



## CONSTITUTION

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# Commonwealth Parliamentary Association

## CONSTITUTION

### PREAMBLE

Commonwealth Parliamentarians, as representatives of the national and sub-national legislatures of the Commonwealth, who, irrespective of gender, race, disability, religion, political belief, or culture, being united by community of interest, respect for the rule of law and individual rights and freedoms, and by pursuit of the positive ideals of parliamentary democracy, and committed to the core values and principles of the Commonwealth on democracy, development, equality, gender, human rights and protection of the environment as declared by the Commonwealth Charter have re-established the Commonwealth Parliamentary Association with the aims articulated here under:

#### 1. Aims

- (1) The aims of the Association are, with particular reference to the countries of the Commonwealth:
  - (a) to promote knowledge of the constitutional, legislative, representational, oversight, financial control, economic, social and cultural aspects of parliamentary democracy;.
  - (b) to promote human rights and democracy; and
  - (c) to promote the establishment of a governance system that ensures equality of opportunity and prosperity for the citizens and communities
  - (d) to further such related purposes as the Branches of the Association may determine.
  
- (2) The Association shall pursue its aims by:
  - (a) providing opportunities and mechanisms to bring together parliamentarians and parliamentary officials to network, share knowledge and facilitate parliamentary diplomacy;
  - (b) undertaking parliamentary professional development and institutional strengthening activities with the purpose of enhancing parliamentary democracy and good governance;
  - (c) sharing relevant and timely information, including the publishing of material related to the aims and activities of the Association;
  - (d) supporting the regional entities, and the national and subnational branches of the Association as well as external governmental and non-governmental entities

in achieving the goals of the Association;

- (e) convening thematic networks and communities that seek to enhance and promote democracy, sustainable development, gender equality, human rights, security, innovation and the protection of the environment;
  - (f) promoting and advocating for parliamentary democracy, the rule of law, human rights, sustainable social and economic development and the values and principles of the Commonwealth Charter; and
  - (g) carrying out any other activities that further its aims.
- (3) In pursuing its aims, the Association shall take into account gender equality and persons with disabilities considerations/concerns in its working methods, processes and objectives and Branches shall include men and women parliamentarians including those living with disabilities and officials in their activities.
- (4) To achieve its purpose as a membership organisation, the Association will work with and through its Branches (as defined in Article 2). To do this, the Association will put consultation and coordination with its Branches at the heart of its planning and delivery of the actions in Article 1(2).

## **MEMBERS (THE BRANCHES OF THE ASSOCIATION)**

### **2. Branches**

- (1) The members of the Association shall be Branches which have been:
- (a) formed within Legislatures, which qualify under paragraph (2) and are in countries recognized as members of the Commonwealth by Commonwealth Heads of Government, territories or dependencies of such countries and countries in association with such countries; and
  - (b) constituted in accordance with paragraph (3).
- (2) A Legislature shall qualify if:
- (a) it is recognized by domestic law as an Assembly competent to enact national, state, provincial or territorial legislation, or legislation in a dependency, and
  - (b) its Members sit by due process of domestic law, and
  - (c) it functions as a parliamentary body with legislative powers.
- (3) A Branch shall be accorded recognition and offered a right of membership of the Association after conforming to the following processes:

- (i) Where a written application by the relevant legislature has been submitted to the Secretary General
- (ii) The application shall declare that it has been adopted either by the Legislature or by its Members at a meeting summoned for the purpose.
- (iii) A Branch shall be accorded recognition and right of membership by a decision of the General Assembly or, where circumstances so permit, by decision of the Executive Committee subject to confirmation by the General Assembly.
- (iv) In determining whether to accord recognition and right of membership a Branch, consideration shall be given to the existing Branches in, or associated with, the country from which the application to form a Branch is submitted.

### **3. Suspension of Rights of Membership of a Branch**

- (1) The Secretary-General or, if it is meeting, the Executive Committee:
  - (a) may suspend the rights of membership of a Branch which is more than twelve months in arrears in paying its prescribed annual membership fee or meeting its other prescribed financial obligations to the Association; and
  - (b) shall rescind such suspension on the payment by the Branch of such arrears
- (2) The Executive Committee may rescind such suspension where it is satisfied that the Branch is able and willing to meet its financial obligations and in rescinding such suspension may waive any or all of the prescribed annual membership fees and other prescribed financial obligations of the Branch outstanding at the time of its suspension.

### **4. Abeyance of Branch Membership**

- (1) The Executive Committee may place the membership of a Branch in abeyance where it is satisfied that the Legislature in which the Branch is formed has ceased to function as a parliamentary body.
- (2) Before taking a decision under paragraph (1), the Executive Committee shall take all reasonable steps to consult the Branch and, where the Branch has been formed in the Legislature of a state, province, territory or dependency of a country, the Branch formed in the national Legislature of the country.
- (3) The Executive Committee may re-instate the membership of a Branch which has been placed in abeyance where, upon application for review, it is satisfied that the duties, powers and immunities of the Legislature in which the Branch was formed have been reinstated.

## **5. Notice of Suspension of Rights or Abeyance of Membership of Branches and Right of Appeal**

- (1) Where the rights of membership of a Branch have been suspended or its membership has been placed in abeyance, the Secretary-General shall take all reasonable steps to give written notice of the decision to the Branch and, where the Branch has been formed in the Legislature of a state, province, territory or dependency of a country, to the Branch formed in the national Legislature of the country.
- (2) Where the rights of membership of a Branch have been suspended or its membership has been placed in abeyance, the Branch:
  - (a) may, upon application through the Secretary General, request the Executive Committee to review its decision; and
  - (b) shall have the right of appeal to the General Assembly against the decision of the Executive Committee.
- (3)
  - (a) An appeal under paragraph (2) submitted in writing to the Secretary-General:
    - (i) shall be considered at the next ordinary meeting of the General Assembly, provided it has been received not less than sixty days before the meeting, and
    - (ii) may be considered at the next ordinary meeting of the General Assembly, if the General Assembly so decides at that meeting, where it is in respect of a decision taken by the Executive Committee under Article 4 or 5 within the period of notice required in subparagraph (i).
  - (b) An appeal shall be considered by the General Assembly:
    - (i) in the case of an appeal under subparagraph (a)(i), immediately after the adoption of the minutes of the previous meeting, and
    - (ii) in the case of an appeal under subparagraph (a)(ii), immediately after the General Assembly decides to consider the appeal.
  - (c) The appellant Branch shall be entitled to be heard in the consideration of the appeal under subparagraph (b).
  - (d) A Branch which is unsuccessful in an appeal considered under subparagraph (b) shall not be entitled to participate in any further business before the General Assembly at which the appeal was considered.

## **6. Termination of Membership**

A Branch may terminate its membership by written notice to the Secretary-General.

## **7. Rights of Branches**

Each Branch shall be:

- (a) included in a Region of the Association; and
- (b) entitled to send a prescribed number of delegates and officials to each Commonwealth Parliamentary Conference.

## **8. Financial Obligations of Branches**

- (1) A Branch shall be liable to pay by 31<sup>st</sup> January in each year the prescribed membership fee for the financial year and to fulfil any other prescribed financial obligations of its membership.
- (2) A Branch shall not incur financial obligations during a period in which:
  - (a) its rights of membership have been suspended, or
  - (b) its membership has been placed in abeyance.
- (3) A Branch which terminates its membership of the Association shall be liable to pay the prescribed membership fee for the year in which its termination is duly notified, and any other financial obligations which are then due to the Association.

## **9. Patron and Vice-Patron**

- (1) On the acceptance by the prospective appointee of an invitation to hold the office, the Executive Committee may appoint:
  - (a) a Patron; and
  - (b) a Vice-Patron.
- (2) The Patron shall be:
  - (a) a person of the highest eminence dedicated to the ideals represented by the Commonwealth, and
  - (b) the honorary titular head of the Association who may be expected, whenever possible, to attend formal gatherings of the Association.
- (3) The Vice-Patron shall:
  - (a) other than in exceptional circumstances, be the Head of State or of the Government of the country in which the next Commonwealth Parliamentary Conference is to be held;

- (b) hold office from the time of appointment until the conclusion of the next Commonwealth Parliamentary Conference, and
- (c) assist the Patron in the performance of their functions and, in the absence of the Patron or where there is a vacancy in that office, shall carry out the functions of the Patron.

## **COMMONWEALTH PARLIAMENTARY CONFERENCE**

### **10. Commonwealth Parliamentary Conference**

- (1) As far as practicable, there shall be an annual Commonwealth Parliamentary Conference.
- (2) The Secretary-General shall give ninety days' written notice to each Branch of the venue and dates of a Commonwealth Parliamentary Conference.
- (3) The following shall be entitled to attend a Commonwealth Parliamentary Conference:
  - (a) the Patron and Vice-Patron of the Association;
  - (b) Officers of the Association;
  - (c) Members of the Steering Committees of the Commonwealth Women Parliamentarians and the Small Branches Network or their alternates and Regional Champions of the Commonwealth Parliamentarians with Disabilities or their alternates;
  - (d) Regional Representatives, Acting Regional Representatives;
  - (e) Branch delegates;
  - (f) Branch Observers and Observers on invitation; and
  - (g) the immediate Past President of the Association
- (4) Each former member of the Executive Committee who is still qualified under Article 35 shall be invited by the Association to attend as an observer each Commonwealth Parliamentary Conference held in the five years immediately after relinquishing office, on payment of the prescribed fee for observers.
- (5) Other persons may be invited by the Association to attend a Commonwealth Parliamentary Conference.
- (6) The Presiding Officer at plenary sessions of a Commonwealth Parliamentary Conference shall be determined in accordance with the provisions of Article 15 for determining the Presiding Officer of a meeting of the General Assembly.



- (7) For the purpose of engaging with and understanding small jurisdictions, a body called “Small Branches” shall be constituted to include jurisdictions with populations of up to 1,000,000. The Small Branches network shall hold an annual Small Branches Conference at the Commonwealth Parliamentary Conference. The Conference will enable Members from these jurisdictions to discuss their unique challenges and the operation of their democratic systems. It will also serve to raise awareness of these Branches on the international stage.
- (8) The Commonwealth Women Parliamentarians, the Small Branches and the Commonwealth Parliamentarians with Disabilities networks shall hold their respective conferences or meetings at a Commonwealth Parliamentary Conference.

## **GENERAL ASSEMBLY**

### **11. General Assembly**

- (1) The General Assembly shall have ultimate authority to determine the policy and management of the Association. The General Assembly may adopt or amend Standing Orders as well as Rules for Conducting Elections to assist in the smooth running of General Assembly meetings, and to guide the conduct and management of CPA elections, respectively.
- (2) Without restricting the generality of paragraph (1), the General Assembly shall determine:
  - (a) prescribed annual membership subscription fee and prescribed other financial obligations of the Branches;
  - (b) the Regions of the Association and the allocation of each Branch to a Region;
  - (c) the number of Regional Representatives;
  - (d) without restricting Article 27(2), the venue within the Commonwealth of each Commonwealth Parliamentary Conference; and
  - (e) the number of delegates and officials which each Branch shall be entitled to send to a Commonwealth Parliamentary Conference.
- (3) The Commonwealth Women Parliamentarians, Commonwealth Parliamentarians with Disabilities and CPA Small Branches networks shall be networks of the Association, with the authority to determine their own rules and procedures but so as to be compatible with the provisions of the Constitution and decisions of the General Assembly and the Executive Committee.
- (4) All those listed under Article 10(3) are entitled to attend the General Assembly as delegates. The CPA Patron and Vice-Patron, observers and the immediate Past President of the Association are entitled to attend without voting rights. All others listed in 10(3) are entitled to attend as voting delegates.

- (5) Other persons may be invited by the Association to attend the General Assembly as observers.
- (6) In determining Branch delegates, each Branch shall ensure that at least one third of its delegation to the General Assembly are women except only where it is impossible to do so, either by virtue of the composition of the legislature itself or limitations arising due to a single CPC delegate entitlement or otherwise.
- (7) Where a minimum of two delegates are representing a Branch at the General Assembly, at least one of those delegates must be a woman.

## **12. General Assembly Meetings**

- (1) An ordinary meeting of the General Assembly shall be held at each Commonwealth Parliamentary Conference.
- (2) The Secretary-General shall give ninety days' written notice of the date, and forty-five days' written notice of the time, place and agenda, of an ordinary meeting of the General Assembly to each Branch, Officer of the Association and Regional Representative.
- (3) The Executive Committee may convene an extraordinary meeting of the General Assembly during a Commonwealth Parliamentary Conference to consider any matter which in the opinion of the Committee is of urgent importance.

## **13. General Assembly Agenda**

- (1) A Branch or the Executive Committee may submit to the Secretary-General written notice of matters to be placed on the agenda of an ordinary meeting of the General Assembly not less than sixty days prior to the date of the meeting.
- (2) The agenda of an ordinary meeting of the General Assembly shall include:
  - (a) the minutes of the previous meeting;
  - (b) a report by the Executive Committee on the activities of the Association since the last General Assembly;
  - (c) the presentation of the audited accounts of the Association for the financial year or years since the last presentation of audited accounts to the General Assembly;
  - (d) the presentation by the Executive Committee of the budget of the Association for the next financial year and of a financial projection for subsequent financial years;
  - (e) matters submitted in accordance with paragraph (1);
  - (f) the election of the Chairperson and the Treasurer of the Association and other

Members of the Executive Committee;

- (g) the appointment of an independent auditor, and
  - (h) other matters which are required to be considered or determined by the General Assembly.
- (3) Where a Branch which submitted a matter in accordance with paragraph (1) is not represented at the meeting of the General Assembly at which the matter is included on the agenda, any delegate may move consideration of the matter.

#### **14. Quorum**

- (1) Subject to paragraph (3), the quorum for a meeting of the General Assembly shall be fifty delegates, provided that at least 5 Regions of the Association shall be in attendance.
- (2) If the meeting remains inquorate for a period of thirty minutes after the time appointed for the meeting, it shall stand adjourned to the same place at such date and time as the majority of the delegates then present shall determine.
- (3) The quorum for such an adjourned meeting shall be twenty delegates, excluding the members of the Executive Committee present.

#### **15. Presiding Officer**

- (1) The person present who is most senior in the order of precedence set out in paragraph (2) shall preside at a meeting of the General Assembly.
- (2) The order of precedence shall be:
  - (a) the President of the Association;
  - (b) the Vice-President of the Association;
  - (c) the Chairperson of the Executive Committee;
  - (d) the Vice-Chairperson of the Executive Committee;
  - (e) a delegate elected by the meeting.

#### **16. Voting**

- (1) Subject to paragraph (2), each delegate present at a meeting of the General Assembly shall be entitled to vote.
- (2) Subject to paragraph (3), the Presiding Officer shall only be entitled to vote in the election of Officers of the Association and Regional Representatives.
- (3) Subject to paragraph (6), in the event of an equality of votes, the question shall be decided in the negative.
- (4) Subject to Article 39 (4), a decision of a meeting of the General Assembly shall require a majority of the votes of the delegates present and entitled to vote.
- (5) Subject to the provisions of paragraph (6), the voting procedure at a meeting of the

General Assembly shall be as follows:

- (a) a vote shall be taken by show of hands;
  - (b) following a vote taken by show of hands, a roll call vote shall be taken if twenty or more delegates demand such a vote by requesting this; and
  - (c) if, prior to a vote being taken by show of hands, twenty or more delegates demand it, a vote shall be taken by secret ballot.
- (6) The voting procedure for a contested election of an Officer of the Association or a Regional Representative shall be as follows:
- (a) voting shall be by secret ballot;
  - (b) if after a ballot no candidate has achieved the number of votes required by paragraph (4), the candidate with the lowest number of votes shall be eliminated from the ballot and the delegates shall vote again on the remaining candidates;
  - (c) where two or more candidates in a ballot tie with the lowest number of votes, the Presiding Officer shall, by lot, draw the name of one of the candidates who shall be eliminated from the ballot;
  - (d) subject to subparagraph (e), the procedure set out in subparagraph (b) shall be repeated until a candidate achieves the number of votes required by paragraph (4);
  - (e) where, in a ballot of two candidates, there is an equality of votes, the Presiding Officer shall, by lot, draw the name of one of the candidates who shall be deemed to have achieved the number of votes required in paragraph (4).

## **THE OFFICERS OF THE ASSOCIATION**

### **17. Officers of the Association**

- (1) The Officers of the Association shall be the President, the Vice-President, the Chairperson of the Executive Committee, the Vice-Chairperson of the Executive Committee, the Treasurer, the Chairperson of the Commonwealth Women Parliamentarians, the CPA Small Branches Chairperson, and the Chairperson of the Commonwealth Parliamentarians with Disabilities.
- (2) An Acting Officer shall be eligible to seek election to a position for which he or she is acting, only if he or she ordinarily will have acted in that position for not more than 18 months at the close of nominations, otherwise he or she will not be eligible to seek election.
- (3) Paragraph (2) above shall not apply to a Vice Chairperson who, shall not qualify to contest if he or she ordinarily has acted in that position for more than 6 months.

### **18. President**

- (1) A President of the Association shall be chosen on a nomination in accordance with paragraph (4) and shall be the honorary head of the Association.
- (2) Other than as provided for in paragraph (3), the General Assembly shall choose a President of the Association.
- (3) The Executive Committee shall choose a President of the Association where:
  - (a) in accordance with Article 27(2), it has:
    - (i) determined the venue of the next Commonwealth Parliamentary Conference; or
    - (ii) altered the venue of that conference; or
  - (b) a casual vacancy arises in the office of President.
- (4) For the process of choosing under this Article:
  - (a) the Branch which is to be the host of the next Commonwealth Parliamentary Conference shall be entitled to nominate one of its members qualified under Article 35; and
  - (b) failing such nomination, the Executive Committee shall be entitled to choose a Member qualified under Article 35 from the host Branch.
- (5) Subject to paragraph (6), a President of the Association shall hold office from the conclusion of the Commonwealth Parliamentary Conference at which the choice is made until the conclusion of the next Commonwealth Parliamentary Conference.
- (6) Where the venue of the next Commonwealth Parliamentary Conference has been altered, the President of the Association chosen to hold office in the year of that conference shall cease to hold office on the choice of a successor or not enter into office, as the case may be.

## **19. Vice-President**

- (1) A Vice-President of the Association shall be chosen on a nomination in accordance with paragraph (4), and shall act as President when that office is vacant.
- (2) Other than as provided for in paragraph (3), the General Assembly shall choose a Vice-President of the Association.
- (3) The Executive Committee shall choose a Vice-President of the Association where:
  - (a) in accordance with Article 27(2), it has:
    - (i) determined the venue of the next but one Commonwealth Parliamentary Conference; or

- (ii) altered the venue of that conference; or
  - (b) a casual vacancy arises in the office of Vice-President.
- (4) For the process of choosing under this Article:
  - (a) the Branch which is to be the host for the next but one Commonwealth Parliamentary Conference shall be entitled to nominate one of its Members qualified under Article 35, and
  - (b) failing such nomination, the Executive Committee shall be entitled to nominate a candidate qualified under Article 35.
- (5) Subject to paragraph (6), a Vice-President of the Association shall hold office from the conclusion of the Commonwealth Parliamentary Conference at which the choice is made until the conclusion of the next Commonwealth Parliamentary Conference.
- (6) Where the venue of the next but one Commonwealth Parliamentary Conference has been altered, the Vice-President of the Association chosen to hold office in the year of that conference shall cease to hold office on the choice of a successor or not enter into office, as the case may be.

## **20. Chairperson of the Executive Committee**

- (1) The General Assembly shall, on a valid nomination, elect a Chairperson of the Executive Committee.
- (2)
  - (a) The Chairperson of the Executive Committee shall be the executive head of the Association.
  - (b) Without restricting the generality of paragraph (a), the Chairperson of the Executive Committee shall:
    - (i) be the official spokesperson of the Association on all matters affecting the policy of the Association;
    - (ii) where both the offices of President and Vice-President are vacant, act as President;
    - (iii) preside over meetings of the Executive Committee;
    - (iv) co-ordinate the work of, and provide policy guidance to, the subcommittees of the Executive Committee;
    - (v) provide policy guidance to the Secretary-General;
    - (vi) perform such functions as are delegated to the Chairperson by the Executive Committee; and

- (vii) serve as an *ex officio* member of all subcommittees of the Executive Committee, but without right of vote.
- (3) Not less than one hundred and twenty days prior to the date of a meeting of the General Assembly at which the election of the Chairperson of the Executive Committee is to take place, the Secretary General shall, in writing, invite nominations for the office from each Branch, Officer of the Association and Regional Representative, CWP/Small Branches Steering Committee Members and Commonwealth Parliamentarians with Disabilities Regional Champions.
- (4) To be valid, such a nomination shall:
- (a) be in writing;
  - (b) state, and contain the consent of, the nominee, who shall be qualified under Article 35 but shall not be the Chairperson of the Executive Committee then in office except where the Vice-Chairperson is performing the functions of the Chairperson (as Acting Chairperson) under the provisions of Clause 21(3) in which circumstances the Acting Chairperson would be eligible to seek election as Chairperson, provided that he or she will have acted in that position for less than 18 months at the close of nominations, otherwise he or she will not be eligible to seek election;
  - (c) be proposed and seconded by Members qualified under Article 35 to hold office in the Association; and
  - (d) subject to paragraph (6), be submitted by a Member of a Branch or by, or on behalf of, a Branch, or by an Officer of the Association or by a Regional Representative, and received by the Secretary-General not less than sixty days prior to the date of the meeting of the General Assembly at which the election of the Chairperson of the Executive Committee is to take place.
- (5) A valid nomination shall be placed on the agenda for the meeting of the General Assembly at which the election of the Chairperson of the Executive Committee is to take place.
- (6) Where no valid nomination is received within the period required by paragraph (4)(d), the General Assembly may receive otherwise valid nominations from the floor at the meeting at which the election of the Chairperson of the Executive Committee is to take place.
- (7) The Chairperson of the Executive Committee shall hold office from the conclusion of the General Assembly at which the Chairperson is elected and thence until the conclusion of the General Assembly in the third succeeding year or, if no Commonwealth Parliamentary Conference is held in the third of the three years, until the conclusion of the General Assembly of the next Commonwealth Parliamentary Conference held thereafter.

## **21. Vice-Chairperson of the Executive Committee**

- (1) The Executive Committee shall elect a person qualified under paragraph (4) as the Vice-Chairperson of the Executive Committee.
- (2) The Vice-Chairperson of the Executive Committee shall be elected at the first meeting of the Committee after a General Assembly and thereafter shall hold office until the conclusion of the General Assembly held during the next Commonwealth Parliamentary Conference.
- (3) The Vice-Chairperson of the Executive Committee shall perform the functions of the Chairperson in the absence of the Chairperson or when there is a casual vacancy in the office of Chairperson; in the latter event, the Vice-Chairperson shall perform the functions of the Chairperson until the conclusion of the next General Assembly at which a new Chairperson shall be elected.
- (4) To be qualified for election as Vice-Chairperson of the Executive Committee, a person shall be:
  - (a) a member of the Executive Committee, and
  - (b) a member of a Branch in a Region of the Association other than the Region in which the Chairperson is a member of a Branch.
- (5) Where there is a casual vacancy in the office of Chairperson and the Vice-Chairperson is acting as Chairperson, or where there is a casual vacancy in the office of Vice-Chairperson, the Executive Committee may elect one of its members to perform the duties of Vice-Chairperson until a Chairperson or Vice-Chairperson is elected.
- (6) An election under paragraph (5) may be held in a meeting of the Executive Committee or, in the absence of such a meeting, by a ballot of Members of the Executive Committee, and in either case election shall be by a simple majority of Members of the Executive Committee who vote in the election. The procedure for ballots held under this provision shall be determined by the Executive Committee and ratified by the General Assembly.
- (7) Article 28(7) shall not apply to an election under paragraph (6) of this Article.



## 22. Treasurer

- (1) The General Assembly, on the nomination of the Executive Committee, shall elect as Treasurer a person who is a member of Branch of the Association qualified under Article 35, and not being the Treasurer then in office except where there is an Acting Treasurer performing the functions of the Treasurer under the provisions of Clause 22(4), in which circumstances the Acting Treasurer would be eligible to seek election as Treasurer, provided that he or she will have acted in that position for less than 18 months at the close of nominations, otherwise he or she will not be eligible to seek election.
- (2) A Regional Representative on election as Treasurer shall forthwith go out of office as a Regional Representative.
- (3) The Treasurer shall hold office from the conclusion of the General Assembly at which the Treasurer is elected and thence until the conclusion of the General Assembly in the third succeeding year or, if no Commonwealth Parliamentary Conference is held in the third of the three years, until the conclusion of the General Assembly of the next Commonwealth Parliamentary Conference held thereafter.
- (4)
  - (a) In the event of a casual vacancy in the office of Treasurer, the Chairperson of the Executive Committee may appoint a Member qualified under Article 35 as Acting Treasurer to perform the functions of Treasurer until the next meeting of the Executive Committee.
  - (b) An appointment under paragraph (a):
    - (i) may be confirmed by the Executive Committee; or
    - (ii) the Executive Committee may appoint another Member qualified under Article 35 as Acting Treasurer.
  - (c) An Acting Treasurer shall hold office from appointment until:
    - (i) in the case of a person appointed under paragraph (a) whose appointment is not confirmed by the Executive Committee, the Executive Committee appoints an Acting Treasurer, and
    - (ii) in all other cases, the next General Assembly at which a Treasurer shall be elected in accordance with paragraph (1).
- (5) The Treasurer shall be:
  - (a) responsible to the Executive Committee and the General Assembly for the management of the finances of the Association; and
  - (b) the Chairperson of the Finance Subcommittee of the Executive Committee.

### **23. Network Chairpersons**

- (1) In the event of a casual vacancy in the office of Chairperson of the Commonwealth Women Parliamentarians, the Commonwealth Women Parliamentarians Vice-Chairperson shall perform the functions of the Commonwealth Women Parliamentarians Chairperson until the next General Assembly at which a new Commonwealth Women Parliamentarians Chairperson shall be elected.
- (2) In the event of a casual vacancy in the office of CPA Small Branches Chairperson, the Small Branches Vice-Chairperson shall perform the functions of the CPA Small Branches Chairperson until the next General Assembly.
- (3) In the event of a casual vacancy in the office of the Chairperson of Commonwealth Parliamentarians with Disabilities, the Vice-Chairperson of the Commonwealth Parliamentarians with Disabilities shall perform the functions of the Chairperson of the Commonwealth Parliamentarians with Disabilities until the next General Assembly.

## **THE REGIONAL REPRESENTATIVES**

### **24. Regional Representatives**

- (1) The General Assembly shall elect, on valid nominations, the prescribed number of Regional Representatives for each Region of the Association.
- (2) A Regional Representative shall hold office from the conclusion of the General Assembly at which a Regional Representative is elected until the conclusion of the General Assembly of the third Commonwealth Parliamentary Conference after that election.
- (3)
  - (a) Each Region shall be entitled to nominate Regional Representatives for its Region.
  - (b) No Branch may have more than one Regional Representative at any one time.
  - (c) In the absence of nominations by a Region, the General Assembly shall, at the meeting, receive nominations from the floor.
  - (d) Each Region shall nominate women to comprise at least one third of the prescribed number of its Regional Representatives to serve on the Executive Committee.
- (4) To be valid a nomination shall:
  - (a) be in writing;

- (b) nominate a person, qualified under Article 35, who is a member of a Branch in the Region which is to be represented by the nominee if elected, and
  - (c) nominate a person who may be an Acting or Alternate Regional Representative but who is not an elected Regional Representative then in office.
- (5) The requirements of paragraphs (3)(c) and (4) shall not prevent a Branch from nominating at a later date a Regional Representative to fill a vacancy if the name of the nominee was not known at the time of the meeting of the General Assembly.
- (6) At the election of Regional Representatives, where it is necessary to do so, each Region shall recommend, for nomination by the General Assembly, one or more Branches in its Region, other than a Branch of which a Regional Representative is a member, to be known as a “stand-by Branch”; in the absence of a recommendation, the General Assembly shall nominate one such Branch.
- (7) Where there is a casual vacancy for a Regional Representative:
- (a) the Branch whose member last held the office may nominate one of its Members, qualified under Article 35, as an Acting Regional Representative;
  - (b) failing such nomination, the stand-by Branch of the Region may nominate one of its members, qualified under Article 35, as an Acting Regional Representative, and
  - (c) at its next meeting, the General Assembly shall elect a Regional Representative for the remainder of the term of office of the previous incumbent.

## **THE EXECUTIVE COMMITTEE**

### **25. Composition of the Executive Committee**

The Members of the Executive Committee shall be:

- (a) the Officers of the Association;
- (b) the Regional Representatives; or in the absence of a Regional Representative,
- (c) Acting Regional Representatives, or
- (d) Alternate Regional Representatives, in the absence of Members mentioned in (b) or (c).

### **26. Alternates**

(1) At a meeting of the Executive Committee other than at the time of a Commonwealth Parliamentary Conference:

- (a) where the President or Vice-President is unable to attend, the Branch of which the Officer is a Member shall be entitled to nominate an alternate to attend the meeting in place of the Officer;
  - (b) where a Regional Representative is unable to attend:
    - (i) the Branch of which the Representative is a Member shall be entitled to nominate an alternate from its membership to attend the meeting in place of the Representative; and
    - (ii) if that Branch is unable to make a nomination, a stand-by Branch of the Region, as determined by the Region, shall be entitled to make such a nomination from amongst its membership.(2) An alternate nominated under paragraph (1) shall be a Member qualified under Article 35.
- (3) At a meeting of the Executive Committee held at the time of a Commonwealth Parliamentary Conference:
- (a) where the President or Vice-President is unable to attend, the leader of the delegation to the Commonwealth Parliamentary Conference from the Branch of which the Officer is a Member shall be entitled to attend the meeting as an alternate in place of the Officer;
  - (b) where a Regional Representative is unable to attend:
    - (i) the delegation to the Commonwealth Parliamentary Conference from the Branch of which the Representative is a member shall be entitled to nominate a Member of the delegation to attend the meeting as an alternate in place of the Representative;
    - (ii) in the absence of that delegation, the delegation to the Commonwealth Parliamentary Conference from the stand-by Branch of the Region shall be entitled to make such a nomination; and
    - (iii) in the absence of a delegation from the stand-by Branch, the delegates to the Commonwealth Parliamentary Conference from the Branches of the Region shall be entitled to nominate one of their number as an alternate to attend the meeting in place of the Representative.
- (4) At all meetings of the Executive Committee which the Chairperson of the Commonwealth Women Parliamentarians, CPA Small Branches or Commonwealth Parliamentarians with Disabilities Chairperson is unable to attend, the Vice-Chairperson of that network shall be entitled to attend the meeting in place of the Chairperson or, in the absence of the Vice-Chairperson, the network shall be entitled to nominate an alternate.

## **27. Powers and Duties of the Executive Committee**

- (1) Subject to Article 11(1) and paragraph (2), the control and management of the Association shall be vested in the Executive Committee, and it shall be competent to exercise all powers and do such acts as may be exercised or done by the Association, except those which are expressly reserved to the General Assembly.
- (2) The Executive Committee may determine the venue of the next, or next but one, Commonwealth Parliamentary Conference where it has not been determined by the General Assembly or may, for good cause, change the venue of a Commonwealth Parliamentary Conference which has been determined by the General Assembly.
- (3) In the exercise of its powers, the Executive Committee shall seek, as far as is practicable, to maintain a regional balance amongst the members of its subcommittees and in the staff of the Secretariat.
- (4) Without restricting the generality of paragraph (1), the Executive Committee:
  - (a) shall manage and control the assets of the Association;
  - (b) shall establish a Finance Subcommittee in accordance with paragraph (5);(c) shall determine the establishment, and the terms and conditions of employment of the staff, of the Secretariat;
  - (c) shall present to each ordinary meeting of the General Assembly:
    - (i) a report on the activities of the Association since the last General Assembly;
    - (ii) the budget of the Association for the next financial year and a financial projection for subsequent financial years; and
    - (iii) the audited accounts of the Association for the financial year or years since the last audited accounts were presented to the General Assembly;
  - (d) may establish subcommittees and appoint as a member any Regional Representative, and
  - (e) may delegate the exercise of its powers to any Officer of the Association or any member of a Branch of the Association qualified under Article 35.
- (5) The Finance Subcommittee shall have:
  - (a) in addition to the Treasurer, not more than fifteen members, including at least one member, and not more than three members, from each Region, each of whom shall be a member of a Branch, qualified under Article 35, and have appropriate financial experience, and
  - (b) authority to examine, and report to the Executive Committee on, the financial affairs of the Association.

- (6) In addition to the Chairperson of the Executive Committee, the President and Vice-President of the Association, the Vice-Chairperson of the Executive Committee and, subject to Article 22(5)(b), the Treasurer shall be entitled to serve as *ex officio* Members of all subcommittees of the Executive Committee but without right of vote.
- (7) The Co-ordinating Committee shall:
  - (a) Be composed of the Chairperson of the Executive Committee, the Vice-Chairperson of the Executive Committee, the Treasurer, the Chairperson of the Commonwealth Women Parliamentarians, the CPA Small Branches Chairperson and the Chairperson of the Commonwealth Parliamentarians with Disabilities, or their alternates as determined by Article 26(4).
  - (b) Oversee the implementation of practices, policies and procedures of the Executive Committee between meetings, ensure follow-up on Executive Committee decisions, recommend that the Secretary-General invoke Article 28(7) on any urgent and critical issues as may arise between Executive Committee meetings, oversee the development of issues to be brought before the Executive Committee and report any recommendations to the Executive Committee at its next meeting;
  - (c) Have as its Secretary the Secretary-General, without right of vote;
  - (d) As is practical, meet, either in person or remotely, prior to each full Executive Committee meeting and as necessary between meetings;
  - (e) Except in exceptional circumstances and always with the concurrence of the Chairperson of the Executive Committee or, subject to Article 21(3), the Vice-Chairperson of the Executive Committee, shall receive from the Secretary-General thirty days' written notice of the date and venue of a meeting;
  - (f) Be chaired by the Chairperson of the Executive Committee or, in the absence of the Chairperson, the Vice-Chairperson of the Executive Committee, and the Member chairing a meeting shall have a vote;
  - (g) In the event of an equality of votes, decide questions in the negative, and
  - (h) Have a quorum for its meetings of three, provided that the members present shall be members of Branches from at least two Regions of the Association.

## **28. Meetings of the Executive Committee**

- (1) The Executive Committee shall meet during, or within seven days of, each Commonwealth Parliamentary Conference and, as necessary, between Commonwealth Parliamentary Conferences. Meetings of the Executive Committee may be held in person, virtually or in a hybrid format.
- (2) Meetings of the Executive Committee may be convened by the Chairperson, or any three members of the Executive Committee. Except in exceptional circumstances, the Secretary-General shall give thirty days' written notice to each of its members of the date and venue of a meeting of the Executive Committee and of the business to be transacted.

- (3) The quorum for a meeting of the Executive Committee shall be eight, provided that the Members present shall be Members of Branches from at least five Regions of the Association.
- (4) (a) The Member present who is most senior in the order of precedence set out in paragraph (b) shall preside over meetings of the Executive Committee.
- (b) The order of precedence shall be:
  - (i) the Chairperson of the Executive Committee;
  - (ii) the Vice-Chairperson of the Executive Committee;
  - (iii) a member of the Executive Committee elected by the members present.
- (5) Subject to paragraph (6), the member presiding at a meeting of the Executive Committee shall not be entitled to vote.
- (6) In the event of an equality of votes in a meeting of the Executive Committee, the Member presiding shall exercise a casting vote.
- (7) (a) The Executive Committee may, when it is impractical to call a meeting, transact urgent business by a resolution circulated to all Members and approved in writing by two-thirds of the Members.
- (b) Such a resolution shall be deemed to have been passed at a meeting of the Executive Committee.
- (c) The Secretary-General shall, with the agreement of the Coordinating Committee that the business is urgent, be competent to initiate the procedure in paragraph (a).
- (8) Where an Officer of the Association or Regional Representative fails without valid reasons to attend a meeting of the Executive Committee during the whole period between ordinary meetings of the General Assembly, the Executive Committee may declare a casual vacancy to exist in the office.

## **THE SECRETARIAT**

### **29. Establishment of the Secretariat**

There shall be a Secretariat of the Association which shall be established at a place within the Commonwealth determined by the General Assembly.

### **30. Secretary-General**

- (1) The General Assembly:
  - (a) shall, on the nomination of the Executive Committee, appoint a Secretary-General of the Commonwealth Parliamentary Association; and

- (b) may, on the recommendation of the Executive Committee, terminate the appointment of the Secretary-General.
- (2) Where a casual vacancy arises in the office of Secretary-General, the Executive Committee shall appoint an acting Secretary-General who shall hold the appointment until the General Assembly appoints a Secretary-General.
- (3) Subject to the direction of the General Assembly and the Executive Committee, the Secretary-General shall:
  - (a) be the executive head of the Association and, in that capacity, administer its affairs and manage the staff of its Secretariat;
  - (b) be primarily responsible for representing the Association and promoting its aims and objectives;
  - (c) maintain close links with the Branches and provide advice and guidance on their activities and management;
  - (d) act as secretary to meetings of the Executive Committee, the General Assembly and the Commonwealth Parliamentary Conference; and
  - (e) undertake such other duties as are assigned by the General Assembly, the Executive Committee or its Chairperson.

### **31. Management Structure**

- (1) The Executive Committee:
  - (a) shall establish a management structure within the Secretariat, consisting of such senior officials as it considers necessary for the efficient operation of the Secretariat;
  - (b) shall appoint such senior officials; and
  - (c) may terminate such appointments.

### **32. Secretariat Staff and Regional Secretaries**

- (1) Subject to the direction of the Executive Committee, the Secretary-General:
  - (a) may appoint other Secretariat staff outside the Senior Management Team, and
  - (b) may terminate such appointments.
- (2) Every Region of the Association shall appoint, from among the Branches in that Region, a person to act as Regional Secretary. The manner of appointment and the terms and conditions and responsibilities of the Regional Secretary shall be such as the Region may determine. The Region shall advise the Secretary-General of the name of the Regional Secretary upon appointment.



## MISCELLANEOUS

### **33. Financial Year**

The financial year of the Association shall be the calendar year.

### **34. Use of funds**

As a non-profit making body, other than on winding-up the Association, any surpluses arising during a financial year must be used by CPA to further its purposes and may not be distributed to Branches.

### **35. Qualification for Office and Participation in Certain Activities of the Association**

- (1) Subject to paragraph (2), no person shall be entitled to be appointed or continue as an Officer of the Association, a member of the Executive Committee or its subcommittees, a Regional Representative, or as a delegate to a conference or other meetings of the Association, unless the person is a member of a Branch which enjoys full rights within the Association and also a member of the Legislature in which that Branch was formed. No person shall be entitled to be appointed or continue as a Regional Representative unless that person is a Member, or other representative, of a Branch which enjoys full rights within the Association.
- (2) Where a Legislature is dissolved for the purposes of a general election, its members at the time of dissolution shall be deemed to meet the requirements of paragraph (1) until the results of such election are declared or until the conclusion of the meeting or conference in which they are participating, whichever is the later.

### **36. Accidental Failure to Give Required Notice**

The accidental failure to give the notice required under this Constitution shall not invalidate proceedings to which the notice related unless either the Executive Committee or the General Assembly determines that a particular and substantial interest was prejudiced by the failure.

### **37. Dissolution of the Association**

- (1) If at any time a decision is taken at a General Assembly to dissolve the Association, the Executive Committee shall remain in office and be responsible for the orderly winding up of the Association's affairs.
- (2) After making provision for all outstanding liabilities of the Association, the Executive Committee must apply the remaining property and funds by transfer to the Branches in amounts determined by the Executive Committee (acting reasonably) with reference to the proportion of total membership fees that Branches have paid to the Association in the period until its dissolution.

### **38. Governing Law**

This constitution shall be governed by the law of the country that hosts the Secretariat of the Association.

### **39. Amendment of the Constitution**

- (1) This Constitution shall only be amended by a valid proposed amendment adopted at a meeting of the General Assembly.
- (2) A proposed amendment shall be valid if:
  - (a) it is proposed by a Branch and submitted in writing to the Secretary-General sixty days prior to date of a meeting of the General Assembly; or
  - (b) it is proposed by the Executive Committee.
- (3) A valid proposed amendment shall be placed on the agenda of the next meeting of the General Assembly following its proposal.
- (4) A valid proposed amendment shall be adopted if it is supported by the votes of two-thirds of the delegates present and voting at the General Assembly.

### **40. Revocation of the Previous Constitution and Transitional Arrangements**

- (1) As from the date at which this Constitution comes into effect, the previous Constitution is revoked without affecting action taken under it.
- (2) Notwithstanding the provisions of this Constitution, persons appointed or elected under the provisions of the constitution of the Commonwealth Parliamentary Association (charity no. 263147) who are in office on the date that this Constitution comes into effect shall continue in office in the equivalent positions under this Constitution until such date as is provided in this Constitution for the expiry or termination of their term of office.

### **41. Interpretation**

In this Constitution, unless the context otherwise requires:

"**Association**" means the Commonwealth Parliamentary Association;

"**Branch**" means a member of the Association that has been constituted as a Branch under Article 3;

"**Branch delegates**" means the prescribed number of delegates chosen by each Branch to attend

a Commonwealth Parliamentary Conference of the Association;

"**calendar year**" means the period from 1 January to 31 December inclusive;

"**casual vacancy**" means a circumstance where a position has become vacant during its term. Casual vacancies may arise through death, resignation, electoral defeat or any other reason.

"**Commonwealth**" means the Commonwealth of Nations, a voluntary association of independent sovereign states, their dependencies and countries in association with such states, as determined from time to time by Commonwealth Heads of Government;

"**Secretary-General**" means Secretary-General of the Commonwealth Parliamentary Association as appointed under Article 30; and

"**stand-by Branch**" is as defined in Article 24(6).

**-ENDS-**