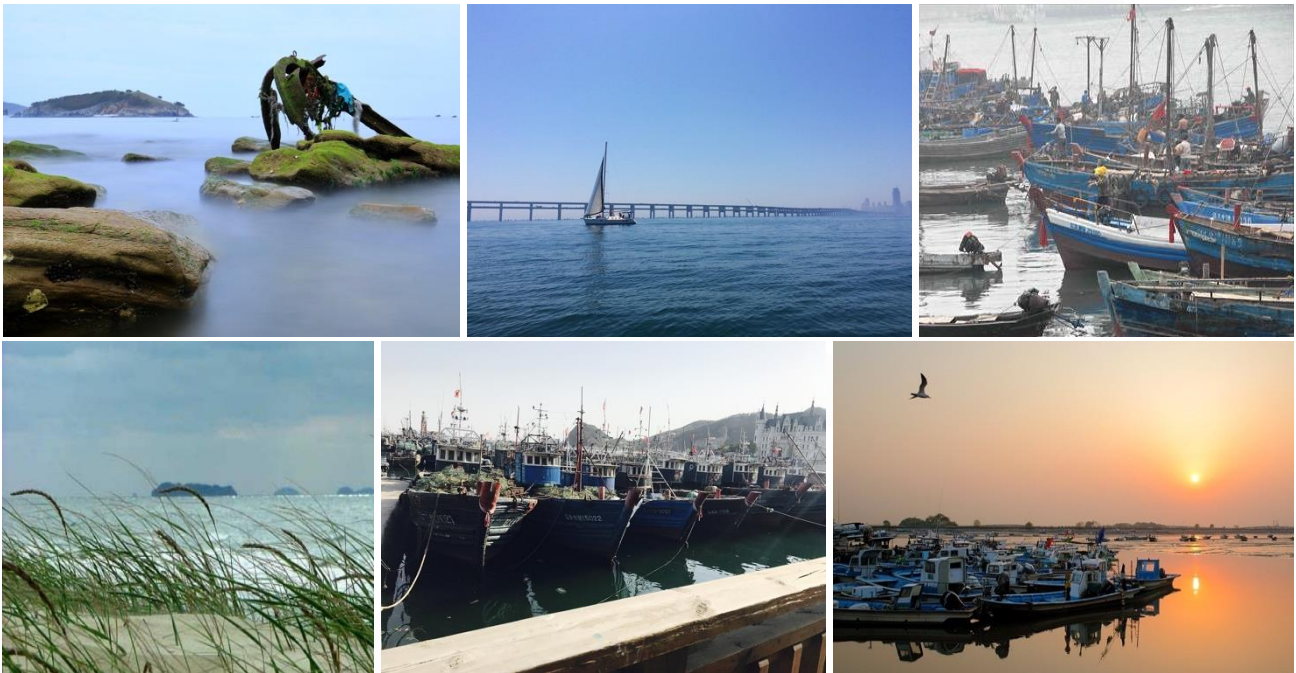


BASIC INSTRUMENTS FOR THE ESTABLISHMENT OF THE YELLOW SEA LME COMMISSION



DRAFT

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Implementing the Strategic Action Programme for the Yellow Sea Large Marine Ecosystem: Restoring Ecosystem Goods and Services and Consolidation of a Long-term Regional Environmental Governance Framework (UNDP/GEF YSLME Phase II Project)

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INTRODUCTION

1. This document presents a first draft of a possible set of instruments to establish, formally and comprehensively, a regional Commission with a mandate for promoting cooperation in the protection and sustainable use and development of the Yellow Sea.

Background, context and issues

The YSMLE Process

2. The Yellow Sea Large Marine Ecosystem (YSLME) is a socially, economically and environmentally valuable resource. Millions of people on the Yellow Sea coast and beyond rely on it for the livelihoods, while at the same time the maritime space supports transport, trade, fisheries and other commercial and recreational activities. But, like other regions, the Yellow Sea is facing stronger environmental pressures, both from other environmental processes such as climate change, and from increasing human economic development.
3. The RO Korea and PR China are actively contributing to the alleviation of the situation. A Strategic Action Plan (SAP) was adopted in 2009. A regional project (“the Project”) was launched in July 2017 with the UNDP as implementing agency and UNOPS as executing agency. The aim of the project is to achieve adaptive ecosystem-based management of the YSLME by fostering long-term sustainable institutional, policy and financial arrangements as described in the YSLME SAP. The SAP is currently under review and will be updated and adopted by the Interim Commission Council during the UNDP/GEF YSLME Phase II Project.
4. The SAP includes four components:
 - a. ensuring sustainable national and regional cooperation for ecosystem-based management, based on strengthened institutional structures, improved knowledge base and strengthened capacity for decision making;
 - b. improving ecosystem carrying capacity with respect to provisioning services;
 - c. improving ecosystem carrying capacity with respect to regulating and cultural services;
 - d. improving ecosystem carrying capacity with respect to supporting services.

To support the SAP implementation, institutional and legislative actions as well as new financial structure are required in order to develop robust coordination mechanisms, ensure the wide participation of stakeholders, reinforce national regulatory mechanisms and regional cooperation to promote environmental protection and to ensure a sustainable implementation of the regional cooperation within and beyond the Project. The institutional structure of the Commission is envisaged as a soft, non-legally binding and cooperation-based institution, but with – nevertheless – a comprehensive institutional architecture.

Institutionalising LME systems

In developing the documents for the Commission, note is taken of the concepts and principles on which cooperation has so far been developed. This refers in particular to the “large marine

ecosystem” concept¹ aimed at implementing the ecosystem approach to the marine and coastal environment, based around specific LMEs. The physical extent of an LME and its boundaries are based on four linked ecological, rather than political or economic, criteria: (1) bathymetry; (2) hydrography; (3) productivity; and (4) trophic relationships.

LME mechanisms are (in the first place) usually projects rather than organisations or agencies, so in general there is no formal membership or process. Moreover, while the LME concept itself has a specific framework (in particular, the preparation of Transboundary Diagnostic Analyses² (TDAs) and then Strategic Action Programmes (SAPs)), there is no single approach to developing long-term institutional arrangements under LME programmes. Three main approaches have been tested for maintaining and advancing LMEs beyond the UNDP/GEF project cycle:

- **Creation of a specific governance mechanism:** An example is the Benguela Current LME bringing together Angola, Namibia and South Africa. A convention, signed by these three countries in March 2013, established the Benguela Current Commission – in existence since 2007 – as a permanent inter-governmental organization. Its mandate covers marine waters under national jurisdiction and a large range of issues including pollution and fisheries. Similarly, PEMSEA (originally a GEF/UNDP/IMO project on marine pollution initiated in 1993) gained legal personality as an international organization in 2009, with a geographical scope covering 5 LMEs.
- **Establishment of an LME Commission within an existing institutional framework:** This is the case with the Guinea Current Commission³ (GCC) that will be established by the adoption and entry into force of a dedicated protocol under the Abidjan Convention.
- **Cooperative governance through existing organizations:** A third case is found where existing international organizations enter into cooperative arrangements in order to implement SAPs in partnership. The CLME+ Partnership in the Caribbean is a recent example: in 2017, 8 intergovernmental organisations involved in the management of marine resources in the Caribbean and North Brazil Shelf Large Marine Ecosystems (CLME+) region signed a Memorandum of Understanding to enhance regional collaboration in areas such as: oceans governance, marine spatial planning, pollution prevention, fisheries management, habitat protection, and oceans research. Importantly, the agreement formalizes the establishment of a “Regional Coordinating Mechanism”. This Mechanism will constitute the core of a new, wide-ranging global partnership (the “CLME+ Partnership”) that will be supported through the UNDP/GEF “CLME+” Project (2015-2020).

¹ Large Marine Ecosystems (LMEs) are vast areas of ocean (approximately 200,000 square kilometres or greater) adjacent to the continents in coastal waters and where primary productivity is generally higher than in open ocean areas. Based on a concept developed by the United States’ National Oceanic and Atmospheric Administration (NOAA), which both defines LMEs and establishes a framework for management, 66 LMEs have been identified: onesharedocean.org/public_store/publications/lmes-spm.pdf. The US government has itself used this approach since 1995, and globally the LME concept has been supported primarily by GEF, as a basis for its engagement in the marine and coastal sub-component of its International Waters program. As of 2013, the total GEF funding for 21 LME projects involving 110 countries amounted to USD 3.1 billion: Wright et al (2017), 25.

² The YSLME TDA was published in 2007: UNDP/GEF (2007).

³ An interim GCC was set up under the GCLME project. Its Ministerial Committee then agreed through the Abidjan Declaration that the interim commission would become the GCC through a protocol to the Abidjan Convention.

International law

The Commission instruments must be consistent with international law and must enable the Commission to take measures and implement the SAP in a manner consistent with international law, while respecting the sovereignty of the Signatory States and respecting the fact that the Yellow Sea countries are not always party to the same agreements.

The primary implications of this are that the MOU, while respecting the key objectives of the YSLME initiative (e.g. to achieve adaptive ecosystem-based management), should specifically respect the jurisdictional components of international law (in particular, that Signatory States retain their jurisdictional and sovereign rights under the law of the sea⁴) but should not prescribe extensively any substantive rules which seek to implement international agreements. The MOU is aimed at establishing the institutions of the Commission, and leaves

Participation of DPRK

Participants in the Interim Commission recognize the need for participation of the Democratic Peoples' Republic of Korea (DPR Korea) in the Commission, if its objectives are to be fully realised. Some activities, with the assistance of UNDP, have been undertaken to facilitate the participation of DPR Korea and both governmental and non-governmental participants have expressed a willingness to undertake actions or otherwise to assist in facilitating the participation of DPR Korea. In particular, the Hanns Seidel Foundation (HSF) has an office in DPR Korea and has indicated it may be able to offer assistance in terms of facilitating DPR Korea to join the project through its communication channels in the country.

The current draft Basic Documents proceed on the basis that DPR Korea may or may not become a member of the Commission. The architecture developed in the documents below are designed to work with two or three State Signatories.

Other organizations and the Yellow Sea Partnership

Throughout the work so far under the Interim Commission substantial importance has been attached to the development of a partnership approach with other stakeholders in the Yellow Sea. There is a large number of intergovernmental, governmental and non-governmental (private sector and civil society) organizations that may be considered stakeholders in the Yellow Sea region.

Both PR China and RO Korea are members of the key regional maritime mechanisms: PEMSEA (Partnerships in Environmental Management for the Seas of East Asia), which consists of 11 countries and which covers six LMEs, including the Yellow Sea; COBSEA (Coordinating Body of the Seas of East Asia); and NOWPAP (Northwest Pacific Action Plan / Action Plan for the Protection, Management and Development of the Marine and Coastal Environment of the Northwest Pacific Region).

⁴ The UN Convention on the Law of the Sea (1982) and its two Implementing Agreements – the Part XI Deep-Sea Mining Agreement (1994) and the Fish Stocks Agreement (1995) – set out the main parameters of the legal framework within which all activities in the oceans and seas must be carried out and, as reaffirmed by the UNGA in its Resolution No. 66/231 (2011), is of strategic importance as the basis for national, regional and global action and cooperation in the marine sector.

Yellow Sea LME Partnership

A key component of the architecture is the Yellow Sea LME Partnership. A specific progress indicator (*Indicator 1.3: Number of the YS Partners in support of YSLME SAP*) is directed towards this partnership, as are various institutional objectives (e.g. the RWG-G has a specific objective “to strengthen partnership with regional co-operative institutions”; while at ICC1, the dynamics and value of a strengthened Yellow Sea Partnership in support of the implementation of the YSLME SAP, in particular as regards knowledge sharing and implementation of collaborative activities was recognized by the MSTP).

Indeed, a strong stakeholder partnership is an essential component of effective governance and, ultimately, a necessary step towards achieving ecosystem management. The 1st Meeting of ICC requested the Secretariat to organize annual Yellow Sea Partnership Forum starting from 2018. The 2018 YS Partnership Forum is designed to contribute to the planning process for YSLME biodiversity conservation up to 2030.

National frameworks

A key objective and target of the Commission will be to assist in strengthening, and where appropriate harmonizing, national legislation. While the YSLME Commission and SAP are regional mechanisms, it is at the national level where much strengthening will be required since – ultimately – policy decisions will be made and implemented by national policy makers.

Assessments (conducted under the present project) of national legislation in China and RO Korea indicate the progress and limitations of national law and governance currently in each country, but also demonstrate the value that could be gained from shared capacity-building exercises, share information exchange and in some cases harmonized approaches.

Project context

Establishment of the Commission

One of the actions envisaged in the SAP is the establishment of the YSLME Commission as a permanent institutional framework to continue and expand current efforts made under the first phase of the UNDP/ GEF YSLME Project. The Commission is envisaged as a soft, non-legally binding and cooperation-based institution that will coordinate and enhance regional and national efforts to apply ecosystem-based management.

Regional cooperation concerning the YSLME has a developing architecture. Similar to other LME projects, partners in the Yellow Sea have built ad hoc partnerships in the form of regional steering groups (comprising governments, UN and donor agencies, as well as the Regional Seas programmes) and national inter-ministerial committees to ensure cross-sectoral coordination at the national level. The UNDP/GEF SAP implementation project is envisaged as the mechanism through which the Commission is established, with negotiation mechanism, conflicts resolution procedure and its sustainable financing mechanism and agreement. Through the current phase of the project, it is envisaged that the Interim Commission will serve as the mechanism for discussing and agreeing the final structure and details of the Permanent Commission.

Interim Commission architecture

The current architecture of the Interim Commission is described in full in YSLME Secretariat (2017). In brief, the Commission consists of the following bodies:

- Interim Commission Council (ICC)
- Inter-Ministry Co-ordinating Committee (IMCC)
- Management, Science and Technical Panel (MSTP)
- Regional Working Groups (RWGs)
- National Coordinator (NC)
- National Working Groups (NWGs)
- Secretariat.

Overview of the institutional documents

The documents to institutionalize the Commission are organized as follows:

- A **Memorandum of Understanding** as the main constitutive instrument (the “constitution” of the Commission). As envisaged, this is non-legally binding but it is nevertheless a detailed instrument which sets out a range of commitments concerning the formation of the institutional bodies and the responsibilities and modalities for cooperation. It establishes the main Commission bodies (see below). The Parties to the MOU itself are the Signatory States only, but other entities that become members of the Commission undertake to commit to its provisions.
- **Statutes and Rules of the Council, IMCC and MSTP** are annexed to the MOU, but are an integral part of it. They provide the detailed regulations and procedural rules for each body. As they are part of the MOU, the Parties are the Signatory States, but other entities that become members of the Commission undertake to commit to the provisions of these documents.
- **Common Rules of Procedure for Regional Working Groups** provide general rules of procedure for the conduct of meetings of the Regional Working Groups (which may also be used for other subsidiary bodies). Unless an alternative procedure is specified in the MOU or the Terms of Reference in respect of a particular Regional Working Group, these Rules apply to all Regional Working Groups.
- **Common Rules of Procedure for Observers** provide rules for the admission of observers at meetings of Commission bodies. These can be amended for specific bodies, but otherwise apply to all meetings.
- **Financial Regulations** set out the rules for managing the operative funds of the Commission. These funds (and hence the regulations) are separate from Trust Fund, which is subject to separate arrangements.
- **Draft Headquarters Agreement** establishes the rules (rights, duties and privileges) of the Commission in the country that hosts the Commission institutions. (In the case these are located in different countries, there would need to be an agreement with each host country). While the agreement to establish the Commission is non-binding, the Headquarters Agreement would need to be binding between the Commission and the host country, and the Commission would need to have legal standing in the host country (in order to be able to conduct transactions, etc.).
- The **Partnership Agreement** is a general MOU setting out the key aims of cooperation and key commitments for members of the Partnership. The Council is responsible for the MOU.

- **Code of Conduct for Commission Officials** sets out the fundamental guidelines for the conduct of officials of the Commission. The Council is responsible for the Code.

An important consideration for each instrument, and the inter-relationship between them, is the level at which they are concluded, who has responsibility once the instruments have been adopted and the procedure for amending and revising the instruments. The first question is not currently addressed in the instruments: the MOU will be concluded by the Signatory States, but it does not specify whether this will be at the technical level (e.g. ministry-ministry) or diplomatic level (e.g. country-country). The table below summarises the responsibilities following adoption:

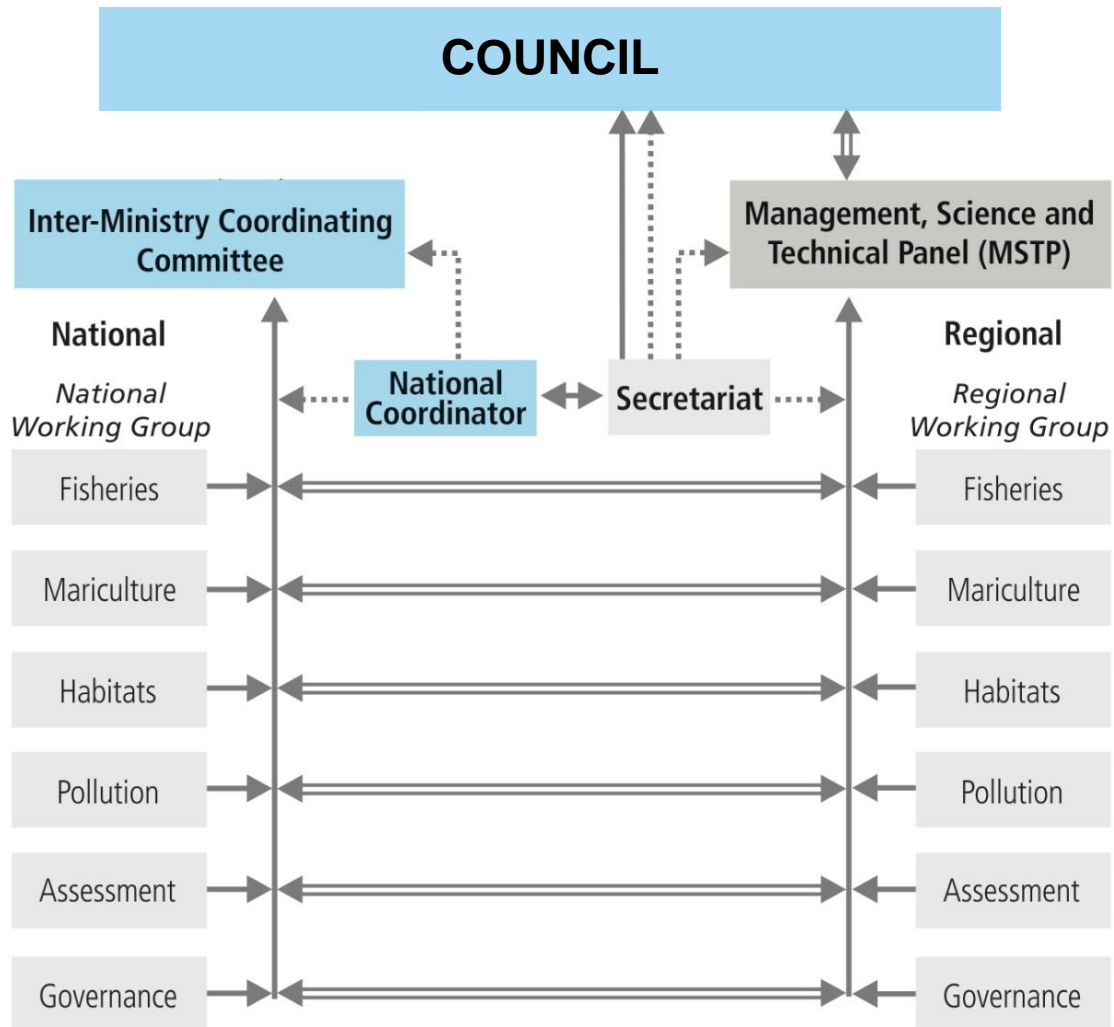
Instrument	Responsibility	Amendment
MOU	Signatory States	mutual agreement of the Signatories
Council Statutes	Council	majority decision of the Council provided that no Signatory objects
MSTP, IMCC Statutes	Council	majority decision of the Council provided that no Signatory objects
RoPs Working Groups	Council	majority decision of the Council provided that no Signatory objects
RoPs Observers	Council	majority decision of the Council provided that no Signatory objects
Financial Regulations	Signatory States	mutual agreement of the Signatories
Headquarters Agreement	Commission, Host State	mutual agreement of the parties
Partnership Agreement	Council	Council decision
Code of Conduct	Council	Council decision

Commission architecture

The MOU implements to a large extent the existing architecture of the Interim Commission, with adaptations focussed on the changes necessary to institutionalize the Commission. Thus, the architecture is as follows:

- The **Council** is the supreme decision-making authority with respect to the activities of the Commission and the implementation of the Strategic Action Plan. Detailed rules for the operation of the Council are set out in the **Statutes of the Council** which are part of the MOU.
- The **Inter-Ministry Coordinating Committee (IMCC)** will (continue to) coordinate national activities among relevant national ministries and institutions in order to ensure effective implementation of national activities coherently with regional directions and objectives within the Commission.
- The **Management, Scientific and Technical Panel (MSTP)** will (continue to) provide advice on managerial, scientific, and technical matters to the Council and guidance on managerial, scientific, and technical matters to Regional Working Groups.
- A **Secretariat** will (continue to) service and support the Council and the MSTP, and to liaise as necessary with the IMCC and the **Regional Working Groups**, while the **National Coordinator**

role is maintained to service and support the IMCC and liaise with the **National Working Groups**.



NWG = National Working Groups; RWG = Regional Working Groups; IMCC = Inter-Ministry Co-ordination Committee; NC = National Co-ordinator; MSTP = Management Science and Technology Panel. National and Regional Working Groups include Fisheries = F; Mariculture = M; Habitats = H; Pollution = P; Assessment = A; and Governance = G

References

UNDP/GEF (2007). Transboundary diagnostic analysis for the Yellow Sea LME. UNDP/GEF project: Reducing environmental stress in the Yellow Sea Large Marine Ecosystem. (Ansan, Republic of Korea)

YSLME Secretariat (2017). Architecture of Interim YSLME Commission. (Incheon, Republic of Korea)

MEMORANDUM OF UNDERSTANDING ON THE ESTABLISHMENT OF THE YELLOW SEA COMMISSION

This Memorandum of Understanding is made on 2018 between the People's Republic of China and the Republic of Korea.

Whereas the Signatories have signed the Political Declaration on the Protection of the Yellow Sea, expressing their firm commitment towards the protection, enhancement and sustainable development of the Yellow Sea ecosystem;

And whereas the Signatories, in partnership with other stakeholders with an interest in the protection, enhancement and sustainable development of the Yellow Sea, wish to establish a regional mechanism to safeguard the Yellow Sea ecosystem for present and future generations;

Consequently the Signatories have agreed to enter into this Memorandum of Understanding (MOU) to reflect their mutual intention to cooperate, coordinate and combine their efforts towards the sustainable development and protection of the Yellow Sea ecosystem;

The Signatories hereby agree on the terms of understanding as follows:

Part 1 | Preliminary Matters

Article 1 Objectives

- 1.1 The objectives of this MOU, to be pursued by the Signatories jointly and as far as possible through the Commission, on behalf of present and future generations, are to—
- (a) promote, facilitate and enhance the protection of the marine environment in the Yellow Sea and to improve the health of the Yellow Sea [large marine] ecosystem;
 - (b) promote, facilitate and enhance the conservation, management and sustainable use of the resources of the Yellow Sea;
 - (c) through the Strategic Action Plan, subsequent action plans and related frameworks, establish a long-term governance and management structure for the Yellow Sea [large marine] ecosystem;
 - (d) promote, facilitate and enhance coordination and synergies at and between the regional, national and sub-national levels, and enhance regional and national efforts to apply ecosystem-based management;
 - (e) improve inter-sectoral coordination and mainstreaming of ecosystem-based management principles at the national level;
 - (f) strengthen stakeholder participation in management and improved policy making;

- (g) promote and facilitate exchanges amongst and collaboration of academia, industry, civil society and government to build knowledge and application of best practices, to enable wider sharing of environmental information and data and to enhance skills and capacity for region-wide ecosystem-based management.

Article 2 Interpretation

Unless the context otherwise requires, the terms and expressions set out in the Appendix shall have the meanings set out therein both in this MOU and in any other document adopted under or pursuant to it.

Article 3 Application

- 3.1 This Memorandum applies to the Yellow Sea [large marine] ecosystem, to all biological and genetic diversity in the Yellow Sea, to all activities that take place in the Yellow Sea or which utilize the resources of the Yellow Sea and to all persons who use or derive benefit from the Yellow Sea [large marine] ecosystem.
- 3.2 For the purposes of this MOU the reference to the Yellow Sea includes the territorial sea and exclusive economic zone of each Party. However, nothing in this MOU, or in any instrument, decision or other matter related to it, restricts, interferes with or in any way modifies the sovereign rights of [any country bordering the Yellow Sea] and no decision or other measure can be taken which applies in the territorial sea or exclusive economic zone of any Signatory without that Signatory's express consent.

Article 4 Legal Intention

- 4.1 This MOU is an expression of the mutual intentions of the Signatories and is not legally binding on them or enforceable against them.
- 4.2 The Signatories take part in this MOU on the basis of full equality in rights and duties, respect for national sovereignty and independence, non-interference in their internal affairs, the pursuit of mutual benefits and on the basis of agreed norms of international law.
- 4.3 Notwithstanding paragraphs 4.1 and 4.2, it may be necessary for the Signatories, individually or collectively, to enter into legal arrangements for the purposes of establishing the Commission.

Part B | Cooperation

Article 5 General Undertakings

- 5.1 The Signatories will endeavour, either individually or jointly, to take all appropriate measures in conformity with international law and consistently with this MOU to prevent, reduce and control threats to the Yellow Sea ecosystem, of any kind and from any source, and to ensure sound environmental management and development of natural resources, using for this purpose the best practicable means at their disposal, in accordance with their capabilities and based on principles of ecosystem management.
- 5.2 The Signatories agree also to cooperate in the formulation and adoption of harmonized standards, measures, procedures or controls where this will improve environmental management in conformity with the objectives of this MOU.

- 5.3 Where standards, measures, procedures, controls or other approaches are developed at the regional level pursuant to this MOU (“regional measures”), the Signatories undertake to review and where necessary develop in their own jurisdiction laws, regulations and other national procedures and measures consistent with those regional measures.
- 5.4 The Signatories will cooperate actively to build relations with other stakeholders, in order to establish a permanent partnership for the Yellow Sea and to maximize the engagement of stakeholders in decision-making, policy development, implementation and management.
- 5.5 The implementation of specific areas of cooperation and specific activities under this MOU will be subject to available resources.

Article 6 Strategic Action Plan

- 6.1 The Signatories agree to maintain, develop and extend the Strategic Action Plan as the framework for specific areas of cooperation and specific activities to be undertaken.

[This could be elaborated – the areas of cooperation could be specified].

- 6.2 The Signatories commit to implement, subject to availability of necessary resources, the measures and actions in the Strategic Action Plan.

Article 7 Scientific and Technical Cooperation

- 7.1 The Signatories undertake to cooperate, through the Commission and in partnership with other stakeholders, in conducting scientific research related to the Yellow Sea large marine ecosystem and will undertake, where appropriate, joint programmes of scientific research and exchange relevant scientific data and information.
- 7.2 The Signatories agree to cooperate through the Commission in establishing appropriate scientific criteria for the formulation and elaboration of rules, standards and recommended practices and procedures for the prevention, reduction and control of pollution of the marine environment of the Yellow Sea.
- 7.3 The Signatories agree to cooperate through the Commission on establishing, where appropriate and practical, complementary or joint monitoring programmes for observing, measuring, evaluating and analyzing the Yellow Sea ecosystem.
- 7.4 The Signatories agree to cooperate, as appropriate, in the development, acquisition and introduction of climate resilient, renewable and clean waste technologies, including by adopting measures to facilitate the exchange of such technology.

Article 8 Cooperation in Cases of Emergency

- 8.1 The Signatories agree to cooperate in taking all necessary measures to respond to pollution emergencies in the Yellow Sea, whatever the cause of such emergencies, and to control, reduce or eliminate pollution or the threat of pollution resulting from such emergencies.
- 8.2 To this end, the Signatories agree to develop and promote joint contingency plans for responding to incidents involving pollution or other threats to the Yellow Sea ecosystem.

- 8.3 When a Signatory becomes aware of cases in which the Yellow Sea ecosystem is in imminent danger of being polluted or has been polluted, it will immediately notify other States likely to be affected by such pollution, as well as the Council.

Part C | Yellow Sea Commission

Article 9 Establishment of the Yellow Sea Commission

- 9.1 The Signatories agree to establish the Yellow Sea Commission, in accordance with this Article.
- 9.2 The Commission will consist of the organs described in Article 10 and such other bodies as may be established in accordance with this MOU.
- 9.3 The Commission will have such legal capacity as may be necessary for the exercise of its functions.
- 9.4 The Commission will conclude a Headquarters Agreement with the host Signatory State and such other similar agreements as may be necessary where an organ of the Commission is established in another host Signatory State.
- 9.5 The privileges and immunities of the officials of the Commission shall be determined by agreement among the Signatories.

Article 10 Organs of the Commission

- 10.1 The Commission will consist of the following permanent organs—
- 10.1.1 the Council, as the the supreme decision-making authority with respect to the activities of the Commission and the implementation of the Strategic Action Plan;
- 10.1.2 the Inter-Ministry Coordinating Committee, to coordinate national activities among relevant national ministries and institutions in order to ensure effective implementation of national activities coherently with regional directions and objectives within the Commission;
- 10.1.3 the Management, Scientific and Technical Panel, to provide advice on managerial, scientific, and technical matters to the Council and guidance on managerial, scientific, and technical matters to Regional Working Groups; and
- 10.1.4 the Secretariat, to carry out the functions specified in **Error! Reference source not found.**
- 10.2 The Statutes for, respectively, the Council, the Inter-Ministry Coordinating Committee and the Management, Scientific and Technical Panel are appended to this MOU and are an integral part of it.
- 10.3 The Statutes may be amended at any time by the Council by a majority decision of the Council provided that no Signatory objects.

Article 11 Secretariat

- 11.1 The Parties will establish and support a permanent Secretariat to provide administrative and executive services to the Council and, when provided for in this MOU or otherwise directed by the Council, to the Subsidiary Bodies.

11.2 The functions of the Secretariat will include—

- a) organizing and servicing meetings of the Council and regional meetings of the Subsidiary Bodies;
- b) organizing and servicing other meetings and activities under the auspices of the Commission, when directed by the Council;
- c) liaising with, and providing administrative support where necessary, to the Subsidiary Bodies in the execution of their functions;
- d) drafting policy, managerial and technical papers for meetings of the Council and the Subsidiary Bodies, as may be relevant, on implementation of the Strategic Action Plan and such other matters as the Council may direct;
- e) preparing annual implementation reports and such other reports as the Council may require;
- f) maintaining the Management Advisory Roster, and providing advice to the Management, Scientific and Technical Panel on the appointment of regional experts as Regional Working Group members;
- g) liaising closely with the national bodies to ensure effective and coordinated implementation of national activities coherently with regional efforts and objectives;
- h) assisting the Commission Organs in promoting cooperation with relevant organizations, including private sector and civil sector organizations; and
- i) assisting in disseminating information related to the work of the Commission to audiences nationally, regionally and internationally.

11.3 The Council, by a majority decision of the Council provided that no Signatory objects, will appoint the Executive Director and other officials of the Secretariat.

11.4 The Executive Director may appoint technical and administrative staff in accordance with rules established by the Council.

Article 12 Regional Working Groups

12.1 The Management, Scientific and Technical Panel, with the agreement of a majority of the Council, may establish such Regional Working Groups as are necessary or expedient to enable the Commission to achieve its objectives and carry out its work of effectively.

12.2 The Management, Scientific and Technical Panel will determine the Terms of Reference (including the mandate and membership criteria) for each Regional Working Group.

12.3 Membership of a Regional Working Group, unless determined differently by the Panel pursuant to Article 12.2, should consist ordinarily of up to six members (unless the terms of reference warrant a larger membership), including—

- a) a national focal point from each Signatory State, one of whom shall be elected as Chairperson and one of whom shall be elected as Vice-Chairperson by the Regional Working Group;

- b) leading experts in fields relevant to the work of the Regional Working Group in question, nominated by the Committee and appointed by the Secretariat; and
- c) representatives from civil society, private sector and academic organizations.

12.4 Subject to any specific or alternative terms of reference that the Panel may determine under Article 12.2, the tasks of a Regional Working Group will include—

12.4.1 preparing work plans in accordance with their terms of reference, for consideration of the Panel and approval by the Council;

12.4.2 monitoring and supervising activities set out in approved work plans, in accordance with guidance that may be provided by the Panel;

12.4.3 monitoring and supervising activities carried out by corresponding National Working Groups, and providing advice, technical guidance and additional support as may be required;

12.4.4 providing advice within its sphere of competence to the Panel.

12.5 Unless, upon a recommendation of the Management, Scientific and Technical Panel or on its own initiative, the Council by a majority decision decides on different Rules of Procedure, each Regional Working Group will conduct its business in accordance with the Common Rules of Procedure for Working Groups, appended to this MOU.

Article 13 National Working Groups

13.1 The Inter-Ministry Coordinating Committee may establish National Working Groups to coordinate, develop and facilitate the implementation of management actions at the national level.

13.2 A National Working Group established under this Article—

13.2.1 should be organized in line with the requirements, focal areas and activities of the Regional Working Groups;

13.2.2 should be established, with respect to each substantive area, for each participating country and

13.2.3 will have such terms of reference as the Committee may determine.

13.3 Membership of a National Working Group should consist of—

- a) a national focal point from each Signatory State, one of whom shall be appointed as Chairperson by the Committee;
- b) leading experts in fields relevant to the work of the National Working Group in question, nominated by the Committee and appointed by the National Coordinator; and
- c) representatives from civil society, private sector and academic organizations.

13.4 The National Coordinator shall serve as the Secretariat of the National Working Groups.

- 13.5 Subject to any specific or alternative terms of reference that the Committee may determine under paragraph 13.2.3, the tasks of a National Working Group will include—
- 13.5.1 preparing, in close coordination with the respective National Working Groups in other participating countries, national activities with work plans to implement the national Strategic Action Plan for the respective Regional Working Group to consider and agree upon;
 - 13.5.2 monitoring and evaluating the progress of national activities and amend them, as necessary, in consultation with the Regional Working Group;
 - 13.5.3 reporting to the Committee through the National Working Group chairperson on the progress of national activities;
 - 13.5.4 reporting to the Regional Working Group through the National Working Group chairperson on the execution of national activities; and
 - 13.5.5 facilitating the execution at national level of activities identified by the Regional Working Group as appropriate to implement the regional Strategic Action Plan, in addition to those activities relevant to the implementation of the national Strategic Action Plan.
- 13.6 Unless, upon a recommendation of the Inter-Ministry Coordinating Committee or on its own initiative, the Council by a majority decision decides on different Rules of Procedure, each National Working Group will conduct its business in accordance with the Common Rules of Procedure for Working Groups, appended to this MOU.

Article 14 National Coordinator

- 14.1 Through a decision-making process determined by the IMCC, and approved by the Signatories, the Inter-Ministry Coordinating Committee will appoint a National Coordinator (who shall be a full-time staff member of the Commission).
- 14.2 The functions of the National Coordination will include—
- a) serving as the Secretary to the Committee, and liaising as necessary with the Secretariat;
 - b) serving as the primary national contact for the Regional Working Groups and the Secretariat;
 - c) coordinating national activities among the National Working Groups under the direction of the Committee; and
 - d) serving as a member of, and reporting on national activities to, the Management, Scientific and Technical Panel on behalf of the Committee;
 - e) assisting the Committee in reviewing and coordinating national activities, in securing technical and financial resources necessary to implement national activities and in monitoring the progress of the activities;
 - f) compiling a register of national management, scientific and technical experts in fields related to the work of the Commission for consideration by the Committee for nomination to the Management Advisory Roster;

- g) coordinating the national activities among the National working Groups under the direction of the Committee;
- h) reporting to the Management, Science and Technical Panel on behalf of the Committee on the progress of national activities and serving as a member of the Panel;
- i) assist the Committee to facilitate the participation of civil society, private sector and academic organizations in the work of the Commission and to disseminate the findings and results of the Commission to broad audiences; and
- j) performing such other tasks as the Committee shall from time to time decide.

Article 15 Other bodies

- 15.1 The Council, on its own initiative or upon a recommendation by any other Commission Organ, may establish such other subsidiary bodies, working groups or other mechanisms as may be necessary or expedient to enable the Commission to achieve its objectives and carry out its work of effectively.
- 15.2 The decision to establish a subsidiary body, working group or other mechanism, including its form, terms of reference and rules of procedure, shall be adopted by a majority decision of the Council provided that no Signatory objects.

Article 16 Budget

- 16.1 The funds of Commission shall be provided by the Signatory States.
- 16.2 The Signatory States shall agree by consensus their respective financial contributions at each Annual Meeting.

Article 17 Trust funds

- 17.1 The Council may establish, from time to time, trust funds comprised of voluntary contributions from sources other than the budget provided pursuant to Article 16 in order to advance the implementation of this MOU.
- 17.2 The Executive Secretary may accept on behalf of the Commission voluntary contributions from other sources, subject to agreement by the Council and provided that the purposes for which such voluntary contributions have been made are consistent with the policies, aims and activities of the Commission.
- 17.3 The establishment and operation of any trust fund shall be subject to a separate agreement, including operational regulations, between the Signatory States and any other party, as may be appropriate.

Article 18 Disclosure of conflict of interests

- 18.1 Any participant in any meeting of the Commission, including members any Commission body and their representatives, observers at meetings or Secretariat staff, who has a direct or indirect personal, business or political interest in any matter before that meeting must as soon as

possible after the relevant facts have come to his knowledge, disclose the nature of that interest—

- a) to the Chairperson of the meeting, if the meeting is in session; and
- b) in any other case, to the Executive Secretary.

18.2 An interest for the purposes of Article 18.1 includes—

- a) any financial or business interest; and
- b) any private, political or other interest relating to the matter before the Commission which might lead to a personal benefit from actions or decisions made in an official or formal capacity.

18.3 A disclosure under paragraph (1) must be recorded by the Chairperson or the Executive Secretary, as the case may be, and the participant must thereafter not take part in any deliberations or decisions relating to the matter which is subject to the conflict of interest (but remains to be counted for the purpose of forming a quorum).

Article 19 Annual Report

- 1) The Executive Secretary shall prepare each year after the regular annual meeting of the Council a draft report containing—
 - a) the report of the regular meeting any special meeting of the Council, together with copies of any resolutions, proposals and other formal decisions taken by the Council during the course of its proceedings in that year;
 - b) summary records of all other Commission meetings conducted during the year;
 - c) a record of any amendments, modifications or adaptations to the Strategic Action Plan and any associated documents;
 - d) a summary report of the progress of implementation of the Strategic Action Plan; and
 - e) a summary report of activities of the Commission during the year.
- 2) The draft Annual Report shall be transmitted by the Executive Secretary as soon as possible after the Council's annual regular meeting to the members of the Council and to the Chairpersons of subsidiary bodies who shall have 30 days from the date of transmission of the draft report to provide comments to the Executive Secretary.
- 3) Taking account of any comments received pursuant to paragraph (2), the Executive Secretary in consultation with the Chairperson of the Council, shall publish a final Annual Report.
- 4) The final Annual Report shall be disseminated widely.

Article 20 Provision of Information

- 20.1 The Parties commit to provide to the Secretariat information on the measures adopted by them in the implementation of this MOU and the SAP, in such form and at such intervals as the Council may determine.
- 20.2 The Council or the Secretariat may also from time to time request information from non-Party members of the Council or the Yellow Sea Partnership on activities they have undertaken or intend to undertake related to the implementation of this MOU or the SAP.

Part E | Final Provisions

Article 21 Yellow Sea Partnership

Non-Signatory States, inter-governmental organizations, international and national non-governmental organizations, or other relevant bodies and entities may associate themselves with this Memorandum of Understanding through their signatures as cooperating partners in the Yellow Sea Partnership, after having being invited to sign to it on the basis of a decision by the Signatories, in particular with respect to the implementation of the Strategic Action Plan.

Article 22 Settlement of Disputes

In case of dispute between the Signatories concerning the interpretation and implementation of this MOU, they shall seek a settlement of the dispute through negotiations or any other peaceful means of their own choice.

Article 23 Interim Arrangements

It is understood that the Interim Commission, and its existing architecture, will continue its work until the MOU comes into effect and the arrangements to replace the Interim Commission are implemented.

Article 24 Depositary and Authentic Text

- 24.1 The original text of this MOU in the English language only, will be deposited with [...], which should act as the Depositary.
- 24.2 Only the English language version is authentic.
- 24.3 Notwithstanding paragraph (2), the Secretariat should, after consultations with the Governments concerned, prepare versions of the text of this MOU, for informational purposes, in Chinese and Korean.

Article 25 Signature, Amendment, Withdrawal

- 25.1 This MOU is signed by [...] on [...].
- 25.2 The MOU comes into effect on [...].
- 25.3 This MOU can be amended at any time through mutual agreement of the Signatories, expressed in writing. Any amendments, once approved by the Signatories, will become part of this MOU.

25.4 Any Signatory may terminate their participation in this MOU by providing 60 days' notice in writing to the Secretariat and the other Signatories.

APPENDIX | Common Definitions

[to be finalized – subject to terms ultimately included]

STATUTES AND RULES OF THE COUNCIL

1 Mandate and Functions

- 1) The **Mandate** of the Council is specified in Article 10 of the Memorandum of Understanding.
- 2) The functions of the Council are to—
 - a) provide overall strategic policy and management direction to the Commission generally, and to the implementation of the Strategic Action Plan specifically;
 - b) review, amend and approve regional activities, work plans and budgets related to implementation of the Strategic Action Plan, taking account of the recommendations of subsidiary bodies;
 - c) review the progress of activities undertaken by other Commission Organs and subsidiary bodies, and provide guidance and direction for better management and coordination;
 - d) assist the agencies of Signatory States in coordinating their work in order to ensure that the activities meet regional and national environmental commitments, needs and priorities;
 - e) facilitate necessary actions, where needed, for policy reform to strengthen, develop and/or harmonize national legislation;
 - f) secure technical and financial resources necessary to implement the activities of the Commission;
 - g) promote cooperation with relevant international, regional and national organisations and projects;
 - h) facilitate the participation of civil society, private sector, academic and other entities in the work of the Commission and implementation of the Strategic Action Plan, including through the Yellow Sea Partnership;
 - i) disseminate the findings and results of Strategic Action Plan implementation to broad audiences, within and outside the region;
 - j) carry out such other activities as are necessary to fulfil its mandate under and achieve the objectives specified in the MOU.

2 Membership

- 1) The Council shall consist of—
 - a) a Chairperson and Vice-Chairperson(s), appointed in accordance with Article 3;
 - b) a representative from each Signatory;
 - c) the Chairperson of the Inter-Ministry Coordinating Committee;
 - d) the Chairperson of the Management, Science and Technical Panel;

- e) at least three representatives of the Yellow Sea Partnership, including at least one representative from—
 - i) inter-governmental organizations actively engaged in SAP implementation;
 - ii) private sector bodies actively engaged in SAP implementation;
 - iii) accredited NGOs actively engaged in SAP implementation,provided that the total number of such representatives does not exceed the number of representatives appointed pursuant to sub-paragraphs (a) to (d).
- 2) The representatives referred to in paragraph (1)(e) will in the first year be nominated by the Signatory States (whether or not the Yellow Sea Partnership is on operation) and in subsequent years will be selected—
 - a) by the Partnership at its annual Forum or by extraordinary vote; or
 - b) if the Partnership is unable to appoint a member, by the Signatory States.
- 3) A representative appointed under paragraph (1)(e) serves for two years, but is eligible for re-election.
- 4) [Each Member is represented in the Council by one Representative who may be accompanied by Alternate Representatives, Advisers and Experts.]
- 5) [The Chairperson may by notice in writing remove a Member appointed under paragraph (1)(e) from the Council if the Member is absent from 2 consecutive meetings of the Council without leave of the Chairperson.]
- 6) [Where a Member resigns, is removed from office, or where any member otherwise ceases to be a member, a replacement will be nominated using the same procedures under Article 2.]
- 7) The powers of the Council are not affected by any vacancies in its membership.

3 Chairperson and Vice-Chairperson

- 1) The Chairpersonship of the Council shall be held in rotation, moving in alphabetical order, by each Signatory.
- 2) There shall be one Vice-Chairperson for each Signatory other than the Signatory holding the Chairpersonship.
- 3) The Chairperson and Vice-Chairperson shall each serve for a period of one year. If the Signatories agree, this period may be from Annual Meeting to Annual Meeting, notwithstanding this period may be more or less than a year.
- 4) If an appointed Chairperson or Vice-Chairperson resigns or is removed before the expiry of the period in paragraph 3, the Signatory holding the Chairpersonship or Vice-Chairpersonship, as the case may be, has the right to select a replacement for the remainder of that period.
- 5) The powers and duties of the Chairperson are to—

- a) ensure that all the tasks of the Council, as described in these Statutes and the MOU, are fully carried out;
 - b) convene regular meetings and special meetings;
 - c) declare the opening and closing of each meeting;
 - d) preside at all meetings, including by ensuring the orderly conduct of each meeting, directing discussion and according the right to speak;
 - e) call for and announce the results of votes;
 - f) rule on points of order, subject to the right of any representative to request that any ruling of the Chairperson shall be submitted to the Council for decision by [majority] vote;
 - g) make such decisions and give such directions to the Secretariat, that ensure the business of the Council is carried out efficiently and in accordance with its intentions and requirements.
- 6) If the Chairperson cannot preside at a meeting or any part thereof, the Vice-Chairperson shall act as the Chairperson with the same powers and duties.

4 Regular Meeting

- 1) The Council shall hold a regular meeting once a year, upon convocation by the Chairperson.
- 2) At each regular meeting, the Council shall decide on the dates and venue of the next meeting.
- 3) The following matters shall ordinarily be addressed at each regular meeting—
 - a) presentation of an activity report of current year by the Executive Secretary;
 - b) proposed work plan and budget for the subsequent year and onwards;
 - c) any other items the inclusion of which has been decided at a previous meeting;
 - d) items proposed by any Member, following the procedures in Article 6.

5 Special Meetings

- 1) Special meetings may be convened by the Chairperson—
 - a) when a majority of the Council members make a request for such a meeting to the Secretariat; and
 - b) at the request of the Secretariat when circumstances demand.
- 2) The Secretariat shall circulate the request for holding a special meeting to all Members and each country's National Coordinator with a deadline for response. The Secretariat shall inform the Members of the consensus response.
- 3) The Chairperson shall decide on the dates and venue of a special meeting in consultation with the National Coordinators and the Secretariat.

6 Procedure for Meetings

- 1) A draft provisional agenda for each regular or special meeting of the Council shall be prepared by the Executive Secretary, in accordance with instructions from the Chairperson and dispatched by the Executive Secretary to all Members not less than 40 days before the date fixed for the opening of the meeting.
- 2) A provisional agenda for each regular or special meeting of the Commission, or any of its subsidiary bodies, shall be prepared by the Executive Secretary, in accordance with the instructions from the Chairperson taking into account any suggestions or comments received following distribution of the draft provisional agenda, and be dispatched along with any written memoranda submitted pursuant to paragraph (3) by the Executive Secretary to all Members, and to invited observers, 20 days before the date fixed for the opening of the meeting.
- 3) Proposals from Members shall be introduced in a written memorandum and submitted to the Executive Secretary prior to dispatch of the provisional agenda.
- 4) Unless agreed otherwise by consensus at the meeting of the Council, no order of business shall be the subject of a decision unless the subject matter has been included in the provisional agenda and is accompanied by a written memorandum in accordance with paragraphs (2) and (3).
- 5) The Executive Secretary shall—
 - a) make all necessary arrangements, including secretarial assistance, for the meetings of the Council;
 - b) in the case of the regular meeting, prepare the progress report, work plan, and budget;
 - c) prepare such other reports and documents and perform other functions and tasks, as set out in the MOU or as directed by the Council.
- 6) Each Member shall notify the Executive Secretary as far as possible in advance of any meeting of the names of its representatives, alternates, experts and advisers who will attend.

7 Conduct of Business

- 1) A majority of the Members shall constitute a quorum.
- 2) Decisions of the meetings shall be made by consensus, where possible.
- 3) Where consensus cannot be achieved during a meeting, the Council shall decide by majority vote which of the following procedures shall be applied—
 - a) request the Executive Secretary, in consultation with the Chairperson, to facilitate negotiations to seek resolution during the subsequent inter-sessional period;
 - b) adjourn the discussion of the issue on which a consensus cannot be reached and refer it to another Commission Organ or Subsidiary Body, which shall be charged with resolving the issue; or

- c) determine that no decision can be taken on the matter at the meeting, without prejudice to the right of any Member to propose the matter again at a subsequent meeting.
- 4) Where further discussions take place pursuant to paragraph (3)(a) or (b), the Executive Secretary, other Commission Organ or Subsidiary Body, as the case may be, shall prepare a report of the discussions and the outcomes, including any decisions made, which shall be circulated in draft before the closure of the process. Any Member in the process who disagrees with any part of the report may propose an amendment for consideration by all Members during the adoption of the report. The Secretariat shall distribute the final version of the report to the Members within two weeks following the closure of the meeting.
- 5) *[Optional clause, where paragraph (3)(a) or (b) have been followed: Decision could be put to a vote requiring consensus of the Signatories, but only a majority overall].*
- 6) Between meetings, any proposal for a decision falling within the competence of the Council shall be circulated in writing by the Secretariat to the Members with a specified deadline for reply. On the basis of the responses the Secretariat will inform members in writing of the views expressed and the consensus position.

8 Procedures for Voting

- 1) Observers, experts and advisers are not entitled to vote.
- 2) Votes shall be taken by show of hands, or by roll call, in the English alphabetical order of the names of the Members, or by ballot, as determined by the Chairperson.
- 3) In case of the need for a vote on an urgent matter between meetings, a vote may be taken by e-mail or other electronic means.
- 4) When a vote is taken by e-mail or other electronic means, the Executive Secretary shall address the request for the vote from each Member to its designated official address(es).
- 5) The result of a vote taken by e-mail or other electronic means shall be established by the Executive Secretary at the end of a period of at least 14 days after the date of the initial request for the vote and such period shall be made clear in the text of that request.
- 6) If, in the case of a vote taken by e-mail or other electronic means, a Member does not reply to the Secretariat within the period notified under paragraph (5), that Member will be recorded as having abstained and it shall be considered part of the quorum for voting purposes.
- 7) Members shall promptly acknowledge receipt of any request for vote by e-mail or other electronic means.
- 8) If no acknowledgement is received from any particular Member within one week of the date of transmittal the Executive Secretary will retransmit the request and will use all additional necessary means available to ensure that the request has been received. Confirmation by the Executive Secretary that the request has been received shall be deemed conclusive regarding the inclusion of the Member.

9 Language

The working language of the Council is English. If desired, however, any other language may be used, on condition that persons doing so will provide interpreters. All official publications and communications of the Council shall be in English.

10 Observers

- 1) The Council may invite observers to participate in its meetings.
- 2) Upon the invitation of the Chairperson, observers may participate in the discussion of issues within their competence or scope of activities, without the right to participate in decision-making.
- 3) Observers may, upon invitation of the Chairperson, submit written statements that shall be circulated by the Secretariat to Members.

11 Records and reports

- 1) Summary records of each plenary and other sessions shall be drafted and distributed as soon as possible to the participants by the Executive Secretary.
- 2) Any participant may propose an amendment for consideration by all Members during the adoption of the report.
- 3) Summary records, reports, proposals and formal decisions adopted shall be transmitted as soon as possible after each meeting to the Members and other participants by the Executive Secretary.
- 4) The Secretariat shall include the documents referred to in paragraph (3) in the Commission's Annual Report.

12 Other Rules, Amendments and Suspension

- 1) Subject to these Statutes and Rules and applicable provisions of the MOU, the Council may regulate its proceedings in any manner it thinks fit.
- 2) Any provision of these Statutes and Rules may be amended or suspended by the Council in accordance with the procedure in Article 10.3 of the Memorandum of Understanding.

STATUTES AND RULES OF THE MANAGEMENT, SCIENTIFIC AND TECHNICAL PANEL

1 Mandate and Functions

- 1) The **Mandate** of the Panel is specified in Article [10] of the Memorandum of Understanding.
- 2) The functions of the Panel are to—
 - a) review and co-ordinate regional activities for SAP implementation, proposed by each RWG;
 - b) provide the RWGs with technical guidance and suggestions to improve the activities where necessary;
 - c) consider the recommendations of each RWG concerning proposed budget allocations for each activity;
 - d) provide the Council with recommendations on proposed regional activities, work plans, and budgets;
 - e) facilitate cooperation with relevant international, regional, and national organisations and projects to enhance the effectiveness and efficiency of SAP implementation;
 - f) monitor the progress of the regional activities and ensure the quality of outputs; and
 - g) report to the Council through the MSTP chairperson on the progress of activities and SAP implementation.

2 Membership

The Panel shall consist of—

- a) the National Coordinators from each participating country;
- b) the chairpersons of each Regional Working Group;
- c) experts on social, economic and governance fields [? other fields; appointed from the Management Advisory Roster?];
- d) representatives from private sector and civil society organizations actively engaged in implementation of the Strategic Action Plan; and
- e) the Executive Secretary, or a representative of the Executive Secretary.

3 Chairperson, Vice-Chairperson and Secretary

- 1) The Panel shall elect, from amongst its members, a Chairperson, Vice-chairperson and Secretary.
- 2) The Chairperson, Vice-Chairperson and Secretary shall each serve for a period of one year but may be re-elected. If the Panel agree, the period of service may be from Annual Meeting to Annual Meeting, notwithstanding this period may be more or less than a year.
- 3) The powers and duties of the Chairperson are to—
 - a) ensure that all the tasks of the Panel, as described in these Statutes and the MOU, are fully carried out;
 - b) convene regular meetings and special meetings;
 - c) declare the opening and closing of each meeting;
 - d) preside at all meetings, including by ensuring the orderly conduct of each meeting, directing discussion and according the right to speak;
 - e) to call for and announce the results of votes;
 - f) to rule on points of order, subject to the right of any representative to request that any ruling of the Chairperson shall be submitted to the Panel for decision by [majority] vote;
 - g) make such decisions and give such directions to the Secretariat, that ensure the business of the Council is carried out efficiently and in accordance with its intentions and requirements.
- 4) If the Chairperson cannot preside at a meeting or any part thereof, the Vice-Chairperson shall act as the Chairperson with the same powers and duties.
- 5) The functions of the Secretary are to—
 - a) liaise with the Secretariat in order to engage Secretariat assistance in the organizing and servicing of meetings of the Panel;
 - b) liaise, either directly or through the Secretariat, with other Organs and subsidiary bodies of the Commission, where necessary;
 - c) liaise with the national bodies to ensure effective and coordinated implementation of national activities coherently with regional efforts and objectives;
 - d) keeping minutes of Panel meetings, organizing documents of the Panel and making them available to all Members.

4 Regular Meetings

- 1) Regular meetings shall be convened once a year, where possible before the regular Council meeting.

- 2) At each regular meeting, the Panel shall decide on the dates and venue of the next meeting.
- 3) The following matters shall ordinarily be addressed at each regular meeting—
 - a) presentation of an activity report of current year by the Secretary;
 - b) proposed work plan and budget for the subsequent year and onwards;
 - c) any other items the inclusion of which has been decided at a previous meeting;
 - d) items proposed by any Member.

5 Special Meetings

- 1) Special meetings may be convened by the Chairperson—
 - a) when a majority of the Panel members make a request for such a meeting to the Chairperson; and
 - b) at the request of the Secretariat when circumstances demand.
- 2) The Chairperson shall decide on the dates and venue of a special meeting in consultation with the Secretary and the Secretary shall circulate the request for holding a special meeting to all Panel Members.

6 Conduct of Business

- 1) The Chairperson and Secretary shall prepare a draft agenda for each meeting and ensure that it is circulated at least 21 days in advance of that meeting.
- 2) The Secretary, either directly or with the assistance of the Secretariat, shall—
 - a) make all necessary arrangements, including secretarial assistance, for the meetings of the Panel; and
 - b) perform other functions and tasks as the Chairperson may request.
- 3) The Chairperson and Vice-Chairperson, either directly or with the assistance of the Secretariat, shall—
 - a) in the case of the regular meeting, prepare the progress report, work plan and budget; and
 - b) prepare such other reports and documents and perform other functions and tasks, as needed to fulfil the Panel's mandate, or as directed by the Council.
- 4) Each Member shall notify the Secretary and the Executive Secretary as far as possible in advance of any meeting of the names of its representatives, alternates, experts and advisers who will attend.
- 5) A majority of the Members shall constitute a quorum.
- 6) Decisions of the meetings shall be made by consensus.

7 Language

The working language of the Panel is English. If desired, however, any other language may be used, on condition that persons doing so will provide interpreters. All official publications and communications of the Panel shall be in English.

8 Records and reports

- 1) Summary records of each plenary and other sessions shall be drafted and distributed as soon as possible to the participants by the Secretary or Executive Secretary.
- 2) Any participant may propose an amendment for consideration by all Members during the adoption of the report.
- 3) Summary records, reports, proposals and formal decisions adopted shall be transmitted as soon as possible after each meeting to the Members and other participants by the Secretary or Executive Secretary.
- 4) The Secretariat shall include the documents referred to in paragraph (3) in the Commission's Annual Report.

9 Other Rules, Amendments and Suspension

- 1) Subject to these Statutes and Rules and applicable provisions of the MOU, the Panel may regulate its proceedings in any manner it thinks fit.
- 2) Any provision of these Statutes and Rules may be amended or suspended by the Council in accordance with the procedure in Article 10.3 of the Memorandum of Understanding.

STATUTES AND RULES OF THE INTER-MINISTRY COORDINATING COMMITTEE

1 Mandate and Functions

- 1) The **Mandate** of the Committee is specified in Article [10] of the Memorandum of Understanding.
- 2) The functions of the Committee are to—
 - f) prepare, in consultation within national governments and the National Working Groups, national positions on policy issues and to present the positions to the Council through the Committee Chairperson;
 - g) nominate regional environmental managers and science and technical experts for inclusion in the Management Advisory Roster;
 - h) establish National Working Groups with leading experts in the country in line with the requirements, focal areas, and activities of the Regional Working Groups;
 - i) appoint the National Coordinator and the National Working Group Chairpersons and Vice-Chairpersons;
 - j) review, coordinate and monitor the progress of national activities, both directly and through the National Working Groups;
 - k) provide the National Working Groups with guidance and suggestions to improve the national activities to meet national and regional environmental concerns and priorities;
 - l) secure technical and financial resources necessary to implement the national and regional activities;
 - m) facilitate cooperation with relevant national organizations and projects to enhance the effectiveness and efficiency of the national activities;
 - n) facilitate the participation of civil society, private sector and academic organizations in the work of the Commission at the national level; and
 - o) disseminate the findings and results of national activities to broad audiences, nationally, regionally, and internationally.

2 Membership

- 1) The Committee shall consist of—
 - p) the National Coordinator;
 - q) a national focal point from each Signatory;
 - r) the Chairpersons of the National Working Groups;

- s) representatives of civil society, private sector and academic organizations.
- 3) The National Coordinator serves as Secretary to the Committee.

3 Chairperson and Vice-Chairperson

- 1) The Committee shall elect, from amongst its members, a Chairperson and Vice-chairperson.
- 2) The Chairperson and Vice-Chairperson shall each serve for a period of one year but may be re-elected. If the Committee agrees, the period of service may be from Annual Meeting to Annual Meeting, notwithstanding this period may be more or less than a year.
- 3) The powers and duties of the Chairperson are to—
 - a) ensure that all the tasks of the Committee, as described in these Statutes and the MOU, are fully carried out;
 - b) convene regular meetings and special meetings;
 - c) declare the opening and closing of each meeting;
 - d) preside at all meetings, including by ensuring the orderly conduct of each meeting, directing discussion and according the right to speak;
 - e) to call for and announce the results of votes;
 - f) to rule on points of order, subject to the right of any representative to request that any ruling of the Chairperson shall be submitted to the Panel for decision by [majority] vote;
 - g) make such decisions and give such directions to the Secretariat, that ensure the business of the Council is carried out efficiently and in accordance with its intentions and requirements.
- 4) If the Chairperson cannot preside at a meeting or any part thereof, the Vice-Chairperson shall act as the Chairperson with the same powers and duties.

4 Regular Meetings

- 1) Regular meetings shall be convened at least once a year, where possible before the regular Council meeting.
- 2) At each regular meeting, the Committee shall decide on the dates and venue of the next meeting.
- 3) The following matters shall ordinarily be addressed at each regular meeting—
 - a) presentation of an activity report of current year by the National Coordinator;
 - b) presentation of progress and other reports by the Chairs of the National Working Groups;
 - c) review of the national work plans and proposed work plans, together with the budget for the subsequent year and onwards;

- d) any other items the inclusion of which has been decided at a previous meeting;
- e) items proposed by any Member.

5 Special Meetings

- 1) Special meetings may be convened by the Chairperson—
 - a) when a majority of the Committee members make a request for such a meeting to the Chairperson; and
 - b) at the request of the National Coordinator or the Secretariat when circumstances demand.
- 2) The Chairperson shall decide on the dates and venue of a special meeting in consultation with the National Coordinator and the National Coordinator shall circulate the request for holding a special meeting to all Committee Members.

6 Conduct of Business

- 1) The Chairperson and National Coordinator shall prepare a draft agenda for each meeting and ensure that it is circulated at least 21 days in advance of that meeting.
- 2) The National Coordinator, either directly or with the assistance of the Secretariat, shall—
 - a) make all necessary arrangements, including secretarial assistance, for the meetings of the Committee; and
 - b) perform other functions and tasks as the Chairperson may request.
- 3) The Chairperson and Vice-Chairperson, either directly or with the assistance of the Secretariat, shall—
 - a) in the case of the regular meeting, prepare the progress report, work plan and budget; and
 - b) prepare such other reports and documents and perform other functions and tasks, as needed to fulfil the Committee's mandate, or as directed by the Council.
- 4) Each Member shall notify the National Coordinator as far as possible in advance of any meeting of the names of its representatives, alternates, experts and advisers who will attend.
- 5) A majority of the Members shall constitute a quorum.
- 6) Decisions of the meetings shall be made by consensus.

7 Language

The working language of the Committee is English. If desired, however, any other language may be used, on condition that persons doing so will provide interpreters. All official publications and communications of the Committee shall be in English.

8 Records and reports

- 1) Summary records of each plenary and other sessions shall be drafted and distributed as soon as possible to the participants by the National Coordinator.
- 2) Any participant may propose an amendment for consideration by all Members during the adoption of the report.
- 3) Summary records, reports, proposals and formal decisions adopted shall be transmitted as soon as possible after each meeting to the Members and other participants by the National Coordinator.

9 Other Rules, Amendments and Suspension

- 1) Subject to these Statutes and Rules and applicable provisions of the MOU, the Committee may regulate its proceedings in any manner it thinks fit.
- 2) Any provision of these Statutes and Rules may be amended or suspended by the Council in accordance with the procedure in Article 10.3 of the Memorandum of Understanding.

COMMON RULES OF PROCEDURE FOR REGIONAL WORKING GROUPS

1 Mandate, Functions and Membership

The Mandate, Functions and criteria for Membership of each Subsidiary Body shall be determined in accordance with Article 12 of the MOU (in these Rules, the “Terms of Reference”).

2 Chairperson, Vice-Chairperson and Secretary

- 1) The Regional Working Group shall elect, from amongst its members, a Chairperson, Vice-chairperson and Secretary.
- 2) The Chairperson, Vice-Chairperson and Secretary shall each serve for a period of one year but may be re-elected. If the Regional Working Group agrees, the period of service may be from Annual Meeting to Annual Meeting, notwithstanding this period may be more or less than a year.
- 3) The Chairperson and Vice-Chairperson of each Regional Working Group should—
 - a) act as the communication point with the Secretariat, the Panel, National Coordinators and Chair of the corresponding National Working Group;
 - b) in accordance with its terms of reference, and the work plans of the Commission, prepare and supervise a workplan and budget for the Regional Working Group, in consultation with the Group’s members and with support from the Secretariat;
 - c) coordinate the work of members to ensure achievement of the Regional Working Group objectives and results;
 - d) with assistance from the Secretariat and in consultation with Vice Chair of the Regional Working Group, organize annual meetings of the Regional Working Group, including preparation of meeting programme and presiding over and reporting on the meetings in accordance with its Rules of Procedure;
 - e) report on the progress of the Regional Working Group to the Management, Scientific and Technical Panel and in doing so identify the challenges that need be escalated for consideration and guidance by the Panel;
 - f) under the overall coordination of National Coordinator, consult with members of the corresponding National Working Groups (if any) and monitor the coherence between the actions and outputs of the Regional Working Group and the National Working Groups;
 - g) draft recommendations or proposals on technical issues under the purview of the Regional Working Group for review and endorsement by the Management, Scientific and Technical Panel and adoption by the Council;
 - h) advise the Secretariat on partners to be engaged for the Regional Working Group in furtherance of the objectives of the Regional Working Group;

- i) propose and develop programs of international and regional symposium and conferences aiming to achieve the objectives of the Regional Working Group;
 - j) recommend to the Management, Scientific and Technical Panel for decision, amendments to the membership and terms of reference of the Regional Working Group.
- 4) If the Chairperson cannot preside at a meeting or any part thereof, the Vice-Chairperson shall act as the Chairperson with the same powers and duties.
- 5) The functions of the Secretary are to—
- a) liaise with the Secretariat in order to engage Secretariat assistance in the organizing and servicing of meetings of the Regional Working Group;
 - b) liaise, either directly or through the Secretariat, with other Organs and subsidiary bodies of the Commission, where necessary;
 - c) liaise with the national bodies to ensure effective and coordinated implementation of national activities coherently with regional efforts and objectives;
 - d) keeping minutes of meetings.

3 Meetings

- 1) The Regional Working Group shall meet regularly as specified in the Terms of Reference and extra-ordinarily at the request of the Chairperson or of the Management, Scientific and Technical Panel.
- 2) At each regular meeting, the Regional Working Group shall decide on the dates and venue of the next meeting.

4 Conduct of Business

- 1) The Chairperson and Secretary shall prepare a draft agenda for each meeting and ensure that it is circulated at least 21 days in advance of that meeting.
- 2) The Secretary, either directly or with the assistance of the Secretariat, shall—
 - a) make all necessary arrangements, including secretarial assistance, for the meetings of the Regional Working Group; and
 - b) perform other functions and tasks as the Chairperson may request.
- 3) The Chairperson and Vice-Chairperson, either directly or with the assistance of the Secretariat, shall—
 - a) in the case of the regular meeting, prepare the progress report, work plan and budget; and
 - b) prepare such other reports and documents and perform other functions and tasks, as needed to fulfil the Regional Working Group's Terms of Reference, or as directed by the Management, Scientific and Technical Panel or the Council.

- 4) Each Member shall notify the Secretary as far as possible in advance of any meeting of the names of its representatives, alternates, experts and advisers who will attend.
- 5) A majority of the Members shall constitute a quorum.
- 6) Decisions of the meetings shall be made by consensus.

5 Language

The working language of the Regional Working Group is English. If desired, however, any other language may be used, on condition that persons doing so will provide interpreters. All official publications and communications of the Regional Working Group shall be in English.

6 Records and reports

- 1) Summary records of each plenary and other sessions shall be drafted and distributed as soon as possible to the participants by the Secretary.
- 2) Any participant may propose an amendment for consideration by all Members during the adoption of the report.
- 3) Summary records, reports, proposals and formal decisions adopted shall be transmitted as soon as possible after each meeting to the Members and other participants by the Secretary.
- 4) The Secretariat shall include the documents referred to in paragraph (3) in the Commission's Annual Report.

7 Application, Other Rules, Amendments and Suspension

- 1) Unless an alternative procedure is specified in the MOU or the Terms of Reference in respect of a particular Regional Working Group, these Rules of Procedure shall apply to all Regional Working Groups.
- 2) Subject to these Rules, applicable provisions of the MOU and further directions that may be given by the Management, Scientific and Technical Panel or the Council, the Regional Working Group may regulate its proceedings in any manner it thinks fit.
- 3) Any provision of these Rules may be amended or suspended by the Council in accordance with the procedure in Article 10.3 of the Memorandum of Understanding.

COMMON RULES OF PROCEDURE FOR OBSERVERS

Article 1 Application of these Rules

- 1.1 These Rules of Procedure apply to the participation of any observer organization, institution, entity or person wishing to participate in any meeting of the Commission, other than—
- 1.1.1 a non-Signatory State⁵;
- 1.1.2 members of the Yellow Sea Partnership.
- 1.2 The entities referred to in paragraphs 1.1.1 and 1.1.2 have observer status as of right. The Executive Secretary shall invite representatives of these organizations to meetings where they have expressed an interest in participation and have nominated a contact point or points for the receipt of invitations.

Article 2 Expressions of Interest

- 2.1 Any inter-governmental organization, government or governmental organization and any civil society, private sector or academic organization, institution or entity, and any other person that supports the general objectives of the Commission and with a demonstrated interest, experience or expertise in the matters dealt with by the Commission and which desires accreditation as an observer to Commission meetings, shall notify the Secretariat at least 60 days in advance of the first meeting it wishes to attend.
- 2.2 The application must include—
- a) name, address, telephone, fax number of the organization;
 - b) address of all its national/regional offices within the Yellow Sea region, if applicable, and otherwise the main office in which proposed observers are based;
 - c) aims and purposes of the organization, institution, entity or person and a statement that it supports the objectives of the Commission;
 - d) information on the organization's total number of members, its decision-making process and its funding;
 - e) a description of the organization's activities; and
 - f) the Commission Organs or bodies, the meetings of which it wishes to acquire observer status.
- 2.3 Any application received under paragraph 2.3 shall be reviewed by the Executive Secretary who, if all information has been correctly provided, shall notify Council members and the Chairperson of each subsidiary body of the name of the applicant and of the application details submitted. If

⁵ Defined in the MOU as a non-Signatory State bordering the Yellow Sea.

one or more Council member or Chairperson object giving in writing its reasons within 20 days, the matter will be put to an extraordinary vote of the Council.

- 2.4 The Executive Secretary shall also circulate any reasons given in a preliminary objection as well as any comments that Council members or Chairpersons may include with their vote on this matter.

Article 3 Grant of Observer Status

Where it is determined, in accordance with Rule 2, that an entity should be entitled to become an accredited observer, the Executive Secretary shall grant observer status to that entity in respect of the bodies or meetings to which the Council's determination relates.

Article 4 Procedure for Observers

4.1 Any entity with observer accreditation—

- 4.1.1 is required to register its representatives with the Secretariat at least fourteen days in advance of any meeting it intends to attend;
- 4.1.2 may be required to limit the number of their observers at any meeting due to conference room capacity (the Executive Secretary will transmit any such determination in the conditions of participation);
- 4.1.3 may be required to pay a fee, which will cover the additional expenses generated by their participation, as determined annually by the Executive Secretary;
- 4.1.4 that has not communicated with the Secretariat or attended at least one meeting in the previous two years shall cease to be an accredited NGO but may reapply in writing to the Executive Secretary; and
- 4.1.5 will have their accreditation reviewed by the Executive Secretary every five years taking into account any new information or development regarding the entity since the last accreditation and circulate a summary of the review to Council members or Chairpersons.

4.2 If one or more of the Council members or Chairpersons object to a renewal of the accreditation giving in writing its reasons within 30 days, the matter will be put to an extraordinary vote of the Council. The Executive Secretary shall also circulate any reasons given in a preliminary objection as well as any comments that Council members or Chairpersons may include with their vote on this matter.

Article 5 Participation in Meetings

Observers admitted to a meeting—

- a) shall be sent or otherwise receive the same documentation generally available to other meeting participants and their delegations, except those documents deemed confidential by a Signatory State, Council member or the Executive Secretary;
- b) may attend meetings, as stipulated in its accreditation, but may not vote;
- c) may make oral statements during the meeting upon the invitation of the Chairperson;

- d) may only distribute documents at meetings that have been provided at least to the Chairperson of the meeting and the Executive Secretary at least 14 days in advance of the meeting;
- e) may engage in other activities as appropriate and as approved by the Chairperson;
- f) may not use film, video, and audio recording devices, etc. to record meeting proceedings without the express written permission of the Chairperson and the Executive Secretary; and
- g) may not issue press releases or other information to the media on agenda items under discussion during meetings.

Article 6 Duties of Observers

Observers admitted to a meeting shall comply with the above and all rules and procedures applicable to other participants in the meeting. Failure to conform to these rules or any other rules that the Commission may adopt for the conduct of observers may result in removal from the meeting by the Chairperson and revocation of their observer accreditation status.

Article 7 Revision

These Rules shall be subject to review and revision, as appropriate. If any Council member requests, the adequacy of these rules shall be reviewed and assessed and, if necessary, amendments shall be adopted by the Council in the light of the need of the Commission to function effectively when conducting its business.

FINANCIAL REGULATIONS

Regulation 1: Application

- 1.1 These Regulations provide the agreed financial rules for the Commission and its regional subsidiary bodies.
- 1.2 These Regulations do not apply to national bodies and positions, for which each Signatory State is individually responsible.

Regulation 2: Financial year

- 2.1 The financial year starts on 1 January and ends on 31 December.

Regulation 3: Budget

- 3.1 The Executive Secretary, at least 30 days prior to the Annual Meeting, shall prepare a draft budget comprising estimates of income and expenditure by the Commission for the following financial year.
- 3.2 In preparing the budget under regulation 3.1, the Executive Secretary shall consult with the chairpersons of the Council and the regional subsidiary bodies.
- 3.3 The draft budget shall include a forecast statement of the significant financial implications for subsequent financial years, in particular in respect of any proposed work programs presented in terms of administrative, recurrent and capital expenditure.
- 3.4 The estimates and forecast in the draft budget shall be divided into categories and shall be accompanied by such information as the Council or the Signatory States may specify from time to time, and as the Executive Secretary considers expedient.
- 3.5 At each Annual Meeting—
 - a) the Signatory States shall agree by consensus their respective financial contributions; and
 - b) the Council shall adopt the budget by consensus, including the contributions determined under paragraph (a).
- 3.6 The draft and final budgets, and any other financial information under this regulation, shall be presented in [currency].

Regulation 4: Appropriations

- 4.1 The appropriations adopted by the Council shall constitute an authorization for the Executive Secretary to incur obligations and make payments on behalf of the Commission for the purposes for which the appropriations were adopted and up to the financial limits specified.
- 4.2 Appropriations shall be available for the financial year to which they relate and for an additional period of up to 9 months to the extent that they are required to discharge obligations incurred during that financial year. At the end the additional 9-month period, any unliquidated

prior year obligations shall be cancelled, or, where the obligation remains a valid charge, transferred as an obligation against current appropriations, unless the Council decides otherwise.

- 4.3 Unless the Council decides otherwise, the Executive Secretary may also incur obligations against future years before appropriations are adopted when such obligations are necessary for the continued effective functioning of the Commission, provided such obligations are restricted to administrative requirements of a continuing nature not exceeding the scale of such requirements as authorised in the budget of the current financial year. In other circumstances, the Executive Secretary may incur obligations against future years only as authorised by the Council.
- 4.4 The Executive Secretary may transfer appropriations between categories in the budget adopted by the Commission provided that these categories are not altered in more than 10% of the amounts in the adopted budget and that a statement of all such transfers is submitted to the Commission and the Auditors with the annual financial statements.
- 4.5 The total amounts transferred in any one year shall not exceed 2.5% of the total adopted budget. The Commission may authorize the Executive Secretary to transfer appropriations between categories above those limits.

Regulation 5: General Fund

- 5.1 There shall be established a General Fund for the purpose of accounting for the income and expenditure of the Commission and the regional subsidiary bodies.
- 5.2 The financial contributions agreed by the Signatory States under regulation 3.5 and other income that Commission members or third parties may provide to finance general expenditure shall be credited to the General Fund
- 5.3 Any cash surplus in the General Fund at the close of a financial year that is not required to meet undischarged commitments in terms of regulation 4.2 shall be retained in the General Fund and will count towards the budget needs of the next financial year.

Regulation 6: Scientific and Technical Fund

- 6.1 The Commission may establish a Scientific and Technical Fund to support scientific, technical and capacity-building projects recommended by the Commission or any subsidiary body, or specific non-recurring projects entered into with third parties.
- 6.2 The sources of monies for the Scientific and Technical Fund will comprise discretionary contributions from the Signatory States and other Commission members (in addition to any contributions to the General Fund) and from other donors, with the following restrictions:
 - a) contributions to any scientific, technical and capacity-building project under the Fund may only be accepted on the basis that the purposes for which the contributions are made are consistent with the policies, aims and activities of the Commission; and
 - b) contributions offered from sources other than Commission members to any scientific, technical and capacity-building project under Fund may only be accepted subject to

agreement by the Council that the purposes of the contributions are consistent with the policies, aims, and activities of the Commission.

- 6.3 The Scientific and Technical Fund may not be used to fund the general operations of the Commission, except for the recovery of administrative expenses associated with projects funded through it.
- 6.4 The Executive Secretary shall report to the Council at each Annual Meeting on the condition of the Scientific and Technical Fund, including the contributions received and their dispositions.
- 6.5 The Scientific and Technical Fund will be administered by the Executive Secretary, subject to guidelines established by the Council.

Regulation 7: Trust funds

- 7.1 The Executive Secretary may accept on behalf of the Commission voluntary contributions from other sources, subject to agreement by the Council and provided that the purposes for which such voluntary contributions have been made are consistent with the policies, aims and activities of the Commission.
- 7.2 The establishment and operation of any trust fund shall be subject to a separate agreement, including operational regulations, between the Signatory States and any other party, as may be appropriate.

Regulation 8: Staff salaries

- 8.1 The Council shall adopt from time to time a salary scale for the Executive Secretary and other staff of the Secretariat.
- 8.2 The salary scale in regulation 8.1 shall be equivalent, to the extent possible, on the salary scale and position classification system of the [public service of host country].
- 8.3 [Additional requirements might be required, depending on the employment, tax and social security arrangements].

Regulation 9: Procurement

- 9.1 Tenders in writing for equipment, supplies and other requirements shall be invited by advertisement, or by direct requests for quotation from at least three persons or firms able to supply the equipment, supplies, or other requirements, if such exist, in connection with all purchases or contracts, the amounts of which exceed [specify currency, amount].
- 9.2 For amounts exceeding [specify currency, amount], but less than [specify currency, amount], competition shall be obtained either by the above means or by telephone or personal enquiry.
- 9.3 Amounts not exceeding [specify currency, amount] are exempt from this regulation.
- 9.4 This regulation shall not apply in the following cases:
 - 9.4.1 where it has been ascertained that only a single supplier exists and that fact is certified by the Executive Secretary;

9.4.2 in case of emergency, or where, for any other reason, these rules would not be in the best financial interests of the Commission, and that fact is certified by the Executive Secretary.

Regulation 10: Investments

10.1 With regard to moneys held in any fund for which use is not required for at least 12 months, low-risk and short-term investments may be authorised by the Council provided such action is consistent with the terms under which the moneys were lodged with the Commission.

10.2 Income derived from investments shall be credited to the fund from which the investment was made.

Regulation 11: Insurance

The Commission may take out suitable insurances with a reputable financial institution against normal risks to its assets.

Regulation 12: Bank account

The Executive Secretary shall designate a bank or banks in [host country] in which the funds of the Commission shall be kept and shall report the identity of the designated bank or banks to the Council.

Regulation 13: Internal financial controls

13.1 The Executive Secretary shall maintain and be responsible for internal financial control and to that end shall—

- a) establish detailed financial rules and procedures after consultation with the external auditor to ensure effective financial administration and the exercise of economic efficiency in the use of funds;
- b) cause all payments to be made on the basis of invoices, receipts or other supporting documents which ensure that the goods or services have been received and that payment has not previously been made;
- c) designate officers who may receive moneys, incur obligations and make payments on behalf of the Secretariat.

13.2 No obligations shall be incurred until allotments or other appropriate authorisations have been made in writing under the authority of the Executive Secretary.

13.3 The Executive Secretary may propose to the Commission, after full investigation by him, the writing off of losses of assets, provided that the external auditor so recommends. Such losses shall be included in the annual accounts.

Regulation 14: Accounting

14.1 Proper accounts, following recognized accounting methods and standards, shall be kept for the receipts and expenditures of the Commission and for the contributions and disbursements for each project established under the Scientific and Technical Fund and trust funds, if any.

14.2 The Executive Secretary shall maintain such accounting records as are necessary for each financial year, including (as minimum requirements)—

14.2.1 The General Operating Budget: a) income and expenditures; b) the status of appropriations, including: i) the original budget appropriations; ii) transfers between appropriation categories; iii) amounts charged against appropriation categories; c) the status of the accumulated surplus account; d) funds held in foreign currencies.

14.2.2 Scientific and Technical Fund: a) contributions and disbursements for each scientific research project; b) the status of the funds for each scientific research project.

14.2.3 Trust Funds: a) contributions and disbursements for each trust fund; b) the status of the funds for each trust fund.

Regulation 15: Acceptance of annual financial statements

The Commission shall, following consideration of the audited annual financial statements and audit report submitted to its Members under Regulation 11.5 of these Regulations, signify its acceptance of the audited annual financial statements or take such other action as it may consider appropriate.

Regulation 16: External Auditor

11.1 The Commission shall appoint an external auditor who shall be the Auditor-General or equivalent statutory authority from a Member of the Commission and shall serve for a term of two years with the possibility of re-appointment. The Commission will ensure respect for the external auditor's independence of the Commission, the Scientific Committee, their subsidiary bodies and the Commission's staff, fix the terms of office, appropriate funds to the external auditor and may consult him on the introduction or amendment of any financial regulations or detailed accounting methods as well as on all matters affecting auditing procedures and methodology.

11.2 The external auditor or a person or persons authorised by him shall be entitled at all reasonable times to full and free access to all accounts and records of the Commission relating directly or indirectly to the receipt or payment of moneys by the Commission or to the acquisition, receipt, custody or disposal of assets by the Commission. The external auditor or a person or persons authorised by him may make copies of or take extracts from any such accounts or records.

11.3 If required by the Commission to perform a full audit, the external auditor shall conduct his examination of the statements in conformity with generally accepted auditing standards and shall report to the Commission on all relevant matters, including:

1. (a) whether, in his opinion, the statements are based on proper accounts and records;
2. (b) whether the statements are in agreement with the accounts and records;
3. (c) whether, in his opinion, the income, expenditure and investment of moneys and the acquisition and disposal of assets by the Commission during the year have been in accordance with these Regulations; and

4. (d) observations with respect to the efficiency and economy of the financial procedures and the conduct of business, the accounting system, internal financial controls and the administration and management of the Commission.

11.4 If required by the Commission to perform a review audit, the external auditor shall review the statements and accounting controls in operation. He shall report to the Commission whether anything has come to his attention which would cause him to doubt whether:

1. (a) the statements are based on proper accounts and records;
2. (b) the statements are in agreement with the accounts and records; or
3. (c) the income, expenditure and investment of moneys and the acquisition and disposal of assets by the Commission during the year have been in accordance with these Regulations.

11.5 The Executive Secretary shall provide the external auditor with the facilities he may require in the performance of the audit.

11.6 The Executive Secretary shall provide to the Members of the Commission a copy of the audit report and the audited financial statements within 30 days of their receipt.

11.7 The Commission shall, if necessary, invite the external auditor to attend discussions on any item under scrutiny and consider recommendations arising out of his findings.

Regulation 17: Delegation of authority

The Executive Secretary may delegate to other staff of the Secretariat such of his/her powers as he/she considers necessary for the effective implementation of these regulations.

Regulation 18: Interpretation

The Commission shall rule, in cases of doubt as to the interpretation and application of any of these Regulations.

Regulation 19: Amendment

19.1 These Regulations may be amended by mutual agreement of the Signatory States.

19.2 Where it appears to the Council or the Secretariat that it is necessary to amend these Regulations, either or both may make recommendations to the Signatory States for amendment.

DRAFT HEADQUARTERS AGREEMENT

[Draft] Headquarters Agreement

between the Government of [host country] and the Yellow Sea Commission

The Government of [host country] and the Yellow Sea Commission, intending to conclude an agreement respecting the headquarters of the Commission in [host country], have agreed as follows:

Article 1 Definitions

For the purposes of this Agreement:

- a) “the Government” means the Government of [host country];
- b) “Commission” means the Yellow Sea Commission, established under the MOU;
- c) “Council” means the Council of the Yellow Sea Commission;
- d) “Commission personnel” means any person serving on a Commission organ, and shall be deemed to include the Chairperson and Vice-Chairperson of the Council and each subsidiary body and all delegates, deputy delegates, advisers, technical experts and secretaries of delegations to any meeting;
- e) “Executive Secretary” means the Executive Secretary of the Commission;
- f) “MOU” means the Memorandum of Understanding on the Establishment of the Yellow Sea Commission, signed on [date] in [place];
- g) “Officials of the Commission” means the Executive Secretary and internationally recruited staff of the Secretariat.

Article 2 Legal status in [host country]

The Commission shall have in [host country] the legal capacities of a body corporate, including the capacity to contract, to acquire and dispose of property, to institute legal proceedings and, to such extent as may be required for the performance of its functions, shall have the privileges and immunities specified in this Agreement.

Article 3 Provision of premises

1. The Government agrees to provide reasonable and adequate premises for the Commission to carry out its functions. The Government will make the final determination on the location of the premises in consultation with the Executive Secretary.
2. The Government permits the Commission to occupy the premises provided pursuant to paragraph (1), for the foreseeable future, without cost to the Commission.
3. The Commission will occupy the premises for the sole purpose of the Headquarters and in accordance with this Agreement and its mandate as outlined in the MOU.

4. The Government will pay the costs of a capital nature related to the premises, as well as maintenance and operating costs to be stipulated in the lease agreement for the premises.
5. The Commission will subscribe to and maintain in force, at its expense, comprehensive all-risk property insurance for contents belonging to the Organization and civil liability insurance.
6. The Government will provide reasonable security measures for the premises, taking account of the nature of the building provided. If additional security measures are required, the Commission will be responsible for the administrative management of those additional measures.

Article 4 Property and assets

1. The Commission, its property and its assets, wherever located and by whomsoever held, shall enjoy immunity from every form of judicial process except in so far as in any particular case the Council has expressly waived its immunity.
2. The waiver referred to in paragraph (1) shall be understood not to extend to any measure of execution, save with the express consent of the Executive Secretary. The Commission shall establish guidelines as to the circumstances in which the Executive Secretary may waive any immunity, and as to the method in which any such waiver shall be made.
3. The premises of the Commission shall be inviolable. The property and assets of the Commission, wherever located and by whomsoever held, shall be immune from search, requisition, confiscation, expropriation and any other form of interference, whether by executive, administrative, judicial or legislative action, except with the consent of and under the conditions agreed to by the Executive Secretary. This Article shall not prevent the reasonable application of fire protection and other safety regulations.
4. The archives of the Commission, and in general all documents belonging to it or held by it, shall be inviolable wherever located.

Article 5 Taxation and duties

The Commission, its assets, income and other property shall be:

- a) exempt from all direct taxes;
- b) exempt from customs duties in respect of articles imported or exported by the Commission in the furtherance of its functions, provided that articles imported under such exemption shall not be sold or disposed of in [host country] except under conditions agreed to by the Government; and
- c) exempt from customs duties and prohibitions and restrictions on imports and exports in respect of its publications.

Article 6 Communications

1. The Commission shall enjoy in [host country], for its official communications, treatment not less favourable than that accorded by the Government to any other government including its diplomatic mission in the matter of priorities, rates and taxes on telecommunications, including

internet services, mails, cables, telegrams, radiograms, telephotos and other communications; and press rates for information to the press and radio.

2. No censorship shall be applied to the official correspondence and other official communications of the Commission.
3. The Commission shall have the right to use codes and to dispatch and receive its correspondence by courier or in bags, which shall have the same immunities and privileges as diplomatic couriers and bags.

Article 7 Communications

Except insofar as in any particular case any privilege or immunity is waived pursuant to Article 9, representatives of members of the Commission shall have in [host country], to such extent as may be required for the performance of their functions, while exercising their functions and during the journey to and from the place of meeting, the following privileges and immunities:

- a) immunity from personal arrest or detention and from seizure of their personal baggage, and, in respect of words spoken or written and all acts done by them in their capacity as representatives, immunity from legal process of every kind;
- b) inviolability for all papers and documents;
- c) the same facilities in respect of currency or exchange restrictions as are accorded to representatives of foreign governments on temporary official missions;
- d) the same immunities and facilities in respect of their personal baggage as are accorded to diplomatic envoys; and
- e) such other privileges, immunities and facilities not inconsistent with the foregoing as diplomatic envoys enjoy, except that they shall have no right to claim exemption from customs duties on goods imported (otherwise than as part of their personal baggage) or from excise duties or sales taxes.

Article 8 Continuation of freedom of speech

In order to secure, for the representatives of members of the Commission complete freedom of speech and independence in the discharge of their duties, the immunity from legal process in respect of words spoken or written and all acts done by them in discharging their duties shall continue to be accorded, notwithstanding that the persons concerned are no longer the representatives of members of the Commission.

Article 9 Right and duty to waive immunity

Privileges and immunities are accorded to the representatives of members of the Commission, not for the personal benefit of the individuals themselves, but in order to safeguard the independent exercise of their functions in connection with the Commission. Consequently, a member not only has the right but is under a duty to waive the immunity of its representative in any case where in the opinion of the member the immunity would impede the course of justice, and it can be waived without prejudice to the purpose for which the immunity is accorded.

Article 10 Immunity of Officials

Except insofar as in any particular case any privilege or immunity is waived pursuant to Article 11, officials of the Commission shall have to such extent as may be required for the performance of their functions:

- a) immunity from legal process in respect of words spoken or written and all acts performed by them in their official capacity;
- b) exemption from taxation on the salaries and emoluments paid to them by the Commission;
- c) the same privileges in respect of exchange facilities as are accorded to the officials of comparable ranks forming part of diplomatic missions to [host country];
- d) together with their spouses and relatives dependent on them, the same repatriation facilities in time of international crisis as diplomatic envoys; and
- e) the right to import free of duty their furniture and effects at the time of first taking up their post.

Article 11 Waiving immunity

1. Privileges and immunities are granted to officials in the interests of the Commission and not for the personal benefit of the individuals themselves. The Executive Secretary shall have the right and the duty to waive the immunity of any official in any case where, in the Executive Secretary's opinion, the immunity would impede the course of justice and can be waived without prejudice to the interests of the Commission.
2. In the case of the Executive Secretary, the Council has the right to waive immunity.\

Article 12 Respect for national laws

1. Without prejudice to their privileges and immunities, it is the duty of all persons enjoying such privileges and immunities to respect the laws and regulations of [host country]. They also have the duty not to interfere in the internal affairs of [host country].
2. The Commission shall cooperate at all times with the appropriate national authorities to facilitate the proper administration of justice, secure the observance of police regulations and prevent the occurrence of any abuse in connection with the privileges, immunities and facilities mentioned in this Agreement.

Article 13 National security

Nothing in this Agreement shall be construed as in any way diminishing, abridging, or weakening the right of the national authorities to safeguard the security of [host country], provided that the Commission shall be immediately informed in the event that the Government shall find it necessary to take any action against any person enumerated in the Agreement.

Article 14 [Host country] citizens

Nothing in this Agreement exempts a [host country] citizen, residing or ordinarily resident in [host country], from liability for any taxes or duties imposed by any law in [host country].

Article 15 Settlement of disputes

1. Any dispute between the Government and the Commission concerning the interpretation or application of this Agreement or any supplementary agreement, which is not settled by negotiation or other agreed mode of settlement, shall be referred to a tribunal of three arbitrators for final decision.
2. In the case of arbitration, one arbitrator shall be designated by the Council and another by the [Minister of Foreign Affairs]. The two arbitrators shall appoint a third arbitrator.
3. Without prejudice to any of the privileges and immunities provided to the Commission as set out in this agreement, the Executive Secretary shall make adequate provision for appropriate modes of settlement of disputes arising out of contracts or other disputes to which the organization is a party; and disputes involving any officials of the organization if their immunity has not been waived in accordance with Article 9.

Article 16 Notification

The Commission shall inform the [Minister of Foreign Affairs] of the names and title of the officials of the Commission who are posted to [host country].

Article 17 Final provisions

1. This Agreement shall enter into force in accordance with an Exchange of Notes between the Executive Secretary of the Commission and the Government.
2. This Agreement may be amended by written agreement between the Parties.
3. This Agreement shall cease to be in force if the seat of the Commission is removed from the territory of [host country], except for such provisions as may be applicable in connection with the orderly termination of operations of the Commission at its seat in [host country] and the disposition of its property.
4. Each Party may terminate this Agreement at any time by giving one years' written notice to the other Party.

Done at [location] on [date], in the English and [other?] language[s, each version being equally authentic].

(representative of [host country])

(representative of the Commission)

REGIONAL PARTNERSHIP FOR THE SUSTAINABLE MANAGEMENT, USE AND PROTECTION OF THE YELLOW SEA LARGE MARINE ECOSYSTEM

Vision

The Regional Partnership for the Sustainable Management, Use and Protection of the Yellow Sea Large Marine Ecosystem (“Yellow Sea LME Partnership”) will be an interactive, responsive, dynamic, voluntary non-legally binding long-term partnership arrangement for the stakeholders of the marine environment of the Yellow Sea region.

The Yellow Sea LME Partnership will bring together stakeholders from:

Governmental Organizations; Inter-Governmental Organizations; Civil Society, Private Sector, and Academic Organizations, Communities and Bodies; Influential Individuals, Financial Institutions and the Donor and Development Aid Community,

at all levels, to work in a collaborative, coordinated and complementary manner, utilizing and enhancing the comparative advantages of each stakeholder, and generating mutual benefits for all stakeholders, with the aim of jointly delivering on the Partnership’s Mission and Objectives.

Mission

The Yellow Sea LME Partnership’s mission is to leverage all the combined strength of the region’s stakeholders in order to—

- provide the strongest possible support to the protection and sustainable development and use of the Yellow Sea and its resources; and
- support the Yellow Sea Commission, and fully realize the objectives of the Memorandum of Understanding on the Establishment of the Yellow Sea Commission.

Objectives

Yellow Sea LME Partnership Members will—

- participate in and/or support the work of the Yellow Sea Commission,
- seek ways and means to collaborate, create or develop synergies and linkages, coordinate, fund and develop actions, through the Commission or in their own practices, that will work towards the attainment of the goals of the Yellow Sea Commission,
- avoid overlaps in work to protect and sustainably use the Yellow Sea LME and strive for complementarity, cost-effectiveness and cost-efficiency in efforts and initiatives, and

- act as Champions in the promotion of the region as a socio-ecological system and of efforts towards the sustainable management, use and protection of the Yellow Sea and its resources.

Membership

The following are core members of the Partnership—

- the Signatory States, and their agencies;
- [others – e.g. UNDP/GEF, NOWPAP...]

Additionally, membership in the Partnership is open to all organizations, institutions and other entities that have a genuine interest and are able to make realisable commitments towards the protection and sustainable use and development of the Yellow Sea LME.

For the purpose of engaging new members in the Partnership, the Executive Secretary of the Commission may invite prospective members to the Partnership and may prepare a formal instrument of Partnership, in which new members will express their commitment to support the aims of the Partnership and the Commission.

Undertakings and Commitments

Members of the Partnership agree to make the following undertakings and commitments.

- To participate and cooperate in the Partnership as part of an international coalition of relevant organizations, institutions and entities to contribute to the Mission and promote the achievement of the Objectives outlined above.
- To commit to actively, consistently and substantially contribute to and support the work of the Commission and to achieve the objectives reflected in the MOU on the Establishment of the Yellow Sea Commission.
- To support and/or engage with other inter-governmental and national organizations, institutions and entities engaged in or impacting upon the protection and sustainable use and development of the marine environment of the Yellow Sea region.
- To agree and commit to support and contribute, to the extent possible, to the implementation of the Strategic Action Plan and other work programmes and initiatives, based on and in alignment with their formal mandates, skills and experience and comparative advantages.
- To these ends also to promote and secure the engagement of, and up-scaling of actions by, all sectors of society, and to help organize relevant sections of society and business into clusters that will generate knowledge, build capacity and deliver efficiencies.
- To acknowledge in this context the need to embrace the concept of, and support through their actions the adoption and implementation across the Yellow Sea region of, ecosystem approaches to managing the marine environment and marine resources.
- To agree and commit to communicate on and coordinate such action with other members of the Partnership, and in particular the Commission.

Yellow Sea Forum

The Yellow Sea LME Partnership will convene an annual Forum, open to all Partnership members and to any other stakeholders interested in the protection and sustainable use and development of the Yellow Sea LME. The mission of the Forum will include—

- providing a forum for consultation and dialogue between the Commission and stakeholders interested in the protection and sustainable use and development of the Yellow Sea LME;
- reviewing proposed and agreed activities of the Commission, and making recommendations on those or other actions which can be taken by the Commission;
- evaluating the work, activities and other contributions of the Partnership and its members in support of or having implications for the protection and sustainable use and development of the Yellow Sea LME.

Secretariat

The Secretariat of the Commission will act as the Secretariat of the Partnership and Forum.

[Option to establish independent Secretariat, self-funding].

Review and Evaluation

The Commission will keep under review the work and contributions of the Partnership, and evaluate its impact. The Council may, from time to time, make amendments to the form, functions and membership rules of the Partnership, as reflected in this document.

CODE OF CONDUCT FOR COMMISSION OFFICIALS

[Introduction to be inserted]

Application and Interpretation

1. This Code of Conduct applies to Commission Officials.
2. In this Code—

“Commission” includes any and all bodies established under or pursuant to the Memorandum of Understanding on the Establishment of the Yellow Sea Commission;

“Commission Officials” means any staff member of the Commission and any person acting in an official capacity on behalf of the Commission, including as a member of any Commission body; and

“official capacity” includes membership of the Council and acting as Chairperson or Vice-Chairperson of any Commission body.

Independence

3. Commission Officials have a duty of independence and loyalty to the Commission and must perform their duties under the authority of the Executive Secretary. Commission Officials must not only further the interest of the Commission and must carry out their duties without being improperly influenced by any other interest, including any national or institutional interest.
4. Commission Officials must act and exercise their functions independently of any authority or person external to the Commission. In particular, when exercising official functions, a Commission Official should not accept instructions from any government or any of its subdivisions or agencies.
5. Commission Officials should exercise their functions independently of any personal opinion, whether positive or negative, they may have of any country, government, institution, entity or person.

Impartiality

6. The work of a Commission Official should not be influenced by previous, current or prospective relationships, whether professional, personal or financial, with any government, institution, entity or person.
7. Commission Officials should refrain from taking any action or making any statement that may compromise impartiality or which might be seen or viewed as compromising impartiality. In particular, gifts or favours from outside sources can be seen as affecting impartiality, whether or not in the view of the Commission Official they have such effect.

8. Consequently, Commission Officials should not seek or accept any gratuity or benefit in connection with their official duties or by reason of their status as an official, or any remuneration or honorary distinction, whether related or unrelated to their work or status as a Commission Official, unless authorised pursuant to the next paragraph.
9. The following matters are authorised, without need to seek approval: (i) retirement pay or pensions, (ii) honoraria for public appearances or publications which are either turned over to the Commission to fund activities of the official's directorate or donated to a charity recognised by the Commission, (iii) normal and customary hospitality and protocol gifts (up to 150 US Dollars in value) and (iv) anything related to work unconnected with official duties. In all other cases, the request for authorisation should be submitted to the Executive Secretary.

Integrity

10. Commission Officials are expected to act with the utmost integrity in the performance of their duties and in all relations with and within the Commission.
11. Integrity in carrying out your work implies a duty to work to the best of one's abilities. The duty to work to the best of one's abilities also implies an obligation to share information with other officials that is necessary for the discharge of their duties and to facilitate the Commission's work, in particular the cooperation between different bodies of the Commission.
12. Commission Officials should not withhold information that is relevant to the benefits they receive from the Commission. New circumstances that affect eligibility for certain benefits must be reported promptly.
13. Commission Officials should carefully and efficiently manage the resources of the Commission and have regard to the need to optimise their use with a view to improving the efficiency and effectiveness of the Commission.
14. Commission Officials should familiarise themselves with all relevant conditions of their employment or engagement, as the case may be, including Staff Regulations, Financial Regulations, Rules of Procedure, etc. insofar as they are relevant to the discharge of the official's duties.
15. Commission Officials must avoid any misuse of the Commission's resources and In particular should not use the Commission's resources for their own personal benefit or for the benefit of third parties.
16. Commission Officials should not, in words or actions, compromise their integrity by condoning or appearing to condone fraud, corruption or misuse of the Commission's resources by other persons, including other officials of the Commission. If there are strong reasons to suspect that such acts have taken place, these suspicions should be reported, as set out below.

Publications and Statements

17. Commission Officials should refrain from making public statements, including publishing articles or books on any subject matter, that are incompatible with their obligations as a Commission Official.

18. In principle, you may make public statements concerning the Commission, its activities or the positions taken by individual Members only with the permission of the Executive Secretary.

Financial Activities

19. Commission Officials may not use information obtained in the course of official duties to obtain undue benefits for themselves or third parties, or for any other inappropriate purpose.

Privileges and Immunities

20. Commission Officials must avoid actions that could be perceived as an abuse of the privileges and immunities conferred on the Commission and its officials, in accordance with its agreements with host countries. Commission Officials should not seek to take advantage of their status within the host country and must continue to comply with local laws and the laws of their country which remain applicable.

21. [Commission Officials should also be aware that the immunity of officials from civil suit or criminal prosecution is limited to official actions; Commission Officials do not enjoy diplomatic immunity. Moreover, the immunity of officials from civil and criminal jurisdiction is conferred for the sole benefit of the Commission. Therefore, it cannot be invoked in cases unrelated to the performance of official duties. Commission Officials are expected to comply with the requirements of applicable laws with respect to the discharge of their civil obligations. They are also expected to comply with the requirements of local criminal laws. Failure to discharge substantial civil obligations, as well as major intentional violations of criminal laws, when brought to the attention of the Commission and properly substantiated, would be regarded as harmful to the reputation of the Commission.]

22. [The right to decide whether an official's immunity from jurisdiction shall be claimed or waived is with the Commission. Therefore, if Commission Officials wish to invoke such immunity, they will need to address a request to the Executive Secretary].

Personal Conduct

23. Commission Officials should treat colleagues and all other persons with courtesy and respect. This includes not only refraining from verbal or physical abuse, any form of harassment and the making of disparaging statements on the grounds of nationality, opinions or beliefs, culture, ethnicity, gender, or personal life but also acknowledging, embracing, understanding and valuing diversity in all its forms.

24. Commission Officials should be aware that statements or actions that are not intended to be offensive or to intimidate a person may be perceived as such by that person.

25. Commission Officials should at all times seek to avoid conflicts with colleagues and all other persons, and where conflicts do arise should seek to address them proactively and, as much as possible, resolve them at an early stage, in a sensitive and impartial manner.

Conflicts of Interest

26. Commission Officials must avoid any conflict of interest or appearance of conflict of interest. A conflict of interest involves a conflict between the public duties and the private interests of a

Commission Official in which the official has private-capacity interests which could improperly influence the performance of his official duties and responsibilities.

27. Persons with responsibility for negotiating procurement contracts on behalf of the Commission, including intellectual services contracts, and which have a direct or indirect interest in, or a close relationship with one of the potential providers, should recuse themselves and refer the matter to the Executive Secretary.

Confidentiality and Discretion

28. Commission Officials should not disclose any confidential information which has been acquired in connection with work for the Commission.
29. Commission Officials must also ensure that any confidential documents or data in their possession are properly safeguarded, in accordance with applicable security policies and procedures.
30. Information, including documents and data, received by the Commission on the understanding that it is only for internal use, or generated in the course of its work but not released by the Commission, is regarded as confidential and must be treated accordingly.

Reporting Misconduct

31. Breaches of the rules governing the conduct of Commission Officials (“misconduct”) are harmful to the reputation of the Commission and its officials. They may also be detrimental to the achievement of the objectives of the Commission and to the performance by its officials of their work. Whether a Commission Official is a victim of or a witness to acts of misconduct, they are expected to report them; anonymous reports may be allowed on an exceptional basis.
32. Any cases of fraud, corruption or misuse of the Commission’s resources that are suspected must be reported to the Executive Secretary.
33. Any form of retaliation or prejudice as a result of reporting misconduct is itself misconduct and will not be tolerated. If any person believes they are being subjected to retaliation or prejudice on this basis, the matter should be reported to the Executive Secretary.

APPENDIX

The terms of reference for Regional Working Groups are included here for reference. They have not been amended from the currently agreed terms of reference.

Terms of reference of RWG-A: Monitoring and Assessment

Goal

To improve the ecosystem carrying capacity (ECC) with respect to supporting services by mainstreaming adaptive management to meet potential challenges, including the climate change impacts on ecosystem processes.

Objectives

1. To harmonize monitoring and assessment methodologies and to improve understanding the N/P/Si ratios and impact on marine and coastal ecosystem.
2. To improve understanding of the impact of climate change on plankton structure.
3. To improve the monitoring capacity and awareness of jelly fish, HAB and drifting macroalgae blooms.

Deliverables

1. Technical report on trend in N/P/Si ratio and its impacts on the marine and coastal plankton structure.
2. Technical report on climate-induced ecosystem changes in the Yellow Sea and adaptive management strategies.
3. Regional jelly fish, HAB and drifting macroalgae blooms monitoring programs established and implemented in collaboration with partners.

Tasks

1. Lead the development of regional strategy and systems for monitoring and assessing the long-term trend in N/P/Si ratios and its impacts on the marine and coastal plankton structure with reviewed and harmonized national monitoring and assessment methodologies.
2. Coordinate the development of regional strategies for long-term ecosystem forecast and conduct of modelling and scenario analysis.
3. Facilitate the assessment and monitoring of the impact of climate change and analysis of factors and signs of global climate changes on a regional scale and share findings.
4. Coordinate the preparation of regional adaptive management strategy to enhance the resilience of the YSLME and reduce the vulnerability of coastal communities to climate change impacts on ecosystem processes and other threats identified in the TDA and SAP.

5. Lead the development of regional jelly fish, HAB and drifting macroalgae blooms monitoring programs and establishment of committees, and coordinate the monitoring of the transboundary impact of jelly fish blooms (JBs) and harmful algal blooms (HABs) occurrence in collaboration with international organizations and partners (e.g. IOC/WESTPAC, NOWPAP, PICES etc.).
6. Forecast future changes and developing adaptive management scheme by integrating models and developing scenario-based projections for future ecosystem changes.

Terms of reference of RWG-F: Fish Stocks

Goal

To improve Ecosystem Carrying Capacity (ECC) with respect to provisioning services by recovering and enhancing depleted fisheries stocks.

Objectives

1. To assess the progress of SAP Target 1 implementation and make recommendations on targets and actions in the updated SAP
2. To enhance capacity of national and local governments in monitoring and assessment of fish stocks, and effectiveness of licensing, closure and restocking management

Deliverables

1. Methodologies of joint stock assessment and data management protocols
2. Technical report on status of stocks of selected species in YS using agreed assessment methodologies and recommendations on new targets and actions to improve management effectiveness of licensing, closure and restocking measures
3. Training module on stock assessment and fish restocking

Tasks

1. Facilitate the discussion and agreement on sharing of collated data on catches in the Yellow Sea (YS) and analyse patterns of species over the same period of time.
2. Develop methodologies for improved estimates on fish stock with an aid of stock assessment. Construct models covering patterns of fish stocks using newly initiated methodology being used globally. Analyse relations of fishing efforts, closure, licensing and restocking effectiveness and ecosystem carrying capacity and make recommendations on targets and actions to update SAP.
3. Assist to rebuild over-exploited marine living resources by improving quality of habitats and fisheries management in line with Ecosystem-Based Fisheries Management (EBFM).
4. Identify the effect of climate change on fish populations in the YS. Find out distribution shifts of fishes using recently developed models and forecast impacts of climate change on the distribution of fishes in the YS.

5. Prepare training modules on fish stock assessment and restocking

Terms of reference of RWG-G: Sustainability (Socioeconomics and Governance)

Goal

To improve regional environmental governance by strengthening institutional, legislative, and financial capacities of the region and the countries

Objectives

1. To enhance the capacity of governments at different levels to apply economic analysis in investment decision making.
2. To guide relevant RWGs and coordinate efforts in the development of institutional, policy and financial framework of the YS Commission
3. To advise on the means and approaches for full participation of DPRK for participatory implementation of YSLME project and SAP
4. To strengthen partnership with regional co-operative institutions (2017-2019)

Deliverables

1. Revised TDA and SAP 2021-2030 in collaboration with other RWGs and MOU or political statement for signing by participating countries
2. Rules of Governance and sustainable financing mechanism of YSLME Commission (Yellow Sea Partnership)
3. Training modules on cost-benefit analysis for wider application in YS region and for better implementation of multilateral environmental agreements including EBM
4. Regional guideline to incorporate FAO Code of Conduct for Responsible Fisheries

Tasks

1. Establish and oversee the task forces to develop Rules of Governance and sustainable financing mechanisms of YSLME Commission (Yellow Sea Partnership)
2. Coordinate the conduct of Cost-Benefit Analysis (CBA) to examine the economy and efficiency of management actions performed by two Parties. Coordinate the development of training module on CBA and its application in the context of YSLME. Organize technical trainings on CBA to build and/or strengthen the capacity of the participating countries.
3. Provide advice and recommendation on establishment of YSLME Commission including its legal personality. Organize workshops to share ideas on building institutional framework composing of YSLME Commission, Secretariat and its subsidiary bodies. Identify ways and means to engage DPRK's full participation to enhance effectiveness of the work of YSLME.
4. Lead the review of regional and national measures and actions to improve the implementation of international and regional treaties and guidelines, and coordinate the

preparation of training module on synergizing implementation of multilateral environment agreements using ecosystem- based management in LMEs.

5. Support in development of regional guidelines to incorporate suggested guidelines of the FAO Code of Conduct for Responsible Fisheries into the YSLME Commission's Context.
6. Strengthen partnerships with existing regional co-operative institutions including PEMSEA, NOWPAP, the Joint Fisheries Commission, etc. Provide guidance on participation of NGOs and communities in climate change adaptation, reduction of marine litter, recovery of fish stocks, and capacity building for NGOs, local governments and communities.

Terms of reference of RWG-H: Habitat Conservation

Goal

Provide guidance and co-ordination for regional activities to improve the ECC with respect to supporting services by conserving biological diversity and maintaining current areas of habitats.

Objectives

1. Develop regional conservation plan for biodiversity
2. Develop regional guidelines for assessment of effectiveness of coastal and marine ecosystem restoration projects
3. Maintain and improve the effectiveness of YSLME MPA Network
4. Develop the capacity and public awareness of benefits of biodiversity conservation

Deliverables

1. Regional biodiversity conservation plan
2. Regional guideline for assessment of coastal and marine ecosystem restoration projects
3. Rationalized network of MPA in YSLME that integrate the principles of connectivity
4. A training module on habitat-based and food-chain based approaches for conservation
5. Conduct of three YSLME MPA forums

Tasks

1. Coordinate the development and implementation of a regional biodiversity conservation plan to preserve habitats that include establishment of regional nature reserves/Marine Protected Areas (MPAs) for coastal wetlands, endangered and vulnerable species and spawning and nursery ground of critical species. Conduct studies on the Yellow Sea Cold Water Mass (CWM) with regards to threats to biodiversity, identification of causes and areas of improvements and feasibility of taking management measures in coordination with RWG-A.
2. Coordinate the update the TDA and SAP. Assist in identifying policies for management of estuarine and marine nurseries in both countries. Facilitate development and implementation

of regional policies and legal measures. Provide advice on drafting of proposals for improved habitat quality legislation and regulation.

3. Coordinate the preparation of training modules of habitat-based and food-chain based approaches for conservation. Organize regional training workshops with assistance from the Secretariat. Facilitate the development of regional guidelines for assessment of coastal and marine ecosystem restoration projects, and provide advice on maintaining and strengthening a network of MPAs and on the control mechanisms of new coastal reclamation.
4. Organize annual regional MPA forum as a longstanding platform for knowledge sharing and exchange among practitioners and MPA managers for improved management effectiveness.

Terms of reference of RWG-M: Sustainable Mariculture

Goal

To improve the ecosystem carrying capacity (ECC) with respect to provisioning services by enhancing mariculture production and quality and by reducing and controlling pollutant discharge from mariculture.

Objectives

1. To establish and optimize the integrated aquaculture of bivalve, fish, seaweed, sea cucumber, seagrass, abalone-seaweed and bioremediation technology for increased productivity and reduced marine environmental pollution per unit area
2. To prepare training module and disseminate IMTA experience and knowledge YSLME-wide and to other LMEs
3. To standardize IMTA for commercialization at industrial scale

Deliverables

1. High proficiency IMTA successfully demonstrated in three sites in Shandong and Liaoning, PR China;
2. GAP of IMTA;
3. Training module of IMTA published;
4. Conduct of three international conferences and training programs on sustainable mariculture

Tasks

1. Coordinate the development of GAP of IMTA.
2. Prepare training module for IMTA.
3. Conduct regional and international training workshops on IMTA and other sustainable mariculture techniques in collaboration with other partners including IW:LEARN, NACA, SEAFDEC, etc.

4. Conduct field visit to identify demonstration sites, assess the replication potential across YSLME, find out technical constraints, opportunities and enabling conditions to ensure the development of the mariculture sector in the Yellow Sea (YS).
5. Disseminate current knowledge on the environmental effects of mariculture and opportunities of environmentally friendly technologies including IMTA to aquaculture association, local government officials, and international organizations.
6. Identify avenues and ways to replicate the sustainable mariculture technologies for blue economy development in other regions for support by development assistance programs.

Terms of reference of RWG-P: Pollution Reduction

Goal

To improve the ECC with respect to regulating and cultural services by reducing pollutant levels and strengthening legal and regulatory processes

Objectives

1. To facilitate the establishment and operation of an YSLME marine environment pollution monitoring network
2. To enhance capacity of national and local government on monitoring, assessment and mitigation of land and sea-based contaminants
3. To promote the application of monitoring and assessment methodologies of marine litter (including microplastics) and advise on approaches to reduce marine litter

Deliverables

1. Regional marine environment monitoring mechanism for assessing SAP implementation progress
2. Technical report on marine environment status and trend in YS as input to TDA and SAP
3. Regional marine litter (including microplastics) baseline survey report
4. Training module on contaminants from river-sea interaction and atmospheric disposition, and the carrying capacity of LME
5. Regional strategy for using wetland as nutrient sink

Tasks

1. Provide advice on enhancing exchange and sharing of pollution data and information at a regional level and on 'Hot Spot' control actions based on loads through scenario analysis and modelling. Assist to update facilities/equipment to control or reduce discharge from industrial and municipal sources to reduce pollution.
2. Facilitate to establish a guideline for regional routine monitoring and assessment, quality standards and network on marine environmental pollution in the YS. Provide advice on

harmonization of regional methodologies and update of regional monitoring guidelines. Hold regional workshops focused on monitoring technology and assessment methodology.

3. Facilitate the development of diagnostic strategy for identifying sources and sinks of pollutants. Prepare technical report on environmental status and trend in the YS as inputs to revised TDA and SAP.
4. Coordinate the development of a regional strategy for using wetland as nutrient sink. Support the development of a harmonized regional marine litter (including microplastics) monitoring and assessment guideline.
5. Prepare a training module on contaminants from river-sea interaction and atmospheric disposition and the carrying capacity of LME. Facilitate exchanges in management of land- and sea-based pollutants including marine litter, including through strengthen partnership with relevant stakeholders and partners and organization of regional workshops with participation of responsible authorities and international organizations (e.g. UNEP GPA).

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