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Tangier

DRAFT RULES OF PROCEDURE OF THE BOARD OF DIRECTORS OF THE NORTH
AFRICAN INSTITUTE FOR MANAGEMENT EDUCATION AND TRAINING

The following rules of procedure amplify the provisions of Article IX of the Constitution of the Institute and designed to facilitate the operation and functioning of the Board of Directors. In case of any inconsistency between these Rules and the Constitution, the Constitution shall prevail.

I. GENERAL PROVISIONS

Rule 1

Meetings of the Board of Directors

(a) The Board of Directors of the North African Institute for Management Education and Training (hereinafter referred to as "the Board") shall meet in ordinary session at least once every year.

(b) The Board may meet in an extraordinary session if it so determines or if requested by at least two-thirds of the member States of the Institute.

(c) Sessions of the Board shall be held at the headquarters of the Institute or at such other places as decided at a previous session of the Board.

Rule 2

Validity of Acts or Proceedings of the Board

The validity of any act or proceedings of the Board shall not be affected by any vacancy among the members thereof, or by reason that some person who was not entitled to do so took part therein.

Rule 3

Notice of Sessions

The Director of the Institute shall convey to the members of the Board information concerning all sessions of the Board at least one month in advance of the session concerned.

Rule 4

Notice of Attendance

Upon receipt of notice of a session, each member of the Board shall notify the Director of the Institute, at least one week in advance, whether or not he intends to attend the session.

Rule 5

Quorum

A simple majority of the members of the Board shall constitute a quorum.

Rule 6

Observers

Observer representatives of co-operating organizations and agencies may be invited to attend and participate in any session of the Board without the right to vote.

Rule 7

Powers of the Chairman

In addition to exercising the powers conferred upon him elsewhere in these Rules, the Chairman shall declare the opening and closing of each session of the Board. He shall direct the discussions at sessions, ensure the observance of these Rules, call on speakers, put questions to the vote and announce the results of the voting. He shall rule on points of order and shall have, in particular, power of suspension of a meeting.

Rule 8

Working Languages

The working languages of the Board shall be Arabic, English and French. Any representative or member wishing to make a speech in a language other than the Board's working languages shall himself provide for the interpretation of his speech into the working languages.

II. AGENDA

Rule 9

Provisional Agenda:

The provisional agenda for each session shall be drawn up by the Director of the Institute in consultation with the Chairman of the Board and shall be communicated, together with the basic documents relating to each item on the agenda, to members of the Board and to invite representatives of organizations and agencies, not later than forty-two days prior to the opening of the session.

Rule 10

Adoption of Agenda

The First item on the provisional agenda of any session after any opening statement and election of officers shall be the adoption of the agenda.

Rule 11

Revision of the Agenda

After the agenda has been adopted the Board may amend it at any time. In the event that a member did not receive forty-two days in advance the reports and documents to be considered during the session on a given item on the agenda, he shall have the right to request that the relevant reports and documents be excluded from the agenda and the request shall be granted.

Notwithstanding the foregoing provisions, if two-thirds or more of the voting members of the Board attending the session insist that it should nevertheless be discussed, the majority decision shall prevail.

III. OFFICERS

Rule 12

Election of Chairman:

The Chairman of the Board shall be elected and hold office as provided in Article VII of the Constitution of the Institute.

Rule 13

Acting Chairman and Replacement of Chairman

(a) In the event the Chairman should be absent from a meeting or any part thereof, the Vice-Chairman or a member appointed in the interim shall preside and shall have the same powers and duties as the Chairman.

(b) Should the Chairman cease to represent a member State, the Vice-Chairman shall assume the duties and responsibilities of the Chairman for the unexpired tenure of office until the next election.

Rule 14

Voting Rights of the Chairman:

The Chairman acting as Chairman shall participate in the meetings of the Board in that capacity and not as a representative of any member State or organization. In the event of a tie during a vote he shall exercise his powers of a casting vote to decide the issue.

IV. CONDUCT OF BUSINESS

Rule 15

Presiding Over Sessions:

The Chairman of the Board shall preside over all sessions of the Board. In his absence, the members of the Board shall appoint one of their members to preside unless an elected Vice-Chairman be present to preside on that occasion.

Rule 16

Point of Order:

A member of the Board may at any time raise a point of order, which shall immediately be decided upon by the Chairman in accordance with these Rules. A member of the Board may appeal against the ruling of the Chairman; such an appeal shall immediately be put to the vote, and the ruling of the Chairman shall stand unless overruled by a majority of the members present and voting. A member of the Board raising a point of order may not speak on the substance of the matter under discussion.

Rule 17

Time-limit on Speeches:

The Board may, at the suggestion of the Chairman, limit the time to be allowed to each speaker on any particular subject under discussion.

Rule 18

Order of Procedural Motions:

(a) Subject to the provisions of Rule 15, the following motions shall have precedence, in the order shown, over all other proposals or motions before the meeting:

- (i) To suspend the meeting;
- (ii) To adjourn the meeting;
- (iii) To adjourn the debate on the item under discussion;
- (iv) For the closure of the debate on the item under discussion.

(b) Permission to speak on motions in the four categories mentioned in sub-paragraph (a) of this Rule shall be granted only to the speaker proposing the motion and to one speaker in favour of the motion and two against it after which it shall be immediately put to the vote.

Rule 19

Proposals:

Proposals and amendments to them shall normally be submitted in writing to the Secretary of the Board, who shall circulate copies to members of the Board. As a general rule, no proposal or amendment shall be discussed or put to the vote at any meeting of the Board unless copies of it have been circulated to all members not later than the day preceding the meeting. The Chairman may, however, permit the discussion and consideration of amendments even though they have not been circulated, or have only been circulated the same day.

Rule 20

Withdrawal of Motions:

A motion may be withdrawn by its proposer at any time before voting on it has begun, provided that it has not been amended and that an amendment to it is not under discussion. A motion thus withdrawn may be reintroduced by any member.

Rule 21

Reconsideration of Proposals:

When a proposal has been adopted or rejected it may not be reconsidered at the same session of the Board unless a two-thirds majority of the members of the Board present and voting so decides. Permission to speak on a motion to reconsider shall be accorded only to the mover and one other supporter and to two speakers opposing the motion, after which it shall be immediately put to the vote.

Rule 22

Voting Rights:

Each voting member of the Board shall have one vote.

Rule 23

Majority Required:

(a) Subject to the provisions of Article IX of the Constitution of the Instituté and rules 21, 32 and 36 of these Rules, decisions of the Board shall be taken by a simple majority of the members present and voting.

(b) All voting members of the Board shall have one vote each.

(c) If a vote is equally divided, the Chairman shall have a casting vote.

(d) For the purpose of these Rules, the phrase "members present and voting" means members casting an affirmative or negative vote. Members who abstain from voting or who cast an invalid vote shall be considered as not voting.

Rule 24

Method of Voting:

The Board shall normally vote by a show of hands. However, any member may request a roll-call vote which shall be taken in the English alphabetical order of the names of the members participating in the meeting, beginning with the member whose name is drawn by lot by the Chairman. The vote of each member participating in a roll-call vote shall be inserted in the minutes of the meeting concerned. After the voting has commenced, no member shall interrupt the voting except on a point of order in connexion with the actual conduct of the voting.

Rule 25

Division of Proposals or Amendments:

(a) Parts of a proposal or amendments to a proposal shall be voted on separately if the Chairman, with the consent of the sponsor, so decides or at the request of any member of the Board with the consent of the sponsor. If the sponsor objects, permission to speak on the point shall be given first to the speaker proposing that the proposal or amendment be put to the vote in parts and then to the sponsor of the proposal or amendment under discussion, after which the motion to divide the proposal or amendment shall be immediately put to the vote.

(b) Those parts of a proposal which have been approved shall then be put to the vote as a whole; if all the operative parts of the proposal or amendment have been rejected, the proposal or amendment shall be considered to have been rejected as a whole.

Rule 26

Voting of Amendments:

(a) A motion is considered to be an amendment to a proposal if it adds to, deletes from or revises that proposal. An amendment shall be voted on before the proposal to which it relates is put to the vote.

(b) If two or more amendments are moved to a proposal, the Board shall first vote on the amendment furthest removed in substance from the original proposal and then in the amendment next furthest removed therefrom, and so on, until all amendments have been put to the vote. When, however, the adoption of an amendment necessarily implies the rejection of another amendment, the latter amendment shall not be put to the vote.

Rule 27

Order of Voting on Proposals:

If two or more proposals relate to the same question, the Board shall, unless it decides otherwise, vote on the proposals in the order in which they have been submitted. The Board may, after each vote on a proposal, decide whether to vote on the next proposal.

VI. SUMMARY RECORDS

Rule 28

Preparation and Custody of Records:

Summary records or minutes of the meetings of the Board shall be prepared by the ex-officio Secretary to the Board, and shall be kept by the secretariat of the Institute. Copies of these records or minutes shall be communicated as soon as possible to voting members as well as non-voting members of the Board, whether or not such members attended the particular session in which the minutes were taken.

Rule 29

Amendments to Summary Records:

Amendments to the minutes or summary records of deliberations of the Board may be communicated to the Secretary of the Board in advance of the next session of the Board or orally presented at the session in which the minutes of the previous meetings are to be adopted. Such amendments shall, on adoption, be incorporated in the final version of the summary records or minutes of the Board that the Secretary shall subsequently issue, provided no member projects to such an amendment. The corrected version of the summary records or minutes shall also be distributed, as soon as possible, to members of the Board, to all member States and to co-operating agencies and organizations.

VII. SECRETARIAT

Rule 30

Secretarial Services:

The Director of the Institute shall act in the capacity of Secretary at all meetings of the Board and in those of subsidiary bodies of the Board. He may designate another senior member of staff of the Institute to prepare minutes and summary records of the meetings of the Board and its subsidiary bodies. In such a case ultimate responsibility for the accuracy, distribution and safe custody of such summary records and minutes shall remain that of the Director of the Institute.

Rule 31

Arrangement for Sessions:

The Director of the Institute shall be responsible for all the necessary arrangements, including translation and interpretation services, for the efficient conduct of meetings of the Board and those of its subsidiary bodies.

VIII. FINAL PROVISIONS

Rule 32

Standing Orders:

The Board may make standing orders with respect to the holding of meetings of the Board, the notices to be given of such meetings and the proceedings thereat, the keeping of minutes of such proceedings and the custody and production for inspection of such minutes, provided that such standing orders are not inconsistent with these Rules.

Rule 33

Subsidiary Bodies:

Committees and other subordinate bodies of the Board shall follow these rules of procedures in so far as they are applicable.

Rule 34

Date and Place of Sessions:

Before the closing of each meeting of the Board, the place and date of the next meeting shall be decided. The date and place of the session may be altered by the Director of the Institute only at the request of the majority of the members of the Board or in special cases, provided prior consultation with the Chairman of the Board has been made.

Rule 35

Suspensions and Amendments of Rules of Procedure:

(a) Any of these Rules may be suspended by a two-thirds majority vote of the Board, provided that 24 hours' notice of the proposal for the suspension has been given. The notice may be waived if no member of the Board objects.

(b) Any of these rules may be amended or added to by a two-thirds majority vote of the Board provided that two months' notice of the proposed amendment or addition has been given to members of the Board.