

Warsaw Chopin Airport Coordination Committee

20/01/2012

CONSTITUTION OF

WARSAW CHOPIN AIRPORT COORDINATION COMMITTEE

Acting at : Warsaw Chopin Airport and For Euro 2012: at Gdansk Walesa Airport, Poznań
Wieniawski Airport, Wroclaw Kopernik Airport

Constitution of the Warsaw Chopin Airport Coordination Committee

1 Definitions and Interpretation

1.1 In this Constitution the following expressions shall have the following meanings:

Air Carrier	Means an air transport undertaking with a valid Operating Licence;
Airport Operator	Means "PPL" or such other person as shall from time to time be the airport operators of WAW; and GDN, POZ, WRO for Euro 2012;
Air Traffic Control	Means Polish Air Navigation Services Agency "PAŻP" or such other organisation as shall from time to time be the provider of air traffic control services at WAW; and GDN, POZ WRO for Euro 2012;
Annual General Meeting	Means the Annual General Meeting of the Warsaw Chopin Airport Coordination Committee;
Authorised Representative	Means any person nominated in writing by a Member, attending a Meeting on behalf of that Member;
Chairman	Means the Chairman of the Committee;
Civil Aviation Office	Means a local civil aviation authority in Poland "ULC"
Committee	Means the Warsaw Chopin Airport Coordination Committee;
Coordinator	Means the person responsible for Slot allocation and schedule coordination at WAW from time to time within the meaning of Article 4.1 of the Regulation;
Extraordinary General Meeting	Means an Extraordinary General Meeting of the Committee;
IATA	Means the International Air Transport Association;

IATA Worldwide Slot Guidelines	Means the Worldwide Slot Guidelines published by IATA from time to time;
Meeting	Means either an Annual General Meeting or an Extraordinary General Meeting;
Member	Means a Member recorded in the Membership Register;
Membership Register	Means the Register maintained in accordance with Clause 4.3 of this Constitution;
New Entrant	Shall have the same meaning as in the Regulation;
Operating Licence	Means an authorisation, issued by a legally competent authority, to an undertaking permitting it to carry out carriage by air of passengers, mail and/or cargo, as stated in the operating licence, for remuneration and/or hire;
PPL	“Polish Airports” State Enterprise;
Regulation	Means Council Regulation (EEC) No 95/93 as amended by Council Regulation 793/2004 and further amendments;
Representative Organisation of Air Carriers	Means any organisation of air carriers using a coordinated airport regularly;
Slot	Shall have the same meaning as in the Regulation;
Secretary	Means the Secretary of the Committee;
Undertaking	Means any natural person, any legal person whether profit making or not, or any official body whether having its own legal personality or not;
WAW	Warsaw Chopin Airport;
GDN	Gdansk Walesa Airport
POZ	Poznan Wieniawski Airport
WRO	Wroclaw Kopernik Airport;

2 Name, Object and Language

- 2.1 The name of the Committee shall be the Warsaw Chopin Airport Coordination Committee;
- 2.2 The object of the Committee is to be the Coordination Committee at WAW for the purpose of the Regulation and at GDN, POZ, WRO for the purpose of Euro 2012;
- 2.3 The Meetings of the Coordination Committee shall be conducted in English and the Minutes taken in both English and Polish;

3 Purpose and Principles

- 3.1 The task of the Committee shall be to make proposals concerning or advise the Coordinator and/or Member State on;
 - 3.1.1 possibilities for increasing the capacity of WAW in accordance with Article 3 of the Regulation for improving its usage;
 - 3.1.2 the coordination parameters to be determined in accordance with Article 6 of the Regulation;
 - 3.1.3 the methods of monitoring the use of allocated Slots;
 - 3.1.4 local guidelines for allocation of Slots or the monitoring the use of allocated Slots, taking into account, inter alia, possible environmental concerns in accordance with Article 8(5) of the Regulation;
 - 3.1.5 improvements to traffic conditions prevailing at the airport in question;
 - 3.1.6 serious problems encountered by the New Entrants, as provided for in Article 10(9) of the Regulation;
 - 3.1.7 all questions related to capacity of WAW and GDN, POZ, WRO for Euro 2012;

The Committee shall also mediate between the parties concerned on complaints on the allocation of Slots, as provided for in Article 11 of the Regulation;

- 3.2 In performing its functions set out in Clause 3.1 of this Constitution the Committee shall have regard to the provisions of the IATA Worldwide Slot Guidelines, Aviation Law 2002, July 2006 Regulation of the Ministry of Transport, Council Regulation No 95/93 of 18 January 1993, Council Regulation No 793/2004 of 21 April 2004, Regulation of Minister of Infrastructure No 1088 of 30 April 2004, Community-wide guidelines applicable to WAW, GDN, POZ, WRO and to other binding regulations and any local guidelines adopted by the Committee;

- 3.3 The Committee cooperates with:

- CAO
- Ministry of Transport and other relevant Ministries
- Airport operators
- Air carriers

- Other Committees and organisations present at WAW and GDN, POZ, WRO during Euro 2012;

4 Membership

- 4.1 The Membership is voluntary.
- 4.2 The following shall be entitled to be Members of the Committee:
- The Airport Operator
Air Traffic Control
Air Carriers using the Airport regularly or who have expressed interest in the allocation of slots and the coordination of schedules at the Airport and the representative organisations of Air Carriers using the Airport regularly;
Representatives of General Business Aviation;
Entities providing ground services at WAW;
- 4.3 Entities mentioned in point 4.2 and listed in Schedule 1 of this Constitution are Members at the date of the adoption of this Constitution;
- 4.4 The Secretary shall keep an up-to-date Membership Register of Members of the Committee;
- 4.5 An Air Carrier which is not on the Membership Register and which wishes to be a Member shall apply for membership in writing to the Secretary who shall enter its name on the Membership Register if that Carrier uses WAW regularly or if it has expressed an interest in the allocation of Slots and the coordination of Slots at WAW;
- 4.6 Representative organisation of Air Carriers or any entity mentioned in 4.2 which is not on the Membership Register and which wishes to be a Member shall apply for membership in writing to the Secretary who shall enter its name on the Membership Register if that representative organisation represents Air Carriers using WAW, GDN, POZ, WRO regularly;
- 4.7 Any Polish Airport Operator of coordinated airport can become a Committee Member;
- 4.8 A Member shall cease to be a Member if it:
- resigns, or
 - goes into liquidation, or
 - ceases to use the WAW regularly and has not attended a Meeting for at least 12 months
- 4.9 The Secretary shall make a note in the Membership Register of the names of Members who have ceased to be Members together with the date of such cessation;
- 4.10 The Members shall decide all disputed issues about membership by a majority vote at a Meeting;
- 4.11 The Coordinator is not a Member of the Committee;

5 Members Representatives

- 5.1 Each Member shall delegate an individual to be its Authorised Representative (“the Authorised Representative”) at Meetings;
- 5.2 No Member shall be represented by more than one Authorised Representative;
- 5.3 The Authorised Representative may vary from Meeting to Meeting;
- 5.4 In the case of an Air Carrier the Authorised Representative shall where practicable have responsibility for and experience of scheduling and shall preferably be a Member’s delegate to the most recent IATA Slot Conference;
- 5.5 The Authorised Representative may bring to a Meeting as observers at the discretion of the Chairman employees or representatives of the Member company or the Member organisation;
- 5.6 The Committee may invite other persons to its Meeting as observers at its discretion;
- 5.7 Each person at a Meeting shall if requested by the Chairman or the Secretary state the organisation they represent and in what capacity;

6 General Meetings of the Committee

- 6.1 An Annual General Meeting shall be held at least once in each calendar year;
- 6.2 Extraordinary Meetings may be held as and when business dictates, no less though than once during each Season;
- 6.3 Meetings shall generally be held at or near WAW in premises provided by the Airport Operator;
- 6.4 The Secretary shall give at least twenty one clear days written notice of Meetings to each Member and to the Coordinator;
- 6.5 Every two years Annual General Meeting shall elect a Chairman and Each Annual General Meeting shall transact such other business as may from time to time be necessary;
- 6.6 The Chairman or any Member or Members may request a Meeting. Such a request must be made in writing to the Secretary with clear reasons why the Meeting should be called;
- 6.7 Within five working days of receiving a written request signed by the Chairman or by the Member or Members requesting the Meeting, the Secretary shall call a Meeting;
- 6.8 The quorum for a Meeting shall be when Airport Operators and at least eight other CC Members with the voting rights are present;
- 6.9 The Committee may receive advice from whomever it wishes on any matters under consideration and shall establish such ad hoc rules of procedures as the Members present and voting at a Meeting determine provided that such rules are consistent with this Constitution;

- 6.10 The Coordinator and a representative from the Civil Aviation Office must be invited, as observers, to all meetings of the Committee;

7 Complaints and Problems for New Entrants

- 7.1 The Committee may from time to time send to its Members, the Coordinator and other interested parties written procedural requirements approved by a majority of votes at a Meeting and consistent with this Constitution setting out the steps to be followed;
- (a) where complaints (“Slot Complaints”) are made about the allocation of slots as provided in Article 11 of the Regulation and
- (b) where the Committee is required to advise on serious problems for new entrants as provided in Article 10(9) of the Regulation;
- 7.2 Where the Committee is notified of a Slot Complaint it shall not meet to consider the Slot Complaint unless:
- a) the Complainant has first made a written submission to the Coordinator setting out the reasons for the Slot Complaint, and
- b) the Coordinator has responded in writing to that submission or has had reasonable time to do so, and
- c) the Complainant has not accepted the Coordinator’s response where one has been made;
- 7.3 At a Meeting to consider a Slot Complaint the Complainant shall be entitled to attend the Meeting even if it is not a Member and (in addition to the Authorised Representatives of Members) the Complainant and the Coordinator shall be entitled to address the Meeting;
- 7.4 Slot Complaints and problems for New Entrants will be considered in accordance with the procedures of Schedule 3;
- 7.5 The Committee shall not put any matter to a vote where it is required to give advice on a Slot Complaint or problems for New entrants but shall ensure any advice given to the Coordinator sets out a fair summary of the feeling of the Meeting and of the views of any Members who dissent from the majority viewpoint;
- 7.6 The Secretary shall notify the Complainant, the Chairman, the Civil Aviation Office of the problems which remain unresolved after consideration by the Committee;

8 Chairman and Secretary

- 8.1 The Chairman shall be elected from among all candidates by receiving the highest amount of votes in a secret ballot;

- 8.2 The Chairman shall be elected for two years at Annual General Meeting;
- 8.3 The Chairman shall hold office until the conclusion of the next Annual General Meeting after election and shall be eligible for 1 re-election;
- 8.4 Nominations for Chairman must be made in writing and must be in the hands of the Secretary no later than 7 clear days before Annual General Meeting;
- 8.5 At least two nominations for the Chairman must be received by the Secretary. Otherwise the Chairman is holding office for the next two years. If The Chairman refuses to continue to holding the office the CAA President Representative is holding the office until the next Election;
- 8.6 The Chairman can be dismissed if he acts against this Constitution or the Law;
- 8.7 The Chairman calls the Meetings of the Committee: at least one General Meeting a year and at least 1 Extraordinary Meeting during each Season;
- 8.8 If the Chairman refuses to call a Meeting, the Secretary calls the Meeting;
- 8.9 The Chairman conducts all Meetings of the Committee;
- 8.10 The Chairman prepares The Constitution of the Committee, Agenda of Committee Meetings and Yearly Reports of The Committee activities;
- 8.11 The Chairman represents the Committee at external meetings;
- 8.12 The Chairman nominates The Secretary from among the Committee Members;
- 8.13 The Secretary holds and updates the List of Committee Members, inputs information on the cause and the cessation of Membership of any Member and about the new Members;
- 8.14 The Secretary informs Members about the time and place of each meeting of the Committee at least 21 days before the Meeting;
- 8.15 The Secretary calls the Meeting in case described in section 8, point 7;
- 8.16 The Secretary prepares Minutes of each Committee Meeting and distributes to all Members no later than 14 working days after the Meeting and sends the Agenda of the Meeting at least 7 days before the Meeting;
- 8.17 The Secretary holds updated list of Members with the right to vote and the amount of votes assigned to each Member at each Meeting based on calculation in accordance with Schedule 2;
- 8.18 The Secretary holds and stores the list of Members and appropriate documents: requests to become Members and written authorisations for Authorised Representatives who are Members of the Committee;

9 Voting

- 9.1 All questions arising at any Meeting except for matters arising under Clause 7 of this Constitution shall be decided by a majority votes of those Members present and entitled to vote at the Meeting;
- 9.2 In order to vote there should be the Quorum for the Meeting (point 6.8);
- 9.3 In case of matters that do not require discussion The Chairman using his own initiative or initiative of Committee Members may request mail voting. In such case it is agreed that all Members with the voting rights are voting.
- 9.4 In the event of a vote, there shall be a maximum of 1,000 votes available to cast at the meetings and:-
- The Air Carriers present at the Meeting shall collectively have 900 votes
 - The Airport Operator shall have 40 votes
 - Air Traffic Control shall have 20 votes; and
 - Any other organisations present at the meeting shall have 40 votes divided equally between each such organisation present;
- 9.5 The number of votes which each individual Air Carrier may exercise shall be calculated in accordance with Schedule 2 and shall total 900 votes unless the Airport Operator, Air Traffic Control or any other organisation fails to be present in which case their votes will belong to the Air Carriers;
- 9.6 No Committee Member can exceed 49 % of the total votes;
- 9.7 In case of an equality of votes the Chairman shall have a casting vote;
- 9.8 Minutes shall be kept by the Secretary and a proper record shall be kept of all proceedings, resolutions, the persons present, the capacity in which they attend the Meeting and amount of votes of each Committee Member;

10 Sub-Committees

The Committee may appoint sub-committees. The Executive Subcommittee is formed to effectively cooperate with Coordinator. Additionally Mediation Subcommittee may be formed if necessary as per clause 7 of this Constitution and Schedule 3;

- 10.1 Executive Subcommittee shall be formed with membership consisting of the Chairman, the Secretary and no less than 5 but no more than 9 Members of the Committee and may consist of:
- One delegate representing the Airport Operator
 - One delegate representing Business and General Aviation
 - One Delegate representing Air Traffic Control
 - One delegate representing LOT Polish Airlines

- Two delegates representing Foreign Scheduled Carriers
- One delegate representing Charter Carriers
- One Delegate representing Low Cost Carriers
- One delegate representing Cargo Carriers

The Executive Subcommittee may invite Representative of CAO and Coordinator and other persons to its meetings as observers at its discretion;

- 10.2** The Executive Subcommittee shall be elected during the Committee Meeting and shall remain in place for two years and be eligible for re-election at the Annual General Meeting, in accordance with the voting procedures set out in this Constitution;
- 10.3** The nominations of the candidates for the Executive Subcommittee should be sent to the Secretary at least 7 days before the Meeting;
- 10.4** The Executive Subcommittee Meetings are called by the Secretary at the request of a Chairman or any Member of the Subcommittee at least 7 days prior to the Meeting. The Minutes of the Subcommittee Meetings are taken by the Secretary and are approved by the Chairman;
- 10.5** The Executive Subcommittee will deal with routine administrative or procedural matters, such as the consulting and negotiating of scheduling limits set by the airport operator after consultation with the Civil Aviation Office, but not complaints or other matters covered directly by the Regulation;
- 10.6** The Executive Subcommittee may also propose local rules for the consideration of the Coordination Committee in accordance with Article 5.1 of the Regulation;
- 10.7** The Executive Subcommittee should also cooperate with the Coordinator on daily basis and call meetings depending on business needs. This may include provisions for the monitoring of schedule performance to assist the Coordinator;
- 10.8**
The Executive Subcommittee does not vote. If any matters need to be resolved they are passed to the Committee for consideration and for voting;

11 Status, Costs and Expenses

- 11.1** The Committee is not an incorporated association;
- 11.2** Whilst European Community legislation requires a Coordination Committee at WAW all reasonable and proper administration premises and catering expenses of the Committee shall be met by the Airport Operator;
- 11.3** Each Member covers the costs connected with participation at Committee Meetings;

12 Alterations to the Constitution

- 12.1 Any alterations of this Constitution must be approved by at least two thirds of the votes cast at a Meeting specially called for that purpose, where the voting procedures are those set out in Clause 9 of this Constitution;
- 12.2 Written requests for a Meeting to alter the Constitution must be received by the Secretary not less than fifteen clear days before the Meeting at which the alteration is to be considered;
- 12.3 At least ten clear working days' notice in writing of such a Meeting setting out the terms of the alteration to be proposed shall be sent to the Secretary;

13 Dissolution

- 13.1 The Committee cannot be dissolved as long as the Regulation, or any regulation replacing it, which requires a Coordination Committee at WAW is in force;
- 13.2 If, once the Regulation or any regulation replacing it which required a Coordination Committee at WAW has ceased to be in force, at least two-thirds of those present at a Meeting and voting in accordance with the procedure set out in Clause 9 of this Constitution, may resolve to dissolve the Committee. The Committee shall thereupon be dissolved and the Members shall have the power to dispose of any assets held by or on behalf of the Committee. Any assets shall be distributed to the Members of the Committee in equal share;

Schedule 1

List of Members as at 11 January 2012

Schedule 2

VOTING PROCEDURE - AIR CARRIERS

1. The following procedure shall apply where a vote is required.
2. On the 1 st March each year the the Coordinator shall calculate the total number of aircraft movements operated at WAW for each Air Carrier based on the current Winter and forthcoming Summer Seasons;
3. The Chairman of the Meeting shall determine the 900 votes of the Air Carriers which are Members (plus any additional votes pursuant to clause 9.3) between them in proportion with the number of aircraft movements operated under Paragraph 2. Such a calculation my include fractions. No air carrier should exceed 40 % of the total votes. If such case occurs The Chairman redistributes the votes between remaining Air Carriers in proportion with the number of aircraft movements operated under paragraph 2;
4. An Air Carrier or any other Committee Member may vote for itself in the election of Chairman;
5. Disputes about voting procedures of the number of votes a Member is entitled to cast shall be settled at the Meeting;
6. Only the Authorised Representative of a Member may vote at a Meeting;

Schedule 3

PROCEDURE IN MEDIATION OVER SLOT COMPLAINTS

1. When a complaint is made in accordance with Clause 7, the Chairman calls The Mediation Sub-Committee which will consider the complaint.;
2. The Mediation Sub-Committee shall be chaired by the Chairman of the Coordination Committee and shall consist of the Executive Subcommittee. The Secretary of the Coordination Committee shall act as Secretary of the Mediation Sub-Committee;
3. No party to the complaint may be a member of the Mediation Sub-Committee. If the Chairman is party to the complaint, then the Sub-Committee shall select an alternative Chairman for the meeting;
4. The Mediation Sub-Committee shall meet within one month of receipt of a complaint that has met the requirements of Clause 7;
5. The Mediation Sub-Committee shall try to resolve the problem in accordance with the Regulation, the Worldwide Slot Guidelines issued from time to time by IATA, any Community-wide guidelines, and any local slot guidelines adopted by the Coordination Committee;
6. The complainant(s) and the Coordinator will have the right to attend and address the meeting;
7. The Mediation Sub-Committee shall not put any matter to a vote where it is required to give advice on a Slot Complaint or problems for New Entrants, but shall ensure any advice given to the Coordinator sets out a fair summary of the feeling of the Meeting and of the views of any Members who dissent from the majority viewpoint;
8. The Secretary shall notify the complainant, the Civil Aviation Office and the Chairman of the Slot Committee of problems or complaints that remain unresolved after consideration by The Mediation Subcommittee;
9. If the problem remains unsolved the Mediation Sub-Committee passes on the matter to the Committee;
10. If the Committee can not find the solution, on the request of the Coordinator the Committee may ask the CAO President to take on the mediation;