

## **ORGANIZATION FOR COOPERATION BETWEEN RAILWAYS (OSJD)**

Revision I

As approved by Session XXIII of OSJD Railway General Directors (Authorized representatives) Conference (Teheran, Islamic Republic of Iran, April 27-May 1, 2008)

As approved by Session XXXVI of OSJD Ministers Conference (Kiev, Ukraine, June 10-13, 2008)

Effective date: June 13, 2008

Note: applicable to the temporary working group established for the purpose of improving OSJD fundamental documents by resolution of Session XXXIII of OSJD Ministers Conference (Teheran, Islamic Republic of Iran, October 2-5, 2005)

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### **REGULATIONS TEMPORARY WORKING GROUP ESTABLISHED FOR THE PURPOSE OF IMPROVING OSJD FUNDAMENTAL DOCUMENTS**

## **Article I General**

1. The temporary working group making amendments and supplements to OSJD fundamental documents (the “TWG”) has been established by resolution of Session XXXIII of OSJD Ministers Conference (Teheran, October 5, 2005) and shall be OSJD working body.

2. TWG Secretariat functions shall be exercised by OSJD Committee.

3. TWG shall be established for an indefinite period of time. A resolution providing for termination of TWG activities shall be approved by the Ministers Conference.

4. TWG action plan shall be developed on an annual basis subject to instructions given by the Ministers Conference and proposals submitted by OSJD Railway General Directors (Authorized Representatives) Conference (the “General Directors Conference”) and shall be approved by TWG. It shall have precise wording and specify the scope of work for any respective year as well as principal and participating project officers in the title, deadline and decision making level.

TWG action plan shall be integral part of OSJD action plan.

5. As to any issue not covered by these Regulations terms and conditions of the Regulations for OSJD Commissions shall apply.

## **Article II TWG Objectives and Authorities**

TWG objectives and authorities shall be specified in the resolutions adopted by OSJD governing bodies.

## **Article III TWG Composition**

1. Any OSJD member shall be included in or excluded from TWG in its own discretion by any relevant resolution of the Ministers Conference. The Chairman of OSJD Committee shall be member of TWG as well.

2. If any TWG member fails to attend any two meetings thereof held ad interim ordinary sessions of the Ministers Conference subject to no notice to OSJD Committee he or she shall be excluded from TWG.

3. Any TWG member shall be entitled to:

- Make proposals
- Set forward opinions
- Vote

4. Any TWG member shall be obliged to:

- Attend TWG meetings

- Perform any work within the term specified in TWG action plan or any relevant resolution thereof or any governing body of OSJD
- Respond promptly to the questions put by the leading officer as to the project under development
- Submit his or her comments or proposals in writing

#### **Article IV TWG Chairman**

1. TWG Chairman shall manage day-to-day activities of the temporary working group. A duly authorized representative of OSJD member nominated by the Russian Federation shall be the Chairman of TWG. Authorities of TWG Chairman may be vested with a duly authorized representative of any other OSJD member by resolution of the Ministers Conference.

Any relevant OSJD member shall appoint any person to the office of TWG Chairman in its own discretion subject to any proper written notice to be sent thereto within 30 days as from the date of any respective resolution approved by the Ministers Conference as well as remove the same and appoint any other person to the office of TWG Chairman subject to any proper written notice to be sent to OSJD Committee and TWG members at least 45 days prior to any removal as aforesaid.

2. TWG Chairman shall be obliged to:

- Coordinate activities of executives related to execution of materials of any conference whatsoever as well as supervise prompt delivery thereof by the Committee and TWG business in general
- Act as TWG Chairman in general
- For the purpose of meeting TWG objectives make proper arrangements subject to regulations or terms applicable to OSJD
- Deliver report on TWG activities to OSJD governing bodies

3. The Chairman shall be entitled to:

- Propose any additional item to be put on the preliminary agenda of any TWG meeting
- Cancel any TWG meeting
- Authorize TWG members to work up any specific issue related to TWG activities ad interim TWG meetings
- Submit proposals to the governing bodies aimed at meeting TWG objectives
- Submit draft documents executed by TWG to the governing bodies for approval

4. If the Chairman of the meeting is head of the delegation of any OSJD member, he or she when speaking shall make clear reference to his or her current position (either Chairman or head of the delegation) and execute the

minutes of any relevant meeting as head of the delegation of any respective OSJD member as well.

## **Article V Decision-Making System**

1. Executive officers shall be appointed at any relevant TWG meeting for the purpose of executing materials and draft documents or any part thereof.

2. Any TWG member shall review the same and put forward his or her opinion within 30 calendar days upon receipt of the foregoing materials or draft documents (or any part thereof), unless provided otherwise by the minutes of any relevant TWG meeting.

Draft materials or documents (or any part thereof) as well as opinions or proposals related thereto shall be delivered to OSJD Committee in electronic format. OSJD Committee shall send the same to all TWG members.

3. The executive officers shall consolidate opinions and proposals so provided for the purpose of reviewing the same subsequently at any relevant TWG meeting.

4. Draft documents or any part thereof shall be reviewed at any respective TWG meeting resolving on approval or any modification thereof.

5. Any resolution approving any document reviewed at the meeting or finalized otherwise (or any part thereof) may be adopted in writing, unless secondary review thereof is provided by TWG action plan.

Any resolution approving any finalized document or any part thereof shall be adopted by qualified majority of two thirds votes of TWG members to be made available to TWG Chairman in writing.

6. Any resolution at any meeting of TWG shall be approved by simple majority. In certain circumstances the Chairman of TWG or at least three members thereof may require any resolution to be adopted by qualified majority of two thirds votes of those attending any respective TWG meeting

Moreover, any resolution providing for delivery of any draft document or problem to OSJD governing bodies for review shall be as well adopted by qualified majority of two thirds votes of those attending any respective TWG meeting. If no qualified majority of two thirds votes is available two alternative draft documents or problems shall be delivered to OSJD governing bodies for consideration.

7. Any resolution at any relevant TWG meeting shall be approved by open ballot in the order the delegations appear in the list executed according to the Russian alphabet.

## **Article VI TWG Meetings**

1. Location, date and time of any meeting shall be specified in TWG action plan. Any meeting of TWG shall be convened by the Chairman thereof or upon request of the same by OSJD Committee at least 45 days prior to the opening thereof. Any TWG member shall notify OSJD Committee at least 15 days prior to the date of any respective meeting of the composition of the delegation thereof or any failure to attend the same.

2. Any meeting shall be duly qualified if it is attended by two thirds of current TWG members.

3. Any TWG meeting may be cancelled as follows:

- If there is information that quorum required for the meeting to be duly qualified shall be unavailable

- If there are no materials duly executed and made available at the meeting for consideration

- Due to any other event when it is either impossible or inexpedient to hold any respective meeting

4. The preliminary agenda shall be specified in TWG action plan for any respective year. Upon request of TWG members or Chairman any other item may be put on the agenda as well. If materials related to any specific item on the agenda are unavailable it shall be withdrawn from the same and the term of the meeting reduced, accordingly. The final agenda shall be approved at any relevant meeting.

5. Any TWG meeting shall be attended by the delegates nominated by TWG members participating in TWG. If of interest, any OSJD member may attend any TWG meeting subject to any proper written request or not and have advisory vote thereat.

6. Any OSJD member attending any TWG meeting shall determine the composition of its delegation.

7. In certain circumstances the delegation of any TWG member may include experts of the Committee subject to any proper written notice to the Committee's management and no impact thereon when exercising their duties in the Committee.

8. Any resolution approved at any respective TWG meeting shall be specified in the minutes thereof to be executed by the Chairman of the meeting and heads of the delegations attending the same. Any specific opinion (if any) shall be in writing and executed by the head of any respective delegation. It shall be attached to the minutes of the meeting.

9. If any resolution is approved by voting the minutes of the meeting shall specify both the voting results and pattern.

## **Article VII**

### **Rights and Obligations of Executive Officers**

1. For the purpose of performing his or her duties any executive officer shall be obliged to:

- Develop or execute consolidated materials with respective proposals attached thereto with due regard to suggestions made available to the same
- Deliver materials to all persons participating in the project development as well as OSJD Committee when due in electronic format
- Attend any TWG meeting reviewing any document whatsoever or any part thereof executed by the same

- Report on the work progress and supervise discussions at any respective TWG meeting

2. Any executive officer shall be entitled to make inquiries and obtain necessary materials from all persons participating in the project development.

## **Article VIII**

### **Miscellaneous**

1. Any amendment or supplement hereto shall be approved by OSJD Ministers Conference subject to proposals made available by the General Directors Conference.

2. These Regulations are made both in Chinese and Russian and are equally authentic. Should any discrepancy in interpretation hereof arise any relevant amendment is made to the document executed in Russian.