

**Statutes of the Association of
Communications and Telecommunications Regulators of the
Community of Portuguese Speaking Countries
(ARCT - CPLP)**

Article 1

Name

The Association of Communications and Telecommunications Regulators of the Community of Portuguese Speaking Countries (ARCT-CPLP), hereinafter the 'Association', is hereby established for an indefinite period and shall be governed by these articles of the association.

Article 2

Objectives

The Association shall serve as a forum for consultation and discussion, and shall promote the analysis of policy, strategy and regulatory matters within the communications sector, with the following objectives:

- a) Promote the exchange of information in the scope of the market regulation in the communications sector;
- b) Promote the adoption of best practises and the standardisation of the regulation in the communications sector;
- c) Carry out studies and adopt a position on issues of common interest;

- d) Assess, coordinate and defend the interests of the Portuguese speaking National Regulatory Authorities (NRAs), seeking to establish and defend a common position in international *fora*, according to their responsibilities;
- e) Encourage the exchange of collaborators and technical staff from the NRAs, as well as the conduct of institutional visits between members;
- f) Analyse relevant matters to the development and universal availability of communications services, specially among member States that have recently established their NRAs or show high sector failings;
- g) Promote contacts and actions with similar organisations;
- h) Carry on other activities in accordance with decisions taken by the General Assembly.

Article 3

Definition of NRA and Representation

1. National Regulatory Authority (NRA) is the entity responsible for the regulation of the communications sector, without prejudice to the status and name conferred in the framework of the respective legal system.
2. Each NRA shall be represented by the respective Chair, without prejudice to the possibility of delegating representation powers.
3. Each NRA shall undertake activities within the Association according to its responsibilities and respective legal duties.

Article 4

Head office

The head office of the Association is situated in Lisbon, Portugal.

Article 5

Members and Voting Rights

1. NRAs of CPLP member States are full members of the Association.
2. Members registered as such shall hold voting rights, provided that they have not been suspended , according to article 6.
3. Other invited NRAs may also attend the Assembly meetings as observers without voting rights, if its presence is accepted by the Assembly.

Article 6

Termination of membership and suspension of voting rights

1. Membership shall terminate when:
 - a) Resignation is mentioned to the Chair of the Association. Chair must inform the Secretariat about it.
 - b) Members´ attitude is incompatible with the objectives of the Association. General Assembly will exam the situation and the member can be expelled if decision is determined by two thirds of members.
2. General Assembly can suspend the voting rights of a member and not expel him in situations of conflict of interests or misconduct .

Article 7

Members´ rights

Members´ rights:

- a) Participate in General Assembly meetings;
- b) Vote and be elected as a candidate for a position in the Association;
- c) Examine books, reports, accounts and other documents, when requested by writing at least eight working days in advance and when self interest is evident, direct and legitimate to the NRA.

Article 8

Members' obligations

Members' obligations:

- a) Attend General Assembly meetings;
- b) Fulfil dispositions and decisions adopted in plenary;
- c) Perform the tasks for which they were elected with care, devotion and efficiency.

Article 9

Bodies

1. The bodies of the Association are:
 - a) The General Assembly;
 - b) The Chair;
 - c) The Secretariat.
2. The General Assembly may establish and approve *ad hoc* work groups, which ones are coordinated by the Chair and supported by the Secretariat.

Article 10

General Assembly

1. The General Assembly is the decision-making body of the Association.
2. The General Assembly consists of all members of the Association.
3. The General Assembly shall hold ordinary or extraordinary meetings.
4. The General Assembly is presided by the Chair, supported by the Vice-Chairman and assisted by the Secretary.
5. General Assembly meetings require the presence of a simple majority of members.

6. Decisions are adopted by consensus or by the votes of a majority of present voting members, with the provisos set out in paragraph 2 of article 6, and paragraph 7 hereof.

7. In case of a tied vote, the Chair has the casting vote for the purpose of this suffrage.

8. At the end of the meeting a minute shall be approved and signed by the Chair, Vice-Chairman, Secretary and the present members; the minute is subsequently disclosed to all members, either present or absent.

Article 11

Periodicity and convening of the Ordinary General Assembly

1. The General Assembly shall hold an ordinary meeting once a year.

2. The Chair shall convene all members for the general meeting at least a month in advance, stating the meeting date, time and place, and invite members to suggest issues to be included in the meeting agenda.

Article 12

Decisions taken between General Assembly meetings

If the General Assembly is required to take decisions during the period between two ordinary meetings, the Chair, on his own initiative or at the request of at least three voting members, may address members by the swiftest means available (web page, email, fax or other means) in order to request positions of the majority of voting members for this purpose.

Article 13

Competences of the Ordinary General Assembly

The General Assembly competences are:

a) Elect the Chair, Vice-Chairman and Secretary of the Association;

- b) Follow the development and the achievement of the objectives set out in article 2 hereof, and make proposals that once approved regularly are binding on the Chair that shall make sure of their implementation;
- c) Analyse and vote the annual budget of the Association, when appropriate;
- d) Analyse and vote the work plan foreseen by the Chair;
- e) Analyse and vote the activities report of the Chair and Secretariat of the Association;
- f) Establish and mandate working groups, assess and vote their reports;
- g) Set the place and date for the next ordinary general meeting, according to applications made by the members;
- h) Accept or invite entities to participate in activities provided in article 2 hereof;
- i) Deliberate the cease-work of membership or the suspension of voting rights;
- j) Assess and deliberate on any other matter that does not fall under the exclusive competence of other bodies of the Association.

Article 14

Convening of the Extraordinary General Assembly

The Chair, by his own initiative or by the request of at least two thirds of voting members, may convene all members for an extraordinary general meeting at least a month in advance and state the meeting date, time and place, as well as the agenda, according to the following article.

Article 15

Extraordinary General Assembly

Extraordinary general meetings may be held at any time, provided they are convened pursuant to the preceding article, to deal with the following issues:

- a) Urgent or *force majeure* matters, such as serious circumstances that affect a member or the Association from the exercise of their respective tasks;

- b) Election of the Chair or Vice-Chairman in the event of termination of mandate or definitive prevention from acting;
- c) Vacancy of any Association body;
- d) Suspension of a member;
- e) Dissolution of the Association;
- f) Amendment of the statutes;
- g) Any other matter raised unanimously by present voting members.

Article 16

Chair

1. The Chair is composed by a Chair and a Vice-Chairman.
2. The chair shall be chaired by the voting member elected by the General Assembly. His tenure of office will last one-year non-renewable.
3. If the Chair is replaced during his tenure of office, his replacement shall have effect for the remaining part of the tenure of office.
4. After the first Chair's tenure of office expires (article 20), the position of Vice-Chairman shall be taken by the outgoing Chair, who shall replace the Chair when he is absent or prevented from acting. His tenure of office will last one-year non-renewable.
5. If the Chair is deprived of the means to carry out his duties that do not fit at number 3 of this article, the Vice-Chairman shall hold the Chair until the end of the mandate – except if in the meantime mid-term elections for the Chair take place - the Vice-Chairman must inform the members of the Association thereof.

Article 17

Chair's responsibilities

The Chair must:

- a) Promote the achievement of objectives laid down in article 2 hereof, with the support of the Secretariat and members;
- b) Represent the Association;
- c) Convene and take the chair on ordinary and extraordinary general meetings;
- d) Present an annual draft budget to the General Assembly to be approved, when there are contributions from members ;
- e) Authorize all expenses;
- f) At the beginning of the Chair's tenure of office the Chair propose an annual plan of activities to the General Assembly to be assessed and approved;
- g) Present an annual activity report;
- h) Present to the Ordinary General Assembly, in case of its dissolution a draft decision regarding the assets;
- i) Oversee and monitor the activities of the Secretariat and the working groups;
- j) Exercise quality vote in the event of a tied vote, according to paragraph 7 of article 10.

Article 18

Secretariat

1. The Secretariat is the body responsible of providing technical support to the Association. It is coordinated by a Secretary whose responsibilities are:

- a) Coordinate and support the decisions of the Chair and the determinations from the general meetings, and support other activities undertaken by the bodies of the Association;
- b) Store all the documents relating to the activities of the Association and manage the webpage;

- c) Coordinate and support the activities undertaken by the working groups, according with the General Assembly tenure of office;
 - d) Convene an Extraordinary General Assembly when the Chair is unable to do so;
 - e) Perform all the other tasks entrusted to it by the General Assembly;
 - f) Safeguard the assets of the Association, when appropriate;
 - g) Ensure financial management and accountability.
2. The position of Secretary is held by an elected member.

Article 19

Working Groups

1. The General Assembly may establish Working Groups to analyse specific issues, which shall consist at least of three members.
2. Working Groups shall undertake actions, studies or reports, taking into consideration the views collected from different members and any instructions given by the General Assembly.
3. The Secretariat shall serve as the link between Working Groups, the Chair and the General Assembly.

Article 20

Election of bodies

1. The Chair, Vice-Chairman and Secretary of the Association are elected by universal suffrage and secret vote of all voting members, pursuant hereto.
2. Single lists for the three posts mentioned in the preceding paragraph shall be submitted.
3. The election shall be won by the most voted list.

Article 21

Termination of tenure of office

The tenure of office, of the Chair and Vice-Chairman shall terminate in the following circumstances:

- a) Expiry of the period for which they were elected;
- b) Incompatibility between interests of the institution to which they belong and the objectives of the Association, following determination taken at an extraordinary meeting of the General Assembly approved by an absolute majority of voting members;
- c) Resignation of the respective NRA from the position.

Article 22

General Assembly organisational costs

The NRA hosting each General Assembly shall bear the costs involved in the organisation and conduct the general meeting; however, each member shall bear the respective accommodation and travelling expenses.

Article 23

Official language

Portuguese is the official language of the Association.

Article 24

Honorary decorations and Communications Day

1. The “Association Medal” is hereby established, as a reward for relevant services provided to the Association’s cause or to the sector in general.
2. The “Day of the Association of Communications and Telecommunications Regulators of the CPLP” shall be celebrated on the date of the Memorandum of Understanding establishing the Association of Communications and

Telecommunications Regulators of the Community of Portuguese Speaking Countries is signed.

Article 25

Settlement of disputes

Any disputes arising from the interpretation or application of these articles of association shall be settled through multilateral consultations between all members and negotiations.

Article 26

Entry into force

These articles of association shall enter into force following the signature on the part of one third of National Regulatory Authorities of the Memorandum of Understanding establishing the Association of Communications and Telecommunications Regulators of the Community of Portuguese Speaking Countries.

Article 27

Amendments

Any amendments to these articles of association shall be approved in a general meeting convened expressly for this purpose, insofar as objectives of the Association are not undermined.

Article 28

Depositary

A copy of these Articles of Association shall be deposited at the head office of CPLP.