

## Discussion paper for next ITS AP MOU

Agenda	Current Discription	Discussion Point
<u>Preface</u>	This Memorandum of Understanding reflects the spirit of cooperation between member countries/areas. It commences on the date of signing and will remain in force for three years. It may, however, be amended at any time by a majority vote of the General Assembly. It supersedes any previous Memoranda of Understanding.	*Term of validity (Currently 3 years) *Process of the amendment (Currently by General Assembly)
<u>Purpose</u>	ITS Asia-Pacific seeks to facilitate ITS cooperation and coordination between countries/areas in the Asia-Pacific region, which means Asia and Oceania, irrespective of political, industrial, cultural or institutional barriers. ITS Asia-Pacific offers its members opportunities for networking and information sharing through assisting in the co-ordination of the region's involvement in the World Congress on ITS, and hosting the ITS Asia-Pacific Forum. ITS Asia-Pacific plays a key facilitation and liaison role for its members within the Asia-Pacific region and with related organisations in other Member countries/areas are encouraged to develop ITS for application across the Asia-Pacific Region and to assist each other with information to enable this to occur.	*Middle East Asia?  *What we should do.
<u>Policy Direction</u>	The policy direction for ITS Asia-Pacific includes: <ul style="list-style-type: none"><li>• Application of ITS technologies in conjunction with transportation infrastructure development.</li><li>• Focusing on transportation problems of transitional countries including mixed traffic, traffic safety, energy, environmental problems, and ITS applications of rural</li><li>• Establishment of master plans on ITS and ITS organisations.</li><li>• Facilitation of ITS special interest groups.</li><li>• Encouragement of the use of ITS to improve public transport.</li><li>• Emphasis on the implementation of pilot projects and model deployment</li></ul> The intention of ITS Asia-Pacific is to bridge the gap between transitional and industrialised economies. This extends to countries outside the Asia-Pacific.	*Direction is still OK? -infrastructure development -focusing transitional countries -master plan and ITS organisation -ITS special interest group -Public transport -project and initiatives *Any other? *Is it still adjusting?
<u>Structure</u>	ITS Asia-Pacific consists of the General Assembly, the Asia-Pacific Board of Directors and committees as determined from time to time.  Each member country is encouraged to: <ul style="list-style-type: none"><li>• develop an ITS organisation;</li><li>• develop and deploy ITS-related technologies and services on a continuing basis;</li><li>• support and promote the ITS Asia-Pacific Forum including representation at the event, development of the program and encouraging exhibitions; and</li><li>• host the ITS Asia-Pacific Forum when appropriate.</li></ul>	*GA, BOD, other committee?  (example, AP Program Committee for Encouraging... -ITS organization -continuing ITS develop and deployment -support and promote ITS AP Forum -host APF when appropriate
<u>General Assembly</u>	The ITS Asia-Pacific General Assembly (General Assembly) represents the primary body of ITS Asia-Pacific.  Any country/area within the Asia-Pacific region, irrespective of political, industrial, cultural or institutional barriers, may become a member of ITS Asia-Pacific General  Membership of the General Assembly is limited to two representatives from each country/area and may include: <ul style="list-style-type: none"><li>• one representative from the country/area's ITS association or, if no such association is recognised, the national government; and</li><li>• one representative from the country/area's ITS industry / government / research or academic organisations.</li></ul> Each country/area is required to nominate a primary contact officer. Such a contact would preferably be taken from the recognised national ITS association and be aware of the ITS issues facing that country/area.  The General Assembly seeks to have regional representation that is diverse (with respect to the range of countries/areas in the region) and encompasses the growing number of ITS associations. Continuity of membership is strongly desired.  Additional countries/areas within the region who wish to become a member of ITS Asia-Pacific General Assembly may nominate through the Secretariat for consideration by the Board of Directors. A majority vote (greater than 50%) of the Board of Directors is required before the nominated country/area can be accepted as a Member of ITS Asia-Pacific Nominations and consequent changes of a country's/area's nominees must be sent in writing to the Chair of the Board of Directors through the Secretariat.  <b>to be continued,</b>	Primary body of ITS AP  *Membership  -2 representative from each  -first contact:ITS organization  -nomination of new member
	The General Assembly will meet annually.	*General Assembly meeting, annually

	<p>Additional 'observers' may be allowed to attend the general assembly, at the discretion of the Chair.</p> <p>A quorum of at least 50% of country members is required for a meeting to be considered formal, such presence may in person, or via electronic means.</p> <p>Questions may arise at meetings of the General Assembly. Such questions shall be determined on a show of hands (a Vote). Each country/area may have only one vote. A vote is to be carried when supported by a simple majority (greater than 50%) of members. Proxy votes may be lodged in writing providing such a vote is submitted two days prior to the appropriate meeting</p>	<p>*Observers</p> <p>*meeting to be formal 50% attendance</p> <p>*Voting: One country/area one vote</p> <p>*Simple majority</p>	
<p style="writing-mode: vertical-rl; transform: rotate(180deg);"><b>Board of Directors (AP BOD)</b></p>	<p>The ITS Asia-Pacific Board of Directors is comprised of:</p>	<p>AP-BOD</p>	
	<p style="writing-mode: vertical-rl; transform: rotate(180deg);"><b>The Chair</b></p>	<p>The Chair of ITS Asia-Pacific is the nominated representative of the ITS organisation hosting the ITS Asia-Pacific Forum. On conclusion of the Forum the Chair role will pass to the nominated representative of the ITS organisation in the country/area hosting the next ITS Asia-Pacific Forum.</p> <p>The nomination will be confirmed or rejected by the Asia-Pacific Board of Directors. The term will commence at the conclusion of the ITS Asia-Pacific Forum and continue until the conclusion of the next Forum. The Chair will be responsible for the both the General Assembly as well as the Board of Directors</p>	<p>Chair from next APF host 2year when WC in AP</p> <p>Confirmed by BOD Responsible for GA chair</p>
	<p style="writing-mode: vertical-rl; transform: rotate(180deg);"><b>Vice-Chair</b></p>	<p>The Chair may be assisted by one and up to three Vice-Chairs as considered appropriate by the Board of Directors. Such Vice-Chairs may be drawn from previous or future Chairs of ITS Asia-Pacific or their delegates.</p>	<p>Necessary?</p>
	<p style="writing-mode: vertical-rl; transform: rotate(180deg);"><b>Elected Members</b></p>	<p>Each country/area can only have one elected member of the Board of Directors who will serve a two-year term. A list of current members is provided in attached document.</p> <p>The elected members of the Asia-Pacific Board of Directors must be suitable to represent the views of their country/area and attend the meeting at least once a year.</p>	<p>Member of BOD</p> <p>Attendance of meeting, once a year, if not?</p>
	<p style="writing-mode: vertical-rl; transform: rotate(180deg);"><b>Meetings</b></p>	<p>The Asia-Pacific Board of Directors will meet twice per year, usually in conjunction with the World Congress on ITS and the ITS Asia-Pacific Forum. The Chair may convene special meetings. Meetings may be conducted by telecommunication. A quorum of at least 50% of the Board of Director's members is required for a meeting to be considered formal.</p> <p>Questions may arise at meetings of the Board of Directors meetings. Such questions shall be determined on a show of hands (a Vote). Each country/area may have only one vote. A vote is to be carried when supported by a simple majority (greater than 50%) of members. Proxy votes may be lodged in writing providing such a vote is submitted two days prior to the appropriate meeting</p> <p>Additional 'observers' may be allowed to attend the Board of Directors Meetings, at the discretion of the Chair.</p>	<p>Twice per year + Special meeting WC, APF, any other location?</p> <p>to be formal. 50% attendance</p> <p>Voting; one country/area one vote Simple majority</p> <p>Observer</p>
	<p style="writing-mode: vertical-rl; transform: rotate(180deg);"><b>Honorary Members</b></p>	<p>Honorary members who will serve a two year term and have no vote can be nominated and agreed at the Board of Director's meeting. A list of current members is provided in attached document.</p>	<p>Honorary Members</p>
<p style="writing-mode: vertical-rl; transform: rotate(180deg);"><b>Expenses</b></p>	<p>Expenses directly related to the Asia-Pacific General Assembly and Board of Directors meetings are borne by the host country/area, unless otherwise agreed by the Asia-Pacific Board of Directors. Travel and accommodation expenses are to be borne by the individual member.</p>	<p>When it is organized with WC in Europe/America</p>	
<p style="writing-mode: vertical-rl; transform: rotate(180deg);"><b>ITS Asia-Pacific Secretariat</b></p>	<p>The Secretariat will be responsible for:</p> <ul style="list-style-type: none"> <li>All correspondence pertaining to this MOU including meetings of the General Assembly, Board of Director's and such meetings organisation, agendas and minutes;</li> <li>Maintenance of the member lists and distribution of required correspondence to all members;</li> <li>Negotiation with candidate countries for the ITS Asia Pacific Forum; and</li> <li>Visiting the host city/country to check the status of the preparation for the coming Forum.</li> </ul> <p>ITS Japan will serve as the Secretariat.</p>	<p>Secretariat's Job...</p> <p>Correspondence</p> <p>Maintenance of Member</p> <p>to negotiate with APF candidate to check the status of APF</p> <p>Any other Job??</p> <p>Any other volunteer, only Japan or mixing team Secretary General...</p>	
<p style="writing-mode: vertical-rl; transform: rotate(180deg);"><b>Expenses</b></p>	<p>Expenses directly related to the Secretariat are borne by the elected country/area, unless otherwise agreed by the Asia-Pacific Board of Directors.</p>	<p>Money</p>	

<p align="center"><b><u>Role in the World Congress on ITS</u></b></p>	<p>ERTICO, ITS Japan and ITS America are signatories to a Framework Agreement to cooperate in hosting an annual World Congress on ITS. This Congress will rotate between these three associations on a three-year cycle.</p> <p>In accordance with that Framework Agreement, the ITS Asia-Pacific Board of Directors will suggest appropriate representation from the Asia-Pacific region for membership of the World Congress Board of Directors to ITS Japan. ITS Japan will consider this nomination when it decides on World Congress on ITS - Board of Directors membership from the Asia-Pacific region.</p> <p>Similarly, the Asia-Pacific Board of Directors will suggest appropriate representation from the Asia-Pacific region for membership of the World Congress on ITS International Program Committee to ITS Japan. ITS Japan will consider this nomination when it decides on the World Congress on ITS - International Program Committee membership from the Asia-Pacific region</p> <p>Further, the Asia-Pacific Board of Directors will suggest to ITS Japan the location and date of future World Congresses on ITS that are to be held in the Asia-Pacific region. ITS Japan will consider this recommendation in their proposal to the World Congress on ITS - Board of Directors</p>	<p>How to promote WC</p> <p>ITS Japan consider nomination of WC-BOD from AP-BOD</p> <p>ITS Japan consider nomination of WC-IPC from AP-BOD</p> <p>ITS Japan consider nomination of Location of WC-IPC from AP-BOD</p>
<p align="center"><b><u>Asia-Pacific ITS Forum</u></b></p>	<p>The ITS Asia-Pacific Forum is an annual event that includes both conference and exhibition components. The Forum is intended to demonstrate the spirit of cooperation among member nations. Asia-Pacific rim countries may be encouraged to participate in Asia-Pacific forums in this spirit. Involvement of other countries/areas that are economies in transition will be welcomed</p> <p>Every third year, the Asia-Pacific region will play host to the World Congress on ITS. On these years, no ITS Asia-Pacific Forum will be held.</p> <p>The Asia-Pacific Board of Directors will approve the location, date and theme of the ITS Asia-Pacific Forum. Financing of the Forum will be the responsibility of the local Forum Organising Committee. Such an Organising Committee will be formed by the host country/area but will include the Chair (provided by the host country/area), as well as three Vice-Chairs drawn from the countries/areas who have hosted the three</p>	<p>Spirit of APF</p> <p>Annual event, but no APF, when WC in AP</p> <p>How to do APF</p>
<p align="center"><b><u>Language</u></b></p>	<p>Meetings and correspondence of all ITS Asia-Pacific activities will be conducted in English. The host country/area of the ITS Asia-Pacific Forum may consider simultaneous interpretation facilities for the local and other languages.</p>	<p>Meeting in English</p>
<p align="center"><b><u>Indemnity for Liability</u></b></p>	<p>ITS Asia-Pacific is not liable to the extent that signatories are responsible for individual acts or omissions that contribute to individual loss.</p>	<p>Liability</p>
<p align="center"><b><u>Confidentiality</u></b></p>	<p>Signatories to this Memorandum of Understanding acknowledge that the Confidential Information of other parties is valuable to the other party and agree to take reasonable steps to maintain the confidentiality of any proprietary or confidential information of the other. This information does not apply to any information that is obtainable through normal commercial means, or is available in the public domain</p>	<p>Confidentiality</p>
<p align="center"><b><u>Intellectual Property</u></b></p>	<p>ITS Asia-Pacific retains all copyright for (and other intellectual property rights) in everything it develops (or is involved in developing) including but not limited to the ITS Asia-Pacific design mark or word mark.</p>	<p>Copyright</p>

**Signatories to the ITS Asia-Pacific Memorandum of Understanding**

We, as primary contacts of our countries/areas, hereby pledge technological cooperation among Asia-Pacific nations in connection with ITS through our active participation in and membership of ITS Asia-Pacific.

Signed on the 9 July 2006 in Hong Kong: