

RULES AND REGULATIONS OF THE INDUSTRY COMMITTEES

I. Role & Mandate

- (1) Industry Committees shall be established by the Director General, subject to the approval of the Board. Their role shall be to:
 - (i) work closely with IATA management, advising on campaigns, policy issues or questions associated with the operation of industry programs; and
 - (ii) advise the Board on industry issues, reporting through the Director General.
- (2) The mandates of each Industry Committee will be established by the Director General, subject to the approval of the Board. The mandates are detailed in Annex 1.
- (3) Policy recommendations developed by the Industry Committees shall be presented to the Board following adequate industry consultation.

II. Membership

- (1) Industry Committees shall be comprised of a maximum of twenty (20) members. An Industry Committee member may not appoint a proxy to represent him or her.
- (2) Members of the Industry Committees shall be appointed by the Director General on the basis of Member nominations and are subject to the approval of the Board. Nominees shall have a major responsibility for the strategic formulation and execution of airline policy.
- (3) Appointments shall take into consideration:
 - (i) industry expertise;
 - (ii) potential contribution to the Industry Committee's work;
 - (iii) regional balance;
 - (iv) airline alliance balance (including non-alliance airlines);
 - (v) size of Member airline balance;
 - (vi) a combination of continuity and rotation in the Industry Committee membership;
 - (vii) representation of the membership across all of the Industry Committees;
 - (viii) seniority within the airline of the candidate concerned;
 - (ix) candidates from airlines that share a common ownership structure; and
 - (x) the views of the current members of the Industry Committee concerned.
- (4) Appointments shall be for a term of up to two (2) years, which can be renewed up to a maximum of two (2) times. If a person has served three (3) consecutive terms, a minimum of two (2) years must expire before that person is eligible again for appointment to the same Industry Committee. That person may, however, be appointed to a different Industry Committee during that two (2) year period. The Director General, in consultation with the Industry Committee concerned and subject to the approval of the Board, may exceptionally approve the appointment of a person to serve more than three (3) consecutive terms on the basis of his or her knowledge and experience.

- (5) If a member has served the maximum three (3) consecutive terms on an Industry Committee, the Member airline that nominated him or her may nominate a different person to serve on that Industry Committee.
- (6) No individual may be appointed to membership of two different Industry Committees at the same time.
- (7) Each member shall act as a representative of the membership as a whole and not as a representative of his or her region or the Member that nominated him or her.
- (8) The Industry Committee Secretary will be appointed by the Director General.
- (9) Each Industry Committee shall elect its Chair and Vice-Chair(s), whose terms shall be for two (2) years.
- (10) Each Industry Committee may establish a Steering Group to coordinate required activity between meetings with IATA management.
- (11) Membership shall automatically terminate if:
 - (i) the member fails to attend two (2) consecutive Regular Meetings unless he or she presents to the Industry Committee, prior to the second meeting, a statement that failure to attend the Regular Meetings in question was due to circumstances considered acceptable by the Committee;
 - (ii) the member leaves his or her position in the Member airline; or
 - (iii) that airline ceases to be a Member.
- (12) The Director General may fill vacancies on an interim basis. The period of an interim appointment shall not count as a term for the purpose of Rule II (4).

III. Meetings & Procedures

- (1) Industry Committees shall meet in person at least twice a year ("Regular Meetings") and may meet, as required, including by teleconference, video conference or other electronic means, at other times.
- (2) Regular Meetings shall be called by the Industry Committee Secretary, in consultation with the Committee Chair.
- (3) The Industry Committee Secretary shall normally give thirty (30) days' notice of the Regular Meeting. At least ten (10) days' notice shall be given for a special meeting.
- (4) A majority of the Industry Committee members shall constitute a quorum at any Regular Meeting.
- (5) The number of observers from Member airlines at a Regular Meeting is normally limited to six (6), in addition to any representatives of other Industry Committees or of a regional airline association, who may be invited to attend by the Industry Committee Secretary. The Director General or the Chair of the Industry Committee may waive the above limit on an exceptional basis and in respect of the Regular Meeting concerned.
- (6) The agenda of any meeting shall include any matter proposed by:
 - (i) the Director General;
 - (ii) any member of the Industry Committee;
 - (iii) any Member of IATA, whose representative shall be entitled to attend the

relevant meeting of the Industry Committee even if he or she is not a member of that Industry Committee nor an observer invited to attend the meeting in accordance with Rule III (5); or

(iv) the Industry Committee Secretary.

- (7) The Industry Committees shall work on the basis of consensus. Should a vote be required, each Industry Committee member shall have one vote, and decisions shall be taken only by a majority vote of the members present and voting. Issues may be considered and decisions taken via voice votes, via email or via any means agreed upon by the Committee.
- (8) Industry Committees may establish Working Groups subject to the approval of the Director General, to:
 - (i) provide technical advice on an on-going basis; and
 - (ii) work with IATA management on campaigns and issues.
- (9) Working Groups shall normally be limited to a maximum of ten (10) members who shall be appointed by the relevant Industry Committee or its Steering Group, as applicable. The Committee Secretary shall provide the coordination between the activity of the Working Group and the Industry Committee.
- (10) Ad Hoc Task Forces may also be established to address specific projects and shall be dis-banded once the project is completed.
- (11) Each Industry Committee may establish its own working procedures consistent with these Rules.
- (12) These Rules and Regulations may from time to time be amended by the Board.
- (13) All definitions contained in the Articles of Association shall apply to these Rules and Regulations.