article 13 shall submit such notification of authorization, or withdrawal of such authorization in writing to the Executive Director, who shall notify the Council of these statements. Any such notification shall be issued by the competent authorities of the Member.** The Executive Director shall also maintain a file of all such statements which shall be open for inspection by any representative. Statements shall be deemed to be in order unless the Executive Director or any representative questions them. Any question so raised shall be submitted to ~~the Executive Board for a recommendation to the Council~~ **for decision in accordance with the provisions of Article 14 of the Agreement** concerning the action to be taken.

Comments: The first two sentences of this Rule have been revised to reflect a proposal by one Member (see document WP-Council 177/08). Wording for the last sentence of this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 29

~~Voting~~ Deciding on motions

If two or more motions relate to the same question, the Council shall, unless it decides otherwise, ~~vote~~ **decide** on the motions in the order in which they have been submitted. ~~The Council may after voting on a motion decide whether to vote on the next motion.~~

RULE 30

Amendment to a motion

A motion is considered to be an amendment to an original motion if it adds to, deletes from, or changes part of, that motion. When an amendment to a motion is moved, the amendment shall be voted on first. When two or more amendments to a motion are moved, the Council shall vote first on the amendment furthest removed in substance from the original motion and then on the amendment next furthest removed therefrom and so on, until all the amendments have been voted on. However, when the adoption of one amendment necessarily implies the rejection of another amendment, the latter amendment shall not be put to **the Council for decision in accordance with the provisions of Article 14 of the Agreement** ~~the vote~~.

Comments: Wording for this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 31

~~Voting~~ Deciding on parts of a motion or of an amendment thereto

Parts of a motion or of an amendment thereto may be **decided** ~~voted~~ on separately at the request of a Member. However, if an objection is made to the request for division, the objection shall be voted on. Permission to speak on the objection shall be granted only to two speakers in favour, including the proposer of the original motion, and two speakers against. If the objection is not supported ~~by a two-thirds distributed majority~~, the original motion or amendment thereto shall then be **decided** ~~voted~~ on separately. Those parts of the original motion or the amendment thereto which may be subsequently approved shall then be put to **the Council** ~~to the vote for decision in accordance with the provisions of Article 14 of the Agreement~~ as a whole. If all the operative parts of an original motion or an amendment thereto have been rejected, the original motion or amendment thereto shall be considered to have been rejected as a whole.

Comments: Wording for this paragraph has been harmonized with paragraph (f) of Rule 16.

RULE 32**Voting**

Voting shall normally be by roll-call from the list of exporting and importing Members in the English alphabetical order, beginning with the name of a Member selected at random by the Chairman. The result of each vote, including affirmative and negative votes and abstentions, shall be announced. However, for the purpose of recording how many votes have been cast only affirmative and negative votes shall be counted.

RULE 33**Conduct during voting**

After the Chairman has announced the beginning of the vote, no representative shall interrupt the vote except on a point of order in connection with the actual conduct of voting. The Chairman may permit representatives to explain their votes. The Chairman may limit the time to be allowed for such explanations.

RULE 34**Redistribution of votes**

1. Whenever a redistribution of votes is required under the provisions of paragraph ~~(6)-(7)~~ of Article ~~13~~ **12** of the Agreement, the Executive Director shall prepare a document showing the redistribution of votes for Members of the Council, ~~and consequently for Members of the Executive Board~~, which shall be presented to the ~~Executive Board~~ **Council** for approval at its next meeting. All votes cast thereafter ~~in the Executive Board and~~ in the Council shall be on the basis of the redistribution of votes approved by the **Council** ~~Executive Board~~.

2. However, when voting is required under the provisions of Rule **39**, Members whose voting rights have been suspended under the provisions of Article ~~25~~ **21** of the Agreement may cast their votes if their votes have been restored under the provisions of paragraph (2) of that Article. In such a case the Executive Director shall prepare a document showing the redistribution of votes for Members of the Council which shall be circulated to Members as part of the communication referred to in Rule **40**, ~~without the need for prior approval by the Executive Board~~. Members whose voting rights are restored after the date of this communication shall not be entitled to vote on the matter at issue.

NEW RULE
Election of Members of ICO bodies

1. As a general rule, Members of ICO bodies provided for in paragraph (3) of Article 6 of the Agreement shall be elected by the Council at the last regular session of the coffee year. A list of exporting and importing Members to serve on each ICO body shall be submitted, in writing, to the Chairman of the Council by the respective category of Member, for approval by the Council.

2. If any Member fails to pay in full its contribution to the Administrative Budget within six months of the date on which the contribution is due, its right to be eligible for election to ICO bodies shall be suspended until its contribution has been paid in full.

Comments: It is proposed to include a new Rule for the election of Members of ICO bodies provided for in Article 6 (Seat and structure of the ICO), and reflecting the provisions of paragraph (2) of Article 21 (Payment of contributions).

One Member has questioned the need for a separate new rule that makes reference to the election of Members to subsidiary bodies (see document WP-Council 177/08), and suggested that relevant elements should be incorporated into Rule 35. The reference to ‘election’ of Members of subsidiary bodies is not considered appropriate (the appropriate term would be ‘decided’), and paragraph (2) is not considered necessary as it repeats language from paragraph (2) of Article 21 of the Agreement.

Discussions on draft terms of reference for new bodies established under the ICA 2007 may have implications for this Rule. Further consultations are needed.

[RULE 35 – UNAMENDED]
Committees and working groups of the Council

1. In accordance with the provisions of paragraph (3) of Article 10 of the Agreement, the Council may appoint such committees and working groups as it considers necessary. Committees and working groups shall normally be fairly representative of both exporting and importing Members unless otherwise specified by the Council; they shall establish their own procedures but in the case of working groups they shall not take a vote. Membership of committees and working groups of the International Coffee Council shall not necessarily be restricted to Members of the International Coffee Council. Committees may continue to

function as required during the lifetime of the Agreement; however, working groups shall cease to exist at the end of the coffee year in which they were set up. Committees or working groups shall submit reports on their work and all decisions taken by them to the Council.

2. The election of officers and members of committees and working groups for their designated term of office shall normally be decided during the last regular session of the Council in each coffee year.]

[**RULE 35 - AMENDED**

ICO bodies

1. As a general rule, members and officers of ICO bodies shall be designated [by the Council] during the last regular [Council] session of the coffee year. The term of office shall be for [one] coffee year. ICO bodies shall normally be fairly representative of both exporting and importing Members unless otherwise specified by the Council. A list of exporting and importing Members to serve on each ICO body shall be submitted, in writing, to the Chairman of the Council by the respective category of Member, for approval by the Council. Membership of ICO bodies shall not necessarily be restricted to ICO Members.

[2. If any Member fails to pay in full its contribution to the Administrative Budget within six months of the date on which the contribution is due, its right to be eligible for designation to ICO bodies shall be suspended until its contribution has been paid in full.]

3. Committees other than those provided for in paragraph (3) of Article 6 of the Agreement may continue to function as required during the lifetime of the Agreement; however, working groups and subsidiary bodies shall cease to exist at the end of the coffee year in which they were set up.

4. The offices of Chairman and Vice-Chairman shall normally be from different categories of Members and alternate each coffee year between each category of Members. [These offices shall be selected by Members of the category of membership holding the post.] The Chairmen and Vice-Chairmen shall not be paid by the Organization.

5. Unless the Council decides otherwise, ICO bodies shall:

(a) consider strategic issues related to the Agreement;

- (b) be open to all Members;
- (c) normally meet at the seat of the Organization;
- (d) normally meet during regular sessions of the Council;
- (e) establish their own procedures;
- (f) determine their own Agendas;
- (g) submit regular reports to the Council; and
- (h) may establish working groups to assist them in their work.

6. ICO bodies shall operate in the official languages of the Organization but may hold meetings in a single language if all Members of the ICO body agree to do so.

[7. If the presence of Members at a meeting of an ICO body is the same as the quorum required for a Council session to take decisions, a recommendation shall be considered to be a decision of the Council.]

[Rule 35 – ALTERNATIVE WORDING

Committees, subsidiary bodies and advisory bodies of the Council

1. In accordance with the provisions of paragraph (3) of Article 6 and paragraph (2) of Article 9 of the Agreement, the Council shall designate Members to serve on committees, subsidiary bodies and advisory bodies. In doing so, the Council shall seek to balance participation of importing and exporting Members. Only accredited delegates, in accordance with rules on accreditation and composition of delegations, may serve on committees and subsidiary bodies.

2. The designation of members of committees and subsidiary bodies, including the designation of officers, shall normally be decided during the last regular session of the Council during the coffee year.

3. Membership of advisory bodies (the Private Sector Consultative Board, the World Coffee Conference and the Consultative Forum on Coffee Sector Finance) shall normally be decided during the last regular session of the Council during the coffee year. Participation in these advisory bodies is not restricted to Members. The Council shall designate or, in the case of the Private Sector Consultative Board, approve the designation of the chairman of these advisory bodies.

4. Committees, subsidiary bodies and advisory bodies shall operate under terms of reference decided by the Council and shall submit reports on their work and all decisions taken by them to the Council.

5. The Rules of the ICO shall also apply to meetings of committees, subsidiary bodies and advisory bodies.]

Comments: It is proposed to include new wording for the appointment of members of ICO bodies provided for in paragraph (3) of Article 6 (Seat and structure of the ICO) and paragraph (2) of Article 9 (Powers and functions of the Council), and reflecting the provisions of paragraph (2) of Article 21 (Payment of contributions). This Rule has also been updated to reflect language used in Article 9 (Powers and functions of the Council). New wording has been included for general rules of procedure, following a suggestion made in May 2008.

Alternative wording has been proposed by one Member (see WP-Council 177/08), which has noted that the reference to ‘election’ of Members of subsidiary bodies is not considered appropriate (the appropriate term would be ‘decided’), and paragraph (2) is not considered necessary as it repeats language from paragraph (2) of Article 21 of the Agreement.

Discussions on terms of reference for the new bodies established under the 2007 Agreement may have implications for this Rule. Further consultations are needed.

RULE 36

Official languages

English, French, Portuguese and Spanish are the official languages of the Organization. The Executive Director shall make such arrangements for interpretation and translation as may be necessary. Documents shall be published in the official languages as needed. Any delegation whose members wish to speak at meetings of the Council or any of its committees, or working groups **and subsidiary bodies** in any language other than one of the official languages shall arrange at their own expense for interpretation into one of the official languages.

RULE 37

Privacy of meetings

Meetings shall be held in private unless the Council decides otherwise.

RULE 38

Record of proceedings

1. The text of the Resolutions approved by the Council and a record of the decisions adopted during a session shall be sent to all Members of the Organization within 10 days after the last meeting of the session. Any suggestion for amendment of this record shall be communicated to the Executive Director within 30 days of its dispatch. The amendments shall then be sent to all Members. If a Member so requests, any statement submitted in writing shall be circulated as a separate document of the Council.

2. ~~A tape~~ **An audio** recording of the plenary sessions of the Council shall be available for consultation by representatives on request.

Comments: This Rule has been updated to reflect the use of new technology.

**CHAPTER IV – DECISIONS OF SPECIFIC QUESTIONS
BY THE COUNCIL WITHOUT MEETING**

RULE 39

**Procedure for decision of specific questions
by the Council without meeting**

At the request of [the **Executive Director**] **[at least two Members, representing both categories of membership,]** ~~Executive Board~~ the Chairman of the Council shall arrange for the Council to decide upon a specific question without meeting.

Comments: This Rule has been updated to reflect the new structure of the ICO. Alternative wording has been proposed by one Member so that Members rather than the Executive Director would request a decision without meeting (see document WP-Council 177/08).

Some Members suggested that at least ten Members should make such a request, to ensure consistency with Article 11 of the Agreement. It was suggested that this procedure was no longer necessary and could be deleted. However, paragraph (3) of Article 9 provides that the Council may in its rules of procedure provide the means for deciding specific questions without meeting. Further consultations are needed.

RULE 40

Communication to Members

If it is decided to obtain a Council decision **by vote** without meeting, the Executive Director shall communicate **with each Member** in a form approved by the Chairman ~~with each Member~~. Such communication shall be sent to the designated person under the provisions of Rule 8. The communication shall:

- (a) state the matter at issue ~~together with the result of any vote taken thereon by the Executive Board~~;
- (b) describe specifically the proposal on which the Member is to vote;
- (c) attach the redistribution of votes on which the voting shall be based;
- (d) indicate the time within which votes must be received; this shall be not less than 30 days after the dispatch of the communication except that in circumstances of exceptional urgency, which shall be explained in the communication, the period for reply shall not be less than seven days; and

- (e) request the Member to state with respect to the specific question described in the communication:
 - (i) whether it agrees that a decision should be taken without a meeting; and
 - (ii) whether it votes for, against or abstains.

RULE 41

Ascertaining the decision

If at the end of the period for reply indicated by the Chairman, Members representing the quorum prescribed in paragraph (4) of Article ~~12~~ 11 of the Agreement have approved taking a decision **by vote** without holding a meeting, the votes for and against the specific question to be decided upon shall be counted and the Council's decision ascertained. Abstentions shall be recorded.

RULE 42

Member not agreeing that a question be decided by vote without meeting

A Member may not agree that a decision **by vote** on a specific question should be taken without meeting but may nevertheless wish to record an affirmative or negative vote or an abstention with respect to the specific question contained in the communication. In such case, if a quorum exists in accordance with the provisions of Rule 41, the vote recorded by the Member shall be counted. If a Member does not agree that a question be decided upon without meeting and does not record its vote with respect to the specific question, if a quorum exists in accordance with the provisions of Rule 41 such Member shall be considered to have abstained.

RULE 43

Report on the outcome of a postal vote

A report on any specific question decided without meeting, together with a statement of the number of votes for and against and of abstentions, shall be sent to all Members by the Executive Director as soon as practicable and not later than 10 days after the end of the period for reply. Any specific question so decided shall be recorded as a Decision or Resolution of the Council. The Decision or Resolution shall be communicated to the Council at its next session.

Comments: This Chapter has been deleted in the light of the new structure of the ICA 2007.

~~CHAPTER V — THE EXECUTIVE BOARD~~

~~RULE 44~~

~~Powers of the Executive Board~~

~~The Executive Board shall have the powers and perform the functions indicated in paragraph (4) of Article 19 of the Agreement. The Council may also delegate its powers and functions to the Executive Board, except to the extent that this is prohibited by the provisions of paragraph (2) and limited by the provisions of paragraph (3) of the same Article. If the Council is not in session, the Executive Board shall be the administrative channel between the Council and any other of its committees or working groups.~~

~~RULE 45~~

~~Chairperson and Vice-Chairperson of the Executive Board~~

~~In accordance with the provisions of paragraph (3) Article 17 of the Agreement, the Chairperson and Vice-Chairperson of the Executive Board shall be elected by the Council during the last regular session of the Council in each coffee year. The term of office shall be for the duration of the subsequent coffee year.~~

~~RULE 46~~

~~Election of Members~~

~~1. — Members of the Executive Board shall be elected in accordance with the provisions of Article 18 of the Agreement, subject to the qualification outlined in paragraph (2) of Article 25. The election of the eight exporting Members and the eight importing Members of the Executive Board shall be held during the last regular session of the Council in each coffee year. The term of office of the Members elected shall be for the duration of the subsequent coffee year.~~

~~2. — If a Member of the Executive Board ceases to be a Contracting Party to the Agreement, the Members who voted for, or assigned votes to, such Member shall, during the next session of the Council at which it is considered practicable, elect a Member to fill the vacancy on the Executive Board. Any Member which voted for, or assigned its votes to, the Member which has ceased to be a Party to the Agreement and which does not vote for the~~

~~Member elected to fill the vacancy on the Executive Board, may assign its votes to another Member of the Executive Board. The term of office of a Member appointed or elected to fill a vacancy on the Executive Board shall be for the remainder of the coffee year in question.~~

~~3.— In the interim, the remaining Members of the Executive Board of the category of the Member which has ceased to be a Contracting Party to the Agreement shall continue to hold 1,000 votes in total. To this end the Executive Director shall prepare a redistribution of the 1,000 votes among that category of Members in such a manner as to ensure that each Member shall, subject to the provisions of paragraph (7) of Article 13 of the Agreement, continue to hold the same proportion of votes in relation to the other remaining Members of the same category as it held before the redistribution.~~

~~4.— However, any Member of the Council which had voted for, or assigned its votes to, the Member of the Executive Board which has ceased to be a Contracting Party to the Agreement may assign its votes temporarily to one of the other Members of the Executive Board and the Executive Director shall take this into account in preparing the redistribution of votes.~~

~~5.— Any Member acceding to the Agreement after the election of the Executive Board for a coffee year shall be invited, under the provisions for representation in paragraph (2) of Article 14 of the Agreement, to assign its votes to one of the elected Members of its category.~~

RULE 47

Meetings

~~The Executive Board shall meet as often as is necessary to fulfil its responsibilities.~~

RULE 48

Convening meetings

~~The Chairperson of the Executive Board may convene a meeting of the Executive Board when he/she considers it necessary. A meeting shall be convened when a Member or Members having at least 200 votes in the Executive Board so request. In exceptional circumstances the Chairperson may decide that a meeting shall be held elsewhere than at the seat of the Organization. All meetings of the Executive Board shall be held in private unless the Board decides otherwise.~~

RULE 49**Prerogatives of the Chairperson**

~~The Chairperson of the Executive Board may attend any meeting of the Council and of any committee or working group of the Council or the Executive Board.~~

RULE 50**Absence of the Chairperson and Vice-Chairperson**

~~In the absence of the Chairperson and Vice-Chairperson the Executive Board, which shall be temporarily presided over by the Executive Director, shall elect a Chairperson from among the representatives of the exporting Members or from among the representatives of the importing Members, as appropriate, on a temporary or permanent basis as may be required.~~

RULE 51**Proceedings and voting**

- ~~1. The draft Agenda for meetings of the Executive Board shall be prepared by the Executive Director on behalf of the Chairperson. The draft Agenda shall be approved by the Executive Board.~~
- ~~2. The Executive Director, at each meeting of the Executive Board, shall advise the Chairperson whether the quorum for decisions prescribed in paragraph (5) of Article 17 of the Agreement is present.~~
- ~~3. The proceedings of, and the voting in, the Executive Board shall be in accordance with the procedure laid down for meetings of the Council in Rules 16 to 33, 36 and 37.~~
- ~~4. If a Member of the Board wishes to authorize any other Member to represent its interest, such a Member should be a Member of the Executive Board.~~

RULE 52**~~Committees and working groups of the Executive Board~~**

~~In accordance with the provisions of paragraph (5) of Article 19 of the Agreement, the Executive Board may appoint such committees and working groups as it considers necessary. These committees and working groups shall establish their own procedures, but in the case of working groups they shall not take a vote. Membership of committees and working groups of the Executive Board shall not be restricted to Members of the Executive Board.~~

RULE 53**~~Invitation to attend Executive Board meetings~~**

~~The Executive Board may invite any Member to be represented at all or part of any meeting and to voice its opinion on any subject being discussed. Observers as defined in Rule 6 may attend all or part of any meeting and may participate in the discussions of the Executive Board on matters within their competence, upon invitation from the Chairperson of the Executive Board.~~

RULE 54**~~Summary of decisions~~**

~~A summary of the decisions reached during any series of meetings of the Executive Board shall be sent to all Members of the Organization within 10 days after the last meeting of the series. No statement by any Member shall be recorded in the summary. Nevertheless, a Member may submit a succinct statement in writing on any item in the summary which shall be circulated as a separate document of the Executive Board at the same time as the summary is issued.~~

RULE 55**~~Review of decisions~~**

~~A request by a Member that the Council review a decision which has entered into force made by the Executive Board under the provisions of paragraph (4) of Article 19 of the Agreement, or under any of the powers delegated to the Executive Board under the provisions of paragraph (2) of Article 19 of the Agreement, shall be submitted to the Executive Director in writing within 30 days of the last meeting of the series in which the decision against which the appeal is made was taken. As soon as practicable after the receipt~~

~~of the request the matter shall be re-examined by the Executive Board which may reconsider its decision. If the Executive Board decides not to modify its decision, the Chairperson shall report the matter to the Chairperson of the Council who shall include it in the Agenda for the next session of the Council. However, if the Executive Board, or any five Members, or a Member or Members having at least 200 votes, so request, the Chairperson of the Council shall put into effect the procedures laid down in Rules 39 to 43 or call a special session of the Council to consider the appeal. The Executive Board shall decide whether to stay its decision pending the appeal to the Council. If, however, within the period of 30 days mentioned above, there should be a session of the Council, a Member may submit its request directly to the Council.~~

Comments: This Chapter has been deleted in the light of the suggestion by the Finance Committee that it could be included in the Financial Regulations and Financial Rules of the Organization. A reference to this could be included in the cover of the final Rules of the Organization approved by the Council.

CHAPTER VI V — FINANCE

RULE 56

Structure of the Administrative Budget

1. ~~All receipts and expenditures of the Organization shall be brought to account, shall be shown separately and in full in an administrative budget and shall be shown in the same manner in the annual accounts.~~

2. ~~The Administrative Budget shall include:~~

- ~~(a) all estimated receipts for the following financial year and for the current financial year, together with appropriate notes and an explanatory memorandum, including the calculation for the contributions payable by Members;~~
- ~~(b) all other financial resources of the Organization;~~
- ~~(c) estimated expenditure for the following financial year and authorized expenditure for the current financial year, subdivided into the various budgetary headings and items, explained in notes or an explanatory memorandum; and~~
- ~~(d) an establishment table showing the authorized posts and the posts actually filled in the current financial year, and posts requested for the following year, subdivided into classifications and departments.~~

RULE 57

Preparation and adoption of the Administrative Budget

1. ~~Not later than 30 June 31 May of each year the Executive Director shall, in accordance with paragraph (1) of Article 24 20 of the Agreement, submit to the Executive Board Finance and Administration Committee a draft Administrative Budget for the following financial year in the manner prescribed in Rule 56. The draft Administrative Budget, as approved by the Committee Executive Board, shall then be sent to the persons designated in accordance with Rule 8 to arrive at least 30 days before the session of the Council at which the Administrative Budget is to be approved.~~

2. ~~Should circumstances so require, the Executive Director may submit to the **Finance and Administration Committee** Executive Board proposals for supplementary expenditure during any financial year together with proposals for meeting such supplementary expenditure.~~

Comments: This Rule has been updated to reflect the new structure of the ICA 2007 and possible changes to the timing of Council sessions.

RULE 58

Administration of the Budget

1. ~~The adoption of the Administrative Budget by the Council shall constitute the authority of the Executive Director to receive payments, to incur obligations and to make expenditures within the limits of the Administrative Budget.~~

2. ~~Subject to the prior approval of the **Finance and Administration Committee** Executive Board, the Executive Director is authorized to transfer any sum under an item in the Administrative Budget to another item or items provided that the total expenditure in the Administrative Budget shall not be exceeded, as well as to transfer sums from reserves to any item or items in the Administrative Budget. The expenditure of sums so transferred shall be shown separately in the annual accounts.~~

Comments: This Rule has been updated to reflect the new structure of the ICA 2007.

RULE 59

Reserve Fund

~~Unexpended revenue may be used to set up and maintain a reserve fund.~~

RULE 60

Financial control

~~The Executive Director shall:~~

(a) ~~set up a system of internal control which shall provide for effective supervision of financial transactions in order to ensure regularity in the receipt,~~

- disposal and custody of all funds and other resources of the Organization, value for money and to ensure compliance with the Administrative Budget or other financial provisions approved by the Council;
- (b) — deposit all revenues received in an account or accounts opened in the name of the International Coffee Organization at a bank or banks approved by the **Finance and Administration Committee** Executive Board and shall arrange for withdrawals by cheque signed by two persons designated by the Executive Director, not more than one of whom shall be in charge of internal control; and
- (c) — keep an inventory of all acquisitions deemed to be of a capital nature.

Comments: This Rule has been updated to reflect the new structure of the ICA 2007.

RULE 61

Finance Committee

The Executive Board may set up each financial year a Finance Committee composed of equal numbers of importing and exporting Members which shall assist the Executive Board when dealing with financial matters. The Committee shall elect its own Chairperson.

Comments: This Rule has been deleted as Article 18 of the ICA 2007 establishes a new Finance and Administration Committee, for which draft terms of reference have been prepared (see document WP-Council 170/08).

RULE 62

Auditing and submission of accounts

The Executive Director shall appoint annually a registered auditor in consultation with the **Finance and Administration Committee and the Council** Executive Board. **As soon as possible and not later than six months after the close of each financial year**, the Executive Director shall submit to the Council, through the **Finance and Administration Committee**, Executive Board the accounts of the Organization and the report of the auditor thereon in accordance with the provisions of Article 27 of the Agreement. **an independently audited statement of the Organization's assets, liabilities, income and expenditure during the financial year. This statement shall be presented to the Council for approval at its earliest forthcoming session.**

Comments: This Rule has been revised to harmonize the wording with Article 23 (Audit and publication of accounts).

CHAPTER VII V – THE EXECUTIVE DIRECTOR

RULE 63

Statements by the Executive Director

The Executive Director may make statements to the Council, ~~the Executive Board, committees and ICO bodies and working groups~~, concerning any matter under consideration.

Comments: This Rule has been updated to reflect the new structure of the ICA 2007.

RULE 64

Duties and responsibilities

1. The Executive Director, as the chief administrative officer of the Organization, shall be responsible to the Council for the organization and direction of the staff. In addition to the duties prescribed elsewhere in these Rules, the Executive Director shall be responsible for the preparatory work necessary for the sessions of the Council and the meetings of **ICO bodies** ~~the Executive Board~~, and for carrying out the work devolving upon the staff as a result of the decisions and recommendations of these bodies. The Executive Director should if possible attend all sessions of the Council and ~~the Executive Board~~ **meetings of ICO bodies** and shall act as the legal representative of the Organization.
2. In the absence of the Executive Director and in case of need, the staff member next in seniority shall have the functions of the Executive Director.

Comments: This Rule has been updated to reflect the new structure of the ICA 2007.

RULE 65

Reports

The Executive Director shall report regularly to the Council ~~and the Executive Board~~ on all matters relating to Article 1 of the Agreement (~~Objectives of the Agreement~~) and other matters as may be deemed useful.

CHAPTER VIII VI – THE STAFF

RULE 66

The staff

The staff shall consist of persons appointed to posts approved by the Council in adopting the annual Administrative Budget. Nevertheless, the Executive Director shall have discretion to change staff posts by making provisional appointments during the financial year, provided that authorized expenditure for that year is not exceeded.

RULE 67

Selection

Members of the staff shall be selected, as far as possible, on an international geographical basis taking into account the ~~Members—countries~~ **membership** of the Organization. Staff shall be appointed by the Executive Director on merit.

Comments: The deletion of ‘countries’ reflects changes to the status of Members in the ICA 2007.

RULE 68

Appointment of heads of divisions

~~Before appointing the heads of divisions the Executive Director shall consult the Executive Board~~ **Finance and Administration Committee.**

Comments: It is proposed to delete this Rule.

RULE 69

Communications between the Council, the Finance and Administration Committee ~~the Executive Board~~ and the staff

Members of the staff shall report and be responsible only to the Executive Director. Communications from the Council and the **Finance and Administration Committee** ~~Executive Board~~ to the staff, and from the staff to the Council ~~and the Executive Board~~ **and the Finance and Administration Committee**, shall be made through, and with the approval of, the Executive Director.

Comments: This Rule could also include a reference other ICO bodies if wished. Further consultations are needed on this Rule.

CHAPTER IX VII – ACCESSION TO THE AGREEMENT

RULE 70

Application and recommendation

Any application for accession to the Agreement under the provisions of Article ~~46~~ **43** of the Agreement shall be communicated immediately by the Executive Director to all Members and referred ~~by him/her to the Executive Board~~ **to the Council** for a ~~recommendation~~ **decision** on the conditions of accession to be agreed upon with the Government of the ~~country concerned~~ **State member of the United Nations or intergovernmental organization described in paragraph (3) of Article 4 of the Agreement**. The recommendation of the ~~Executive Board~~ **Council** shall be circulated to all Members.

Comments: One Member questions the need for this Rule in the light of Article 43 which states that the Council shall establish procedures for accession. It considers that the reference to the recommendation of the Council is confusing, and the Rule does not cover the EC and other intergovernmental organizations referred to in Article 43 (see document WP-Council 177/08). Further consultations are needed on this Rule

RULE 71

Approval

If the Council approves the conditions for accession and the Government of the ~~country concerned~~ **State member of the United Nations or intergovernmental organization described in paragraph (3) of Article 4 of the Agreement** accepts such conditions the accession shall be considered as approved by the Council under the terms of Article ~~46~~ **43** of the Agreement. Such ~~country~~ **State member of the United Nations or intergovernmental organization described in paragraph (3) of Article 4 of the Agreement** shall, pending the deposit of its instrument of accession, have the status of observer in the Council.

Comments: One Member notes that this Rule introduces the provision that an entity awaiting accession shall have the status of observer, and questions whether the Rule is necessary as provisions on observers (Rule 6) are sufficiently flexible (see document WP-Council 177/08). Further consultations are needed on this Rule

CHAPTER X VII – AMENDMENT OF THE RULES**RULE 72****~~Voting on Amendments~~**

The Rules of the Organization shall normally be amended by **decision** of the Council **in accordance with the provisions of Article 14 of the Agreement**. ~~If a vote is necessary, it shall require a distributed two-thirds majority vote of the Members present at a session of the Council.~~ Proposed amendments shall be circulated by the Executive Director to all Members at least two months in advance of the session.

Comments: The reference to voting has been deleted as provision for taking a decision is included in Article 14 (Decisions of the Council).
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RULE 73**Disputes**

Disputes concerning the interpretation or application of these Rules shall be referred to the Chairman of the Council for decision by the Council.

RULE 74**Precedence**

Nothing in these Rules shall override the provisions of the International Coffee Agreement **2007**.



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