

PROTOCOL

ON THE AMENDMENTS TO THE AGREEMENT ON THE ESTABLISHMENT OF THE INTERSPUTNIK INTERNATIONAL SYSTEM AND ORGANIZATION OF SPACE COMMUNICATIONS

The Contracting Parties,

proceeding from the purposes and objectives of the INTERSPUTNIK International Organization of Space Communications;

recognizing the need to improve the legal basis of the activity of the INTERSPUTNIK International Organization of Space Communications and

considering INTERSPUTNIK's transition to commercial operation of the satellite communications system managed by INTERSPUTNIK;

have agreed to insert the following amendments and revisions to the Agreement on the Establishment of the INTERSPUTNIK International System and Organization of Space Communications dated November 15, 1971 (hereinafter referred to as the Agreement):

Article 1

Modify Article 1 of the Agreement as follows:

1. Include the following subparagraph in paragraph 2: "INTERSPUTNIK is an open international organization".
2. Add new paragraphs 3 and 4:
- "3. For the purpose of this Agreement

"Member of the Organization" means a Government for which this Agreement has become effective;

"Operating Agreement" means the Operating Agreement of the INTERSPUTNIK International Organization of Space Communications;

"Signatory" means a telecommunications entity and/or Telecommunications Administration appointed by a Member of the Organization under Article 2 hereof for which the Operating Agreement has become effective ;

"Space segment of the Organization" means communication satellites with transponders, satellite-borne systems and ground control facilities providing normal operation of the satellites and owned or leased by the Organization;

"Share capital" means the Organization's own capital formed by the Signatories to support the activity of the Organization.

"Property of the Organization" means anything that irrespective of its nature can be the subject of a right of ownership, inclusive contracting and other rights, revenues and interests.

4. According to the provisions hereof the Operating Agreement is concluded.

Article 2

Modify Article 2 of the Agreement as follows:

1. Exclude paragraphs 1 and 2

2. Include the following new paragraphs:

- "1. Each Member of the Organization shall appoint a Signatory under its jurisdiction to sign the Operating Agreement. A single Member of the Organization may appoint several Signatories.
2. A Member of the Organization shall notify in writing the Depositaries of this Agreement and the Operating Agreement of the Signatory or Signatories appointed by it.
3. The relations between the Member of the Organization and the Signatory shall be governed by appropriate national laws. The Member of the Organization shall give directives to the Signatory in compliance with national laws.
4. A Member of the Organization shall not be liable for any obligations of Signatories."

Article 3

Add to Article 3 of the Agreement:

"If recommended by the Operations Committee, the Board may decide to relocate the Organization's headquarters to one of the member-countries."

Article 4

Replace in paragraph 2, Article 4 of the Agreement:

"...from Members of the Organization possessing such systems" with "by the Organization".

Article 5

Replace in the first phrase of subparagraph 3, Article 5 of the Agreement:

"...from its members" with "by the Organization".

Article 6

Redraft Article 6 of the Agreement:

"Communications satellites owned by the Organization shall be launched, positioned in orbit and controlled by the Members of the Organization having appropriate facilities or by other contractors on the basis of relevant agreements."

Article 7

Replace in paragraph 2 Article 10:

"Contracting Parties, nor the Contracting Parties shall be liable with respect to the obligations of the Organization" with "Members of the Organization and similarly the Members of the Organization shall not be liable for the Organization's obligations".

Article 8

Change Article 11 of the Agreement:

1. Replace in paragraph 1: "govern" with "perform".
2. Paragraph 1: add a new huphen between the huphens "Board" and "Directorate":

"the Operations Committee - a body of the Organization for immediate examination of and decision-making on different issues related to the Organization's activity."

3. Exclude the last subparagraph from paragraph 1.
4. Exclude paragraph 2.
5. Change the wording of paragraph 4 as follows: "The Board and the Operations Committee within the framework of their competence may establish auxiliary bodies required for the attainment of the goals of this Agreement and the Operating Agreement".
6. Modify paragraph 5:
 - "5. The meetings of the Organization's bodies may be held not only in the territories of the Members of the Organization but in any other place found most conducive by the Organization for its activity."

Article 9

Modify Article 12 of the Agreement:

1. Paragraph 3: add the words "the Operations Committee" after "any Member of the Organization."
2. Exclude second subparagraph from paragraph 4.
3. Word paragraph 6 as follows:
 - "6. The Board shall be competent to
 - 6.1. make decisions on the Organization's general policy and long-term goals including regulation and non-discrimination access to the space segment;
 - 6.2. supervise execution of the provisions of this Agreement and the Operating Agreement;
 - 6.3. ensure that the Organization's activity complies with the purposes and principles of the UN Charter as well as provisions of any other international agreement binding on the Organization by its decision;
 - 6.4. make decisions on the Operations Committee's recommendations;
 - 6.5. review and approve annual reports of the Operations Committee on its activity;
 - 6.6. review and approve annual reports of the Director General on the activity of the Organization;

- 6.7. approve its own rules of procedure;
 - 6.8. determine geographic regions on the basis of fair geographic representation in the Operations Committee and elect an adequate number of members of the Operations Committee from each region;
 - 6.9. make decisions on issues related to the Organization's official relations with states, both Members and non-Members, and with international organizations;
 - 6.10. make decisions on any amendments hereto or to the Operating Agreement;
4. Redraft paragraph 7 as follows: "The Board shall seek unanimity in approving its decisions. If this is not achieved, the decisions of the Board shall be considered adopted if voted for by no less than two thirds of the attending and voting Members of the Organization. Decisions approved shall be binding upon each Member of the Organization.

A decision shall not be binding upon any Member of the Organization if this Member does not agree to this decision and as a direct consequence withdraws from the Organization.

Any decision on the changes regarding the existing structure or major goals of the Organization may be approved only by common consent of the Members of the Organization. To determine whether the Board's decision results in the change of the structure or major goals of the Organization, the procedure set forth in the first subparagraph of paragraph 7 of this Article shall be applied."

5. Exclude paragraph 9.

Article 10

Add new Article 12^{bis}:

"Article 12^{bis}

1. The Operations Committee is the body of the Organization set up for the purpose of prompt consideration and decision making with regard to the Organization's activity.

Any Signatory may be a member of the Committee.

2. The Operations Committee shall

- 2.1. examine and approve issues related to the construction, procurement or lease as well as operation of the space segment;

- 2.2. approve plans for the development and improvement of the communications system of the Organization;
- 2.3. define specifications for the Organization's communication satellites;
- 2.4. examine and approve in-orbit delivery programmes for the Organization's communication satellites;
- 2.5. approve plans of communication channel allocation to the Members of the Organization and Signatories as well as the criteria applicable to the use of the Organization's space segment by other users including the procedure of authorizing such use;
- 2.6. define specifications for earth stations; establish the procedure of clearing an earth station for access;
- 2.7. determine whether an earth station intended for access to the Organization's communications system meets the specifications;
- 2.8. if necessary, establish in the framework of its competence auxiliary bodies and hold specialized meetings;
- 2.9. approve the structure and staff table of the Directorate as well as the regulatory documents of the Directorate;
- 2.10. approve the Organization's action plan for the next calendar year;
- 2.11. adopt the Organization's financing policy, examine and approve finance rules, annual budgets and annual finance reports, fix tariffs for the transmission of units of information or channel lease charges associated with the use of the Organization's communication satellites as well as make decisions on any other financial issues including investment shares and their redistribution;
- 2.12. determine the size of the share capital;
- 2.13. make decisions to approach national or international banking institutions for credits as well as define the terms and conditions of external financing from other sources;
- 2.14. examine and approve reports of the Director General on the activity of the Organization;
- 2.15. elect the Chairperson and members of the Auditing Commission, approve the working procedure and reports of this Commission;
- 2.16. approve amendments to the Operating Agreement and submit them to the Board for confirmation;

- 2.17. annually submit to the Board reports on its activity;
- 2.18. appoint an arbitrator when the Organization is involved in arbitration;
- 2.19. lay down and pursue the Organization's policy of intellectual and industrial property protection in relation to inventions or technological information created as a result of the Organization's activity or under contracts with the Organization;
- 2.20. supervise the activity of the Directorate;
- 2.21. approve its own rules of procedure;
- 2.22. perform any other functions under any other Article of this Agreement or the Operating Agreement as well as any other functions required for the attainment of the Organization's purposes."

Article 11

Change Article 13 of the Agreement as follows:

1. Delete in paragraph 2:
 "Who acts on the principles of undivided authority".
2. Word paragraph 3 as follows:
 "The Director General shall be responsible to the Board and the Operations Committee and shall act within the scope of his authority, and in this activity is guided by decisions of the Board and the Operations Committee."
3. Number subparagraphs of paragraph 4 as follows: 4.1., 4.2., 4.3. . . . and modify them:
 - a) Add to subparagraph 1: ".....and Operation Committee's";
 - b) Remove from subparagraph 2:
 "with the communications authorities, design agencies and industrial enterprises of the Members of the Organization."
 - c) Subparagraph 4:
 add "on behalf of the Organization" after "negotiates"
 - d) Change in subparagraphs 5 and 7: "Board" to "Operations Committee" respectively.

- e) Add to subparagraph 6: "and the Operations Committee" after "the Board"; replace "the Directorate's" with "the Organization's".
 - f) Add to subparagraph 8: ".....and the Operations Committee and their auxiliary bodies".
4. Add to paragraph 5:
"The Director General is jointly elected by the Board and the Operations Committee that may if necessary recall him from his post."
 5. Redraft paragraph 6 as follows:

"The staff of the Directorate shall be composed of nationals of the states whose governments are Members of the Organization with due regard for their professional qualifications and the equitable geographical representation, and if necessary in exceptional cases of the nationals of the states whose governments are non-members of the Organization."

Article 12

Change Article 14 of the Agreement as follows:

1. Paragraph 1: change "Board" to "Operations Committee".
2. Paragraph 3: change "submitted to the Board" to "approved by the Operations Committee".

Article 13

Word Article 15 of the Agreement as follows:

- "1. A Share Capital shall be established out of Signatories' contributions to support the activities of the Organization.
2. Investment shares in the share capital shall be appropriated to meet the following expenses of the Organization to the extent insomuch as the operating receipts are insufficient for this purpose:
 - a) Research and development costs related to the space segment and terrestrial communication satellite control system.
 - b) Costs for the designing, construction, procurement or leasing of the space segment and terrestrial communication satellite control systems.
 - c) Costs for the launch and in-orbit delivery of the Organization's communication satellites.
 - d) Other costs associated with the Organization's activity."

Article 14

Change Article 16 of the Agreement:

1. Paragraph 1: change "Members of the Organization" to "Signatories".
2. Paragraph 2: change "Members of the Organization" to "Signatories".
3. Word paragraph 3: Payment for communications channels made available shall be charged according to rates established by the Operations Committee.

Article 15

Change the wording of Article 17 as follows:

- "1. Any Member of the Organization or Signatory may voluntarily at any time withdraw from the Organization by notice in writing to that effect given to the Depository. Upon withdrawal of a Signatory from the Organization, corresponding notice to that effect shall be given by the Member of the Organization that appointed this Signatory.

The withdrawal of a Member of the Organization shall entail simultaneous withdrawal of any Signatory appointed by this Member.

2. Upon receipt, by the Depository, of the withdrawal notice, the Member of the Organization that gave such notice and any Signatory appointed by it or a Signatory whose withdrawal is notified shall forfeit the right of representation and the right of vote in any body of the Organization and shall not assume any obligations after the date of receipt of such notice. However, upon withdrawal of any Signatory both the Organization and the Signatory shall remain liable for financial settlements. For any Member of the Organization and/or Signatory the said withdrawal shall become effective, and this Agreement and/or Operating Agreement invalid upon expiry of three months as from the date of receipt, by the Depository, of written notice as set forth in paragraph 1.
3. Whenever a Signatory withdraws from the Organization, the Member of the Organization that appointed that Signatory shall, before the effective date of withdrawal, appoint a new Signatory as from this date or withdraw from the Organization. If a Member of the Organization fails to take the said measures before that date, it shall be considered to cease to be a Member as from the aforesaid date.
4. If for whatever reason a Member of the Organization wishes to appoint a new Signatory, such Member of the Organization shall give the Depository written notice to that effect. The Operating Agreement shall become effective for the new Signatory and invalid for the former Signatory as soon as the new Signatory assumes the obligations that its predecessor failed to meet and signs the Operating Agreement."

Article 16

Modify Article 18 of the Agreement as follows:

1. Replace in the first subparagraph of paragraph 1:

"Contracting PartiesB with æMembers of the Organization".

Add to the third subparagraph of paragraph 1:

"on the basis of recommendations submitted to it by the Operations Committee" after "the Board".

2. Change the wording of paragraph 2, Article 18:

- "2. In the event of the dissolution of the Organization any receipts resulting from the sale of its property shall be paid after the Organization meets all its obligations to the Signatories according to their shares in the Organization's share capital."

Article 17

Add new paragraphs 3 and 4 to Article 22 of the Agreement:

- "3. No state may continue to be or become a Member of the Organization unless any Signatory appointed by it sign the Operating Agreement."
- "4. No reservations hereto and to the Operating Agreement shall be admissible".

Article 18

Change the wording of Article 24 as follows:

- "1. Any Member of the Organization may propose amendments to this Agreement. Proposed text of amendments shall be forwarded to the Directorate which shall within three months upon receipt ask the Members of the Organization and its Signatories for comments and circulate such comments.

The Operations Committee shall examine and approve a recommendation concerning a given amendment at its next meeting but in no way earlier than after the expiry of a three-month period as from the date of circulation.

2. After a given amendment is examined by the Operations Committee it shall be considered at the next session of the Board of the Organization. If the Board approves the amendment it shall take effect as from the date of receipt by the Depositary of the last of the acceptance notices from two thirds of the Members of the Organization. An amendment which has come into force shall be binding on all Members of the Organization."

Article 19

1. This Protocol shall be accepted by each Member of the Organization according to its internal procedures. Notifications on acceptance of this Protocol shall be forwarded to the Depositary of the Agreement.
2. This Protocol shall take effect as from the date of receipt by the Depositary of notifications mentioned in paragraph 1 of this Article from two thirds of those governments that will be the Members of the Organization as at the date when the text of the Protocol is accepted.
3. This Protocol becomes binding on any Member of the Organization that accepts this Protocol after it takes effect as from the date when such Member of the Organization gives a corresponding notification to the Depositary.
4. "Members of the Organization may declare that they accept the provisional application of the Agreements on the Establishment of the INTERSPUTNIK System and Organization of Space Communications as amended by the Protocol with a corresponding notification to the Depositary."
5. For any Member of the Organization that supported the acceptance of the text of this Protocol or provided notification to the Depositary as set forth in paragraph 4 hereof, provisions of the Agreement establishing rules other than those arising out of this Protocol shall be suspended together with the Protocol of November 26, 1982 to the Agreement as from the day of the acceptance of the text of this Protocol or the date of notification by such Member to the Depositary of this Protocol.
6. No reservations to this Protocol are admissible.

Article 20

1. The Depositary of this Protocol, which shall be the Depositary of the Agreement, shall notify all the Members of the Organization of the date of each acceptance, deposition of any instruments of accession, this Protocol's entry into force or any other notices received.

2. This Protocol whose Russian, English, Spanish and French versions are equally authentic shall be deposited in the archives of the Depositary. Duly certified copies hereof shall be forwarded by the Depositary to the Members of the Organization.

In witness whereof, the duly authorized representatives have signed this Protocol.

Done at _____ (date)