

PACIFIC SALMON COMMISSION

BYLAWS

As amended February 15, 2018

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BYLAWS

TABLE OF CONTENTS

CHAPTER I - AUTHORITY AND PURPOSE 4
 SECTION A. AUTHORITY AND PURPOSE 4
CHAPTER II - RULES OF PROCEDURE THE PACIFIC SALMON
COMMISSION 4
 SECTION A. REPRESENTATION 4
 SECTION B. VOTING REQUIREMENTS 5
 SECTION C. CHAIR AND VICE-CHAIR 6
 SECTION D. PREPARATION FOR MEETINGS 7
 SECTION E. CONDUCT OF BUSINESS 7
 **SECTION F. WAIVER OF PRIVILEGES AND
IMMUNITIES OF THE PACIFIC SALMON COMMISSION** 8
 **SECTION G. MODIFICATIONS TO COMMISSION
RULES OF PROCEDURE** 10
CHAPTER III - RULES OF PROCEDURE PANELS 10
 SECTION A. REPRESENTATION 10
 SECTION B. VOTING REQUIREMENTS 11
 SECTION C. CHAIR AND VICE-CHAIR 11
 SECTION D. PREPARATION FOR MEETINGS 13
 SECTION E. CONDUCT OF BUSINESS 13
 **SECTION F. MODIFICATIONS TO PANEL RULES OF
PROCEDURE** 14
CHAPTER IV - RULES OF PROCEDURE - COMMITTEES 14
CHAPTER V - RULES OF PROCEDURE - JOINT TECHNICAL
COMMITTEES 16
CHAPTER VI - GUIDELINES FOR CONDUCT OF TECHNICAL
COMMITTEE MEMBERS 18
CHAPTER VII - RULES OF PROCEDURE - TECHNICAL
DISPUTE SETTLEMENT BOARD 21
CHAPTER VIII - RULES OF OPERATION - EXECUTIVE
SECRETARY 21
CHAPTER IX - FINANCIAL REGULATIONS 23
 SECTION A. APPLICABILITY 23

SECTION B. FINANCIAL YEAR	23
SECTION C. BUDGET	23
SECTION D. APPROPRIATIONS	25
SECTION E. FUNDS	26
SECTION F. OTHER INCOME	27
SECTION G. CUSTODY OF FUNDS	31
SECTION H. ACCOUNTS AND INTERNAL CONTROL	32
SECTION I. EXTERNAL AUDIT	34
SECTION J. INSURANCE	35
SECTION K. GENERAL PROVISIONS	35
CHAPTER X.....	36
SECTION A. GENERAL PROVISION.....	36
SECTION B. DUTIES, OBLIGATIONS AND PRIVILEGES.....	37
SECTION C. RECRUITMENT AND APPOINTMENT	38
SECTION D. CLASSIFICATION OF STAFF	39
SECTION E. SALARIES AND REMUNERATION	39
SECTION F. HOURS OF WORK	41
SECTION G. LEAVE	41
SECTION H. BENEFITS	42
SECTION I. TRAVEL.....	43
SECTION J. SEPARATION FROM SERVICE.....	43
SECTION K. APPLICATION OF REGULATIONS.....	44
CHAPTER XI	44
APPENDIX I GLOSSARY OF TERMS	45

CHAPTER I - AUTHORITY AND PURPOSE

SECTION A. AUTHORITY AND PURPOSE

Rule 1 Authority.

These bylaws are adopted by the Pacific Salmon Commission¹ pursuant to Article II paragraph 7 of the Treaty between the Government of Canada and the Government of the United States of America concerning Pacific Salmon (Pacific Salmon Treaty, as amended).

Rule 2 Purpose.

These bylaws provide for the exercise of the functions and conduct of meetings of the Pacific Salmon Commission and its subsidiary bodies. No bylaw, procedural rule, policy, or practice shall have the intent or be interpreted to alter, condition, or remove the responsibility of the Commission to make timely determinations pursuant to Article II, paragraph 8 of the Treaty.

CHAPTER II - RULES OF PROCEDURE THE PACIFIC SALMON COMMISSION

These rules of procedure apply to the Pacific Salmon Commission established under Article II paragraph 1 of the Pacific Salmon Treaty.

SECTION A. REPRESENTATION

Rule 1 Attendance at Open Meetings.

All meetings of the Commission are open to the public unless designated as an Executive Session by the Chair and the Vice-Chair of the Commission.

Rule 2 Convening of Executive Sessions.

Meetings may be recessed, or convened in whole or in part, for executive sessions by a determination of the Chair or the Vice Chair that any of the following concerns could arise from discussion during an open meeting:

- (a) Any item that could jeopardize the success of the negotiation (e.g., development or evaluation of fishery regimes and proposals, or the conduct of negotiations on final fishery regimes);
- (b) Personnel or administrative actions; or
- (c) Other matters that may arise that are deemed to be of a sensitive nature.

¹ See Appendix I for a glossary of terms used throughout these bylaws.

Rule 3 Attendance at Executive Sessions.

At executive sessions of the Pacific Salmon Commission, attendance shall be limited to Commissioners, Alternate Commissioners, invited Secretariat staff, and advisors from each national section as may be agreed by the Chair and Vice-Chair.

Rule 4 Convening *In Camera* Sessions.

The Chair and Vice-Chair may agree to designate a meeting of the Commission as *in camera*. During such sessions Commissioners and Alternate Commissioners will convene with only those Secretariat staff or advisors identified by the Chair and Vice-Chair. No recording or minutes will be taken during *in camera* sessions, but reporting of any outcomes will be consistent with Rule 25.

Rule 5 Notification of Intent to Attend.

Each National Correspondent shall notify the Executive Secretary as far as possible in advance of any meeting, the names of any Commissioners and Alternate Commissioners attending the meeting and identify any experts and advisors who will accompany them.

Rule 6 Request for Advice and Support.

The Chair or the Vice-Chair may request that members of the subsidiary bodies attend Commission meetings.

Rule 7 Convening of Meetings.

The Chair shall convene the annual meetings of the Commission and such other meetings requested by the Chair, Vice-Chair, or the Parties.

Rule 8 Location of Meetings.

The official annual meeting of the Commission shall be alternated between Canada and the United States annually, unless agreed to by the Parties. due to extenuating circumstances.

SECTION B. VOTING REQUIREMENTS

Rule 9 Decision-Making.

A decision or recommendation of the Commission shall be made only with the approval of both United States and Canadian sections. Each national section shall inform the Commission of its vote.

Rule 10 Decision-Making for Non-Agenda Items.

The Commission shall not ordinarily take a decision on any item that has not been included in the draft agenda for the meeting. Where circumstances warrant, supplementary decision items may be added to the agenda with the concurrence of each National Section.

Rule 11 Decisions When In-Person Participation is Not Practicable.

Between meetings of the Commission, and in cases of special necessity determined by the Chair in consultation with the Vice-Chair, a decision may be taken by mail, teleconference, or other means of electronic communication. The Executive Secretary shall promptly notify the Commissioners and Alternate Commissioners of the results of the decisions. A report of such meetings shall be prepared and distributed in accordance with Rule 25 of this chapter.

SECTION C. CHAIR AND VICE-CHAIR

Rule 12 Selection.

- (a) Prior to adjournment of the Fall meeting each year, the Commission shall approve a new Chair and Vice-Chair to take office for a twelve month term ending on adjournment of the next Fall meeting, with annual rotation of the Chair between National Sections.
- (b) Whenever the Chair is unable to serve, his/her national section shall designate another Commissioner or Alternate Commissioner to assume the powers and responsibilities of the Chair for the relevant time period.

Rule 13 Powers and Responsibilities of Chair.

The Chair shall have the following powers and responsibilities:

- (a) to serve as principal representative of the Commission;
- (b) to preside at each meeting of the Commission;
- (c) to make rulings on points of order raised at meetings of the Commission;
- (d) to officially receive reports and recommendations from the subsidiary bodies and to forward instructions and other communications to the Chairs of those bodies;
- (e) to sign, on behalf of the Commission, the reports of each meeting of the Commission;
- (f) to direct subsidiary body Chairs to convene meetings;
- (g) to disseminate to the Commission and subsidiary bodies reports received;
- (h) to exercise other powers and responsibilities as provided in these bylaws and give such directions to the Executive Secretary as will ensure that the business of the Commission is carried out effectively and in accordance with its decisions.

Rule 14 Powers and Responsibilities of Vice-Chair.

The Vice- Chair shall work with the Chair to conduct the Commission's business as required.

SECTION D. PREPARATION FOR MEETINGS

Rule 15 Provisional Agendas.

The Executive Secretary, with the concurrence of the Chair and the Vice Chair, shall prepare a provisional agenda for each meeting of the Commission. Unless otherwise agreed, the provisional agenda shall be transmitted to the National Correspondents whenever practicable no later than 21 days in advance of the meeting. The agenda shall specify whether the meeting remains open or may be conducted in whole or in part in Executive Session.

Rule 16 Additions to Agendas.

Any Commissioner or Alternate Commissioner may propose supplementary items by informing the Executive Secretary, through the respective National Correspondent.

Rule 17 Draft Agenda.

The Executive Secretary, with the concurrence of the Chair and the Vice-Chair, shall prepare the draft agenda for the meeting and circulate it to all Commissioners and Alternate Commissioners whenever practicable but no later than 7 days in advance of the meeting unless otherwise agreed.

Rule 18 Adoption of Agendas.

An agenda shall be adopted by the Commission at the start of each meeting.

Rule 19 Responsibility for Meeting Arrangements.

The Executive Secretary shall make all necessary arrangements for meetings of the Commission.

Rule 20 Meeting Expenses.

The budget of the Secretariat shall, unless otherwise specified, be responsible only for costs of meeting logistics required for effective conduct of the meetings of the Commission.

SECTION E. CONDUCT OF BUSINESS

Rule 21 Maintenance of Proper Order

- (a) The Chair shall ensure the observance of these Rules and the maintenance of proper order.
- (b) The Chair shall normally call upon speakers in the order in which they signify their desire to speak. The Chair may call a speaker to order if his/her remarks are not relevant to the subject under discussion.

Rule 22 Participation by Public Visitors.

When appropriate, and with the concurrence of the Vice-Chair, the Chair may provide time for public visitors to speak during the meeting.

Rule 23 Proposals for Commission Consideration.

Either National Section or any subsidiary body may make a proposal for consideration by the Commission. Proposals ordinarily shall be submitted in writing to the Chair, who shall circulate copies to all Commissioners and Alternate Commissioners via the Executive Secretary. In general, no proposal shall be put to a decision at any meeting of the Commission unless copies have been distributed to all Commissioners and Alternate Commissioners a reasonable time in advance. The Chair, however, with the concurrence of the Vice-Chair, may permit decisions on such proposals to be taken in accordance with Rules 9 and 10.

Rule 24 Caucus.

Any Commissioner or Alternate Commissioner may call for a recess to caucus or for other appropriate purpose and the Chair shall provide for a recess immediately.

Rule 25 Reporting

- (a) Minutes of each Executive or open meeting of the Commission shall be prepared by the Executive Secretary and shall include all decisions and recommendations adopted at the meeting. All attendant documents shall be considered a part of the minutes. In the event that an in camera meeting of the Commission is held, any decision from that session which will impact any action by the Commission, in whole or in part, must be further discussed and approved in a subsequent Executive or Open Meeting and the final decision become part of any aforementioned meeting minutes. Draft minutes shall be considered by the Commission as soon as possible following the meeting. Minutes shall be made final upon approval of the Commission but must be approved no later than 90 days following the original meeting. Final minutes shall be signed by the Chair and Vice-Chair and circulated to all Commissioners and Alternate Commissioners and, when appropriate, to the PSC subsidiary bodies. Minutes of Commission meetings shall be available to the public upon request, subject to paragraph c below.
- (b) The Executive Secretary shall issue a summary report of each meeting for the PSC website and other public distribution immediately following each Commission meeting. That summary report shall include all decisions and recommendations adopted at the meeting and all attendant documents, subject to paragraph c below.
- (c) The Chair, with the concurrence of the Vice-Chair, may restrict access to reports or sections thereof or take other measures necessary to ensure confidentiality. Copies will be kept with the permanent Commission records.
- (d) An annual report of the Commission shall be prepared by the Executive Secretary following the end of each fiscal year.

SECTION F. WAIVER OF PRIVILEGES AND IMMUNITIES OF THE PACIFIC SALMON COMMISSION

The Treaty Between The Government Of Canada And The Government Of The United States Of America Concerning Pacific Salmon provides that the “immunities and privileges which the Commission and its officers shall enjoy in the territory of a Party shall be subject to agreement between the Commission and the Party concerned.” Art. II(2).

In Canada, the Commission is granted Privileges and Immunities pursuant to section 3 of the Privileges and Immunities (International Organizations) Act (see Order P.C. 1986-1083, May 1, 1986 Pacific Salmon Commission Privileges and Immunities Order regarding the specific Privileges and Immunities extended to the Commission).

In the United States, the Commission has been designated as a public international organization under the International Organizations Immunities Act, 22 U.S.C. 288 et seq., and enjoys the privileges and immunities available thereunder (see Executive Order EO 12567, Oct. 2, 1986).

Rule 26 Waiver of Immunity

- A. The privileges, exemptions, and (a) immunities granted by the Parties to the archives, property, and assets of the Commission and (b) immunities enjoyed by the officers, and employees of the Commission will be waived only with the prior express consent of the Commission. The Executive Secretary may act on behalf of the Commission in the circumstances noted below, but, as appropriate, will consult with the Chair and/or Vice Chair as to whether a particular matter requires full Commission attention.
- B. When the waiver requested pertains to a law enforcement investigation or judicial inquiry or other sensitive matter, the full Commission shall convene either in person or by electronic means to discuss the matter.
- C. When the waiver requested pertains to personal matters of personnel, waiver of archival inviolability to permit the furnishing of records pertaining to the individual will, where appropriate, be provided by the Executive Secretary, unless she or he determines that the particular circumstances warrant review by the Commission. Where the Executive Secretary is him or herself implicated in the waiver request, the matter will be brought to the Chair and Vice Chair to consider.
- D. Requests for waiver of immunity shall include sufficient factual detail to afford an adequate basis upon which to act. In the usual case, such requests shall be submitted to the Executive Secretary, who, as appropriate, shall provide it to the Commission for consideration.
 - (a) The following guidelines shall apply to consideration of requests for waiver of immunity:
 - i. The key factor in determining whether to consent is the potential impact upon the interests of the Commission.
 - ii. If the interests of the Commission are not likely to be injured as a result of the waiver, there will be a presumption in favour of waiver if doing so will serve the interests of justice or scientific advancement.
 - iii. Any waiver granted pursuant to Rule 26 shall be transmitted in writing to the Commission by the Chairman as quickly as possible. The waiver shall specify any limits on its duration and scope.

SECTION G. MODIFICATIONS TO COMMISSION RULES OF PROCEDURE

Rule 27 Amendments.

The Rules of Procedure for the Commission may be modified by the Commission in accordance with Chapter XI of these bylaws.

CHAPTER III - RULES OF PROCEDURE PANELS

These rules of procedure apply to all Panels of the Pacific Salmon Commission established under Article II paragraph 18 of the Pacific Salmon Treaty except the Yukon River Panel. The Parties have authorized the Yukon River Panel to establish its own rules of procedure.

SECTION A. REPRESENTATION

Rule 1 Attendance at Open Meetings.

All meetings of the Panels are open to the public unless otherwise designated by the Chair or the Vice-Chair of the respective panel.

Rule 2 Convening of Executive Sessions.

Meetings may be recessed, or convened in whole or in part, for executive sessions by a determination of the Chair or the Vice-Chair that any of the following concerns could arise from discussion during an open meeting:

- (a) Any item that could jeopardize the success of the negotiation (e.g., development or evaluation of fishery regimes and proposals, or the conduct of negotiations on final fishery regimes);
- (b) personnel or administrative actions; or
- (c) other matters that may arise that are deemed to be of a sensitive nature

Rule 3 Attendance at Executive Sessions.

At executive sessions, attendance shall be limited to Panel members, alternate Panel members, any invited Secretariat staff, and experts and advisors as may be agreed by the Chair and Vice-Chair. Commissioners and Alternates may attend any proceedings conducted by the Panels.

Rule 4 Notification of Intent to Attend.

Each National Section shall provide the Secretariat the names of any Panel Members and other delegates attending the meeting as far as possible in advance.

Rule 5 Request for Technical Support.

The Chair or the Vice-Chair each may request that members of the joint technical committees attend Panel meetings.

Rule 6 Convening of Meetings.

The Chair shall convene the annual meetings of the Panel and such other meetings consistent with the annual Panel work plan approved by the Commission, or as requested by the Chair of the Commission.

Rule 7 Convening of Executive Sessions.

Meetings of a Panel may be called into executive session by the Chair or the Vice-Chair after consultation with each other.

SECTION B. VOTING REQUIREMENTS

Rule 8 Decision-Making.

A decision or recommendation of a Panel or a joint decision of two or more Panels shall be made only with the approval of both United States and Canadian Sections, unless otherwise provided in the Treaty. Each National Section shall inform the Panel of its vote.

Rule 9 Decision-Making for Non-Agenda Items.

Except with the concurrence of each national section, the Panels shall not take a decision on any proposal which does not appear as an item on the draft agenda for the meeting.

Rule 10 Decisions When In-Person Participation is Not Practicable.

Between meetings of the Panels and in cases of special necessity determined by the Chair or Vice-Chair, decisions may be taken by mail, teleconference, or electronic communication. The Executive Secretary shall facilitate notification to the Panel members and alternates of the results of such decisions.

SECTION C. CHAIR AND VICE-CHAIR

Rule 11 Selection

- (a) At the first meeting of a Panel, one section shall select from its members a Panel Chair and the other section shall select from its members a Vice-Chair. Each will remain in office until adjournment of the Fall meeting of the Commission when new officers will be approved to take office for a twelve month term ending on adjournment of the next fall meeting, with annual rotation thereafter. If either office becomes vacant before the end of a term, the appropriate section shall select a replacement for the remainder of the term.

- (b) Whenever the Chair is unable to serve, his/her national section shall designate another Panel member or alternate Panel member to assume the powers and responsibilities of the Chair for the relevant period of time.

Rule 12 Meetings of two or more Panels.

At the first joint meeting of two or more Panels, the procedures for selecting the Chair and Vice-Chair described in Rule 10 shall apply. The Chairman designated in the Fall meeting will remain in office until adjournment of the Fall meeting of the Commission, when new officers will be approved to take office for a twelve month term ending on adjournment of the next Fall meeting, with annual rotation thereafter.

Rule 13 Powers and Responsibilities of Chair.

The Chair shall have the following powers and responsibilities:

- (a) preside at each meeting of the Panel;
- (b) make rulings on points of order raised at meetings of the Panel;
- (c) officially receive and distribute reports and recommendations;
- (d) officially forward instructions and other relevant communications to the Co-Chairs of the joint technical committees;
- (e) initiate, and with the concurrence of the appropriate Panel Chairs, schedule joint Panel meetings;
- (f) report to the Commission decisions and recommendations of the Panel;
- (g) exercise such other powers and responsibilities as provided in these bylaws and make such decisions as will ensure that the business of the Panel is carried out effectively and in accordance with its decisions.

Rule 14 Powers and Responsibilities of Vice-Chair.

The Vice-Chair shall have the following powers and responsibilities:

- (a) request Panel meetings by notice to the Chair;
- (b) request joint Panel meetings by notice to the Chair;
- (c) assist in the preparation of Panel agendas.
- (d) In executive sessions the Vice-Chair shall, in the absence of Secretariat staff, be responsible for maintaining minutes of the proceedings as appropriate.

SECTION D. PREPARATION FOR MEETINGS

Rule 15 Provisional Agendas.

The Chair and the Vice-Chair will prepare a provisional agenda for each meeting of the Panel and transmit it to all Panel members and alternates as soon as possible before the meeting. The agenda may specify whether the meeting will be open and whether part or all of the meeting will be held in executive session.

Rule 16 Additions to Agenda.

Any Panel member or alternate Panel member may propose supplementary items by informing the Chair and Vice Chair as soon as possible before the meeting.

Rule 17 Draft Agenda.

The Chair and the Vice-Chair, shall prepare the draft agenda for the meeting, including the supplementary items, and circulate it to all Panel members, alternates, and the Secretariat as soon as possible before the meeting.

Rule 18 Adoption of Agendas.

The Panel shall adopt the agenda at the start of each meeting.

Rule 19 Meeting Expenses.

The budget of the Secretariat shall, unless otherwise specified, be responsible only for costs of meeting logistics required for effective conduct of the meetings of the Panels.

SECTION E. CONDUCT OF BUSINESS

Rule 20 Applicability of Rules to Joint Panels.

Except where otherwise provided in these Rules of Procedure, rules applicable to Panels in general apply to joint Panels.

Rule 21 Maintenance of Proper Order

- (a) The Chair shall ensure the observance of these rules and the maintenance of proper order.
- (b) No person may address the meeting without having previously obtained the permission of the Chair. The Chair shall call upon speakers in the order in which they signify their desire to speak or in such other order as may be agreed by the Chair and Vice-Chair. The Chair may call a speaker to order if his/her remarks are not relevant to the subject under discussion.

Rule 22 Participation by Public Visitors.

When appropriate, and with the concurrence of the Vice-Chair, the Chair may provide time for public visitors to speak during the meeting.

Rule 23 Proposals for Panel Consideration.

- (a) Proposals ordinarily shall be submitted in writing to the Chair, who shall circulate copies to all members.
- (b) Fraser River Panel. In order to expedite the day-to-day in-season management responsibilities of the Fraser River Panel, proposals or recommendations may, where practicable, be submitted in writing to the Chair twenty-four hours in advance of or during an in-season meeting. The Chair shall circulate copies of such proposals to all members in the manner considered most appropriate. However, whenever deemed necessary, meetings or telephone conferences may be convened by the Chair on less than twenty-four hours' notice.

Rule 24 Caucus.

Any Panel member may call for a recess for caucus or other appropriate purpose, and the Chair or Vice-Chair shall provide for a recess immediately.

Rule 25 Reporting.

A summary report of each meeting of the Panel shall be prepared and shall include all decisions and recommendations adopted at the meeting. The Panel Chair and Vice-Chair may be called upon to make a Panel report to the Commissioners.

SECTION F. MODIFICATIONS TO PANEL RULES OF PROCEDURE

Rule 26 Amendments.

The Rules of Procedure for Panels may be modified following advance notice on the agenda for a Panel meeting, and upon concurring decisions by each of the affected Panels and approval of the Commission in accordance with Chapter XI of these bylaws.

CHAPTER IV - RULES OF PROCEDURE - COMMITTEES

These rules of procedure apply to all committees (other than technical committees) of the Pacific Salmon Commission established pursuant to Article II paragraph 17 of the Pacific Salmon Treaty. These rules of procedure do not apply to the Restoration and Enhancement Fund Committees, which the Parties have directed to establish their own bylaws and rules of procedure.

Rule 1 Establishment of Committees.

The Commission shall establish a committee on Finance and Administration, a Committee on Scientific Cooperation, and such other committees as it may deem appropriate. All Committee

meetings are open to the public, except the Finance and Administration Committee, unless otherwise designated by the Chair and the Vice-Chair of the Committee.

Rule 2 Duties and Responsibilities.

The Commission shall define the duties and responsibilities of each committee upon its establishment and may assign it tasks. The Commission shall review the membership and purpose of committees from time to time.

Rule 3 Membership.

Each committee established by the Commission, other than the Scientific Cooperation Committee, shall consist of representatives of each national section as the Commission deems appropriate, of which at least one representative of each national section shall be a Commissioner or Alternate Commissioner. Commissioners, Alternate Commissioners, and experts or advisers may serve as representatives. Commissioners and Alternates may attend any Committee meeting.

Rule 4 Representation.

Each National Correspondent shall inform the Commission of the names of representatives to a committee and shall notify the Commission of any change.

Rule 5 Selection.

Each national section shall designate a committee member as Section Chair. At the first committee meeting, one of the Section Chairs will be designated Committee Chair with the other serving as Vice-Chair. The Chair/Vice-Chair will remain in office until adjournment of the Fall meeting of the Commission, when new officers will be approved to take office for a twelve month term ending on adjournment of the next Fall meeting, with annual rotation thereafter.

Rule 6 Decisions and Recommendations.

Any decision or recommendation of a committee shall be taken upon consensus of the members of such committee. Decisions in Committees shall normally be made by consensus (defined as the absence of meaningful dissent among the members). While joining consensus, members may nonetheless ask for certain remarks to be included in the meeting record. If consensus cannot be attained, the Committee shall report differing views as necessary, identifying degrees of difference but not the individuals holding particular opinions.

Rule 7 Role of the Executive Secretary.

The Executive Secretary shall be an ex-officio member of each committee and shall be responsible for maintaining minutes and reports of committee meetings, as appropriate. The Executive Secretary will submit a copy of the final meeting report to the Chair and Vice-Chair for their signatures and return to the Secretariat for distribution. Copies will be kept with the permanent Commission records. The Executive Secretary or their designee shall make all necessary arrangements for meetings of Committees.

Rule 8 Meeting Expenses.

The budget of the Secretariat shall, unless otherwise specified, be responsible only for costs of meeting logistics required for effective conduct of the meetings of the Committees.

Rule 9 Reporting.

Committees shall report any decisions or recommendations to the Commission.

CHAPTER V - RULES OF PROCEDURE - JOINT TECHNICAL COMMITTEES

These rules of procedure apply to all joint technical committees of the Pacific Salmon Commission. Given its unique role, the Yukon River Joint Technical Committee shall develop and amend its own rules of procedure subject to approval by the Yukon River Panel.

Rule 1 Establishment of Joint Technical Committees.

The Commission shall establish joint technical committees required by Annexes to the Pacific Salmon Treaty, and such other joint technical committees as the Commission from time to time may deem appropriate. Meetings of the Committee are open unless otherwise designated by the Co-chairs.

Rule 2 Duties and Responsibilities.

The duties and responsibilities of each joint technical committee shall be defined by the relevant Annexes to the Pacific Salmon Treaty and as established from time to time by the Commission, including:

- (a) prepare post-season reports, note areas of disagreement, and forward the same to the Commission;
- (b) provide analyses and recommendations on proposals for new fishing regimes developed by the Commission or Panels or on other technical issues;
- (c) identify research needs for review and consideration by the Commission; and
- (d) perform such other tasks as the Commission may assign.

Rule 3 Membership.

Each joint technical committee shall consist of technical representatives designated by each national section of the Commission. The Co-Chairs of a joint technical committee, on receipt of prior approval of the Commission, may invite the participation of specialists who are not members of the joint technical committees, when appropriate. Commissioners and Alternates may attend any Joint Technical Committee Meeting.

Rule 4 Representation.

Each national section shall inform the Commission of the names of its representatives to a joint technical committee and shall notify the Commission of any change.

Rule 5 Selection.

Each national section shall designate one of its committee members as Section Chair. The Section Chairs will serve as Co-Chairs of the joint technical committee.

Rule 6 Expenses.

Necessary travel costs incurred by members of joint technical committees shall be paid for by each Party for its respective members. Subject to the prior approval of the Commission, costs of specialists who are not members of a joint technical committee, but who are asked to participate in the committee's deliberations by the Co-Chairs, shall be borne by the Pacific Salmon Commission.

Rule 7 Convening Meetings.

Meetings of joint technical committees shall be authorized as follows:

- (a) meetings are to be authorized via the submission of annual work plans for Commission approval;
- (b) within constraints approved by the Commission in annual work plans, the Co-Chairs are free to schedule meetings as necessary to perform their responsibilities.

Rule 8 Convening of Executive Sessions.

Meetings may be recessed, or convened in whole or in part, for executive sessions by a determination of the co-chairs that any of the following concerns could arise from discussion during an open meeting:

- (a) Any item that could jeopardize the success of the negotiation (e.g., development or evaluation of fishery regimes and proposals, or the conduct of negotiations on final fishery regimes);
- (b) personnel or administrative actions; or
- (c) other matters that may arise that are deemed to be of a sensitive nature

Rule 9 Attendance at Executive Sessions.

At executive sessions, attendance shall be limited to Committee members, alternate Committee members, any invited Secretariat staff, and experts and advisors as may be agreed by the co-chairs. Commissioners and Alternates may attend any proceedings conducted by the Committees.

Rule 10 Meeting Expenses.

The budget of the Secretariat shall, unless otherwise specified, be responsible only for costs of meeting logistics required for effective conduct of the meetings of the joint technical committees.

Rule 11 Decisions and Recommendations.

Joint technical committees shall conduct their business according to guidelines for the conduct of technical committee members provided in Chapter VI. Decisions in joint technical committees shall normally be made by consensus (defined as the absence of meaningful dissent among members). However, the Commission prioritizes timeliness over consensus in the formulation of findings and recommendations. While joining consensus, members may nonetheless ask to have certain non-conforming views included in the meeting record. In circumstances where, in the opinion of at least one co-chair, consensus cannot be achieved on all substantial issues within the required timeframe, the co-chairs will consult the Commission Chair and Vice-Chair for direction. Absent direction otherwise, the co-chairs shall report differing views and identify degrees of difference but not the individuals holding particular opinions.

Rule 12 Policy Questions.

Joint technical committees shall not attempt to resolve policy matters. They shall, however, seek to define policy issues, describe alternative approaches when so directed by the Commission, and refer such issues and alternative approaches to the Commission or Panels, as appropriate.

Rule 13 Minutes of Meetings.

No detailed formal minutes of joint technical committees shall be required. Attendance lists, a brief summary of results, and, any documents prepared for discussion purposes shall be maintained as a meeting record.

Rule 14 Role of the Executive Secretary.

The Executive Secretary shall be responsible for meeting logistics of joint technical committees.

Rule 15 Reporting.

Joint technical committees shall report any decisions or recommendations to the Commission, and to Panels as appropriate.

CHAPTER VI - GUIDELINES FOR CONDUCT OF TECHNICAL COMMITTEE MEMBERS

The manner in which Joint Technical Committees conduct their business is critical to their credibility as scientific advisory groups to the Commission and Panels. The professional integrity of Committee members is dependent not only upon their skills and dedication, but also upon their adherence to recognized principles of ethical behaviour.

This document is intended to provide ethical guidelines for Technical Committee members. Its purpose is to encourage members to be constantly aware of ethical issues that could influence their professional work and to continually strive to increase their personal competence in the practice of their profession.

*The following documents provided source material for development of these guidelines:

"Ethical Guidelines for Statistical Practices: Report of the Ad Hoc Committee on Professional Ethics"; the American Statistician, February 1983, Vol 37 (1).

Constitution and By-Laws of the Association of Professional Biologists of British Columbia, December 1981.

Online sources that may be helpful in this regard:

The College of Applied Biology of British Columbia: Code of Ethics Q and A
<https://www.cab-bc.org/files/Schedule%202%20Code%20of%20Ethics.pdf>

The Association of Professional Biology: Professional Behavior
https://professionalbiology.com/sites/default/files/pdfs/apbull_professionalism_0.pdf

The American Statistical Association: Ethical Guidelines for Statistical Practice
<http://www.amstat.org/about/ethicalguidelines.cfm>

GENERAL:

Individual Committee members shall undertake only those assignments for which qualified. They shall strive to maintain the highest personal professional standards. They shall uphold the dignity and integrity of the profession, and shall strive to protect the profession collectively and individually from misrepresentation and misunderstanding.

INDIVIDUAL COMMITTEE MEMBERS SHALL SERVE AS SCIENTISTS, NOT AS ADVOCATES FOR THEIR RESPECTIVE AGENCY POSITIONS:

Individual Committee members shall serve as scientists whose primary responsibilities are to provide scientific analysis and interpretation pertinent to technical issues and problems referred to the Committee.

Technical Committees should carefully define and distinguish technical/scientific/biological problems and policy issues. Policy issues should be discussed in Technical Committee meetings only to the extent necessary to clarify relationships or interactions between policy and technical issues.

Members shall not permit the agency he/she represents to directly or indirectly regulate his/her professional judgement.

Members shall apply analytical procedures without concern for a favourable outcome.

Members shall disclose any financial or other interests that may affect, or appear to affect, their professional statements.

Members shall not subjugate professional principles for gifts or rewards of any kind intended to influence their professional judgement or advice.

PRESENTATION OF INFORMATION AND OPINIONS:

Members shall present their findings and interpretations honestly and objectively.

Members shall avoid untrue, deceptive, or undocumented statements.

Members shall be factual in all estimates, reports and testimony, and other matters.

Members shall be prepared to document: Data sources used in an inquiry; known inaccuracies in the data; any limitations in data or concepts; steps taken to correct or refine the data, analytical procedures applied to the data and the assumptions required for their application.

Members shall make the data available for analysis by other responsible parties with appropriate safeguards for privacy concerns.

Members shall recognize and emphasize that scientific analysis may be a component of an inquiry, and should be acknowledged in the same manner as other components.

Members shall indicate alternative courses of action and the adverse consequences if their technical judgement or advice is not followed.

Members shall support the competence, judgement, and authority of other professionals, and will take care that credit for work is given to those responsible for plans, data interpretations, writings, or other accomplishments.

Members shall recognize that the selection of an analysis procedure is to some extent a matter of judgement, and that other professionals may select alternative procedures.

Members shall direct any criticism of an inquiry to the inquiry itself, and not to the individuals conducting it.

Members shall not attempt to injure maliciously or falsely, directly, or indirectly, the professional reputation, prospects or practice of another person. Members shall not express professional opinions which reflect on the ability or integrity of another person or organization, unless convinced that their responsibilities to the profession and the community require them to do so.

RESPONSIBILITIES FOR DATA SECURITY:

Members shall recognize that collecting data may impose a burden on respondents, that it may be viewed as an invasion of privacy, and that it often involves legitimate confidentiality considerations. Members should:

1. Collect only the data needed for the purpose of the inquiry.

2. Inform each potential respondent about the general nature and sponsorship of the inquiry and the intended uses of the data.
3. Establish their intentions, where pertinent, to protect the confidentiality of information collected from respondents; try to ensure that these intentions realistically reflect the ability to do so; and clearly state pledges of confidentiality and their limitations to the respondents.
4. Ensure that the means are adequate to protect confidentiality to the extent pledged or intended; that processing and use of data are in conformity with pledges made; that appropriate care is taken with directly identifying information (using steps such as destroying this type of information or removing it from the file when it is no longer needed for the inquiry); that appropriate techniques are applied to control statistical disclosure.
5. Ensure that any transfer of data to other persons or organizations shall be in conformity with the confidentiality pledges established; require written assurance from the recipients of the data that the measures employed to protect confidentiality will be at least equal to those originally pledged.

OTHER MATTERS:

Members shall act fairly and justly toward vendors, contractors, and other commercial interests, recommending products and services only on the basis of merit and value.

CHAPTER VII - RULES OF PROCEDURE - TECHNICAL DISPUTE SETTLEMENT BOARD

The rules of procedure for all Technical Dispute Settlement Boards are established under Article XII and Annex III of the Pacific Salmon Treaty.

CHAPTER VIII - RULES OF OPERATION - EXECUTIVE SECRETARY

These rules apply to the Executive Secretary of the Pacific Salmon Commission appointed under Article II, paragraph 15 of the Pacific Salmon Treaty.

The Executive Secretary of the Pacific Salmon Commission shall carry out the following powers and responsibilities:

Rule 1 General Administration.

The Executive Secretary shall be responsible for the general administration of the Commission.

Rule 2 Implementation of Commission Decisions.

The Executive Secretary shall facilitate the implementation of Commission decisions and recommendations, as appropriate.

Rule 3 Authority Over Staff.

The Executive Secretary shall have full authority over the staff of the Commission, and shall establish personnel policies and procedures as needed, in accordance with the decisions of the Commission and the Staffing Regulations.

Rule 4 Commission Funds.

The Executive Secretary shall receive and disburse funds in accordance with decisions of the Commission and the Financial Regulations.

Rule 5 Party Financial Contributions.

On advice of the Finance and Administration Committee, the Executive Secretary shall establish a date on which the periodic financial contributions of each Party shall be made.

Rule 6 Commission and Panel Minutes and Reports.

The Executive Secretary shall ensure that minutes and reports are prepared for Commission and Panel meetings as appropriate.

Rule 7 Committee Responsibilities.

The Executive Secretary shall be an ex-officio member of each committee of the Commission and shall coordinate with committee leadership to ensure that minutes and reports are prepared for committee meetings, as appropriate.

Rule 8 Official Files.

The Executive Secretary shall maintain official files and publications, including all reports, decisions and recommendations taken by the Commission and its subsidiary bodies.

Rule 9 Reports.

The Executive Secretary shall provide reports as required by the Commission.

Rule 10 Meeting Arrangements.

The Executive Secretary shall make all necessary arrangements for meetings of the Commission and its subsidiary bodies.

Rule 11 Preparation and Transmittal of Reports.

The Executive Secretary shall ensure reports of the Commission and its subsidiary bodies are prepared and transmitted to the national sections of the Commission in accordance with the bylaws.

Rule 12 Transmittal of Communications.

The Executive Secretary shall ensure that national sections receive communications from the Parties to the Commission.

Rule 13 Correspondence.

The Executive Secretary shall prepare correspondence on behalf of the Commission.

Rule 14 Assistance to Commissioners and Panel Members.

The Executive Secretary shall assist Commissioners and Panel members generally in the performance of their duties.

Rule 15 Delegation of Duties.

Subject to the approval of the Chair of the Commission, the Executive Secretary may assign to senior members of the staff such of his/her duties or responsibilities as appropriate.

Rule 16 Other Functions.

The Executive Secretary shall perform such other functions as may be assigned to him/her from time to time by the Commission or by the Chair of the Commission.

CHAPTER IX - FINANCIAL REGULATIONS

SECTION A. APPLICABILITY

Rule 1 Applicability of Regulations.

The following regulations shall govern the financial administration of the Pacific Salmon Commission.

SECTION B. FINANCIAL YEAR

Rule 2 Designation of Financial Year.

The financial year shall be the twelve month period from April 1 to the following March 31, both dates inclusive.

SECTION C. BUDGET

Rule 3 Draft Budget.

- (a) A draft budget comprising estimates of income and expenditure of the Commission and its subsidiary bodies shall be prepared by the Executive Secretary in consultation with the Finance and Administration Committee for the ensuing financial year.

- (b) The precise form in which the draft budget is to be presented shall be decided by the Commission upon the advice of the committee on Finance and Administration as established under Article II, paragraph 17 of the Treaty.

Rule 4 Budget Categories.

The draft budget shall be divided into the following categories:

- (a) Salaries, wages and benefits;
- (b) Travel and transportation of persons and things;
- (c) Rents, communications and utilities;
- (d) Printing and reproduction of documents;
- (e) Professional services and other contractual services;
- (f) Materials and supplies;
- (g) Capital asset replacement reserves as specified in Rule 21.

With the exception of the capital asset replacement reserves, the Executive Secretary may transfer up to \$100,000 from one category to another in any fiscal year. Transfers in excess of \$100,000 may be made only with authorization of the Chair and Vice-Chair of the Commission upon recommendation of the Standing Committee on Finance and Administration.

Rule 5 Details of Appropriations.

The draft budget shall be accompanied by details and analysis of the appropriations made for the previous and subsequent year together with such information as the Commission may specify from time to time and as deemed necessary by the Executive Secretary.

Rule 6 Submission of budget.

The Executive Secretary shall submit the draft budget including a forecast budget for the subsequent financial year to the Standing Committee on Finance and Administration at least 60 days prior to the annual meeting of the Commission.

Rule 7 Currency Basis for Budget.

The draft budget and the forecast budget shall be presented in Canadian dollars.

Rule 8 Adoption of Budget.

At its inaugural meeting and thereafter at each annual meeting the Commission shall adopt the budget as agreed by the Commission.

SECTION D. APPROPRIATIONS

Rule 9 Party Financial Contributions.

Each Party to the Commission shall contribute in equal shares to the annual budget and any supplementary estimates in accordance with Article II paragraph 12 of the Treaty. Such contributions shall be made in Canadian dollars.

Rule 10 Authorization to Incur Obligations.

The receipt of appropriations in accordance with the approved budget as adopted by the Commission shall constitute authorization for the Executive Secretary to incur obligations and make payments for the purposes authorized by the Commission. Obligations will be considered incurred when purchase orders are issued.

Rule 11 Post-employment benefits obligation

For the purpose of financial statements presentation and to determine the amount of unobligated funds at year-end:

- a) The Commission will use the triennial pension valuation report provided by the International Fisheries Commissions Pension Society (IFCPS) to determine the yearly pension expense. The pension expense will consist of the employer portion of the current service pension contribution plus any additional yearly payments required by the IFCPS (as shown in the current valuation report) that are necessary to extinguish the unfunded portion of the pension obligation.
- b) Other post-employment benefits such as extended medical plans and life insurance will be charged against appropriations in the fiscal year in which the respective invoice is dated. The annual budgets will include the full annual costs of such benefits.

Rule 12 Obligations Against Future Years.

Upon approval of the Commission the Executive Secretary may incur obligations against future years before appropriations are received when such obligations are necessary for the continued effective functioning of the Commission. These obligations shall be met from and shall not exceed the amount included in the approved appropriations.

Rule 13 Availability of Appropriations.

Appropriations shall remain available for twelve months following the end of the financial year to discharge obligations incurred during the year to which the funds relate.

Rule 14 Unliquidated Obligations.

Any obligation which remains unliquidated 12 months after the end of the financial year in which it was incurred shall be cancelled, or where the obligation remains a valid charge, transferred as an

obligation against current appropriations. Any balance in appropriations shall be accounted for in accordance with the provisions of Rule 22.

Rule 15 Investment of Appropriated Funds.

Appropriated funds in excess of those required to meet immediate short term requirements may be invested in interest bearing guaranteed bank deposits/notes of chartered banks or other financial institutions that are members of the Canada Deposit Insurance Corporation.

Rule 16 Use of unobligated Funds.

The Commission may utilize unobligated funds which may accrue in the General Fund, Capital Asset Replacement Reserve Fund, Working Capital Fund, or Special Funds and Trusts. Such funds shall be applied either as deductions from the next annual budget contribution due or as a source of funding for the subsequent fiscal year(s), as determined by the Commission. If deducted from the next annual contribution due, this shall be in proportion to the original amount contributed by each Party.

Rule 17 Extraordinary Expenses.

The Executive Secretary may utilize the Working Capital Fund to pay for extraordinary and unforeseen expenses when ordinary budgets are insufficient, upon approval of the Commission Chair and Vice-Chair. The Commission shall determine the appropriate replenishment schedule and amounts for the Working Capital Fund.

SECTION E. FUNDS

Rule 18 Establishment of Accounts.

For the purposes of accounting for the income and expenditures of the Commission, a General Fund and a Working Capital Fund shall be established. The Commission may also decide to establish such other Trust or Special Funds, as required. The purpose of the Working Capital Fund shall be to offset expenditures in any financial year or to finance unforeseen expenses or special initiatives the Commission deems advisable.

Rule 19 Monies Credited to General Fund.

The following monies shall be credited to the General Fund:

- (a) contributions received from the Parties;
- (b) receipts from the sale of surplus property purchased from the General Fund;
- (c) unobligated funds consistent with Rule 15;
- (d) interest income earned by the General Fund; and
- (e) other income;

Rule 20 Monies Credited to Working Capital Fund.

The following monies shall be credited to the Working Capital Fund:

- (a) receipts from the sale of surplus property purchased from the Working Capital Fund;
- (b) bank interest earned by the Working Capital Fund;
- (c) levy in lieu of income tax.
- (d) unallocated funds at the end of each fiscal year in amounts determined by the Commission

Rule 21 Capital Asset Replacement Reserve Fund.

For the purpose of ensuring regular availability of funds for lifecycle replacement of capital assets, a Capital Asset Replacement Reserve Fund (CARRF) shall be established. On an annual basis, a fixed amount, as determined by the Commission, shall be transferred from the General Fund to the CARRF. The Executive Secretary shall provide an annual report to the Standing Committee on Finance and Administration regarding the use of the CARRF during the most recent fiscal year.

Rule 22 Transfers Between Funds.

The Executive Secretary may transfer money between funds established under Rule 18 as follows:

- (a) temporarily from the Working Capital Fund to the General Fund, as may be necessary pending receipt of contributions from the Parties;
- (b) permanently from the Working Capital Fund to Trust or Special Funds created under Rule 18, with authorization of the Commission;
- (c) permanently from the Working Capital Fund to the General Fund with authorization of the Commission

Rule 23 Size of Working Capital Fund.

The Working Capital Fund shall not exceed \$1,000,000, nor fall below \$100,000, subject to Rule 17. Any funds resulting from a cancelled obligation addressed in Rule 14 shall be credited to the Working Capital Fund. The amount of the Working Capital Fund and its uses shall be reviewed by the Commission at regular intervals.

SECTION F. OTHER INCOME

Rule 24 Voluntary Contributions.

- (a) The Executive Secretary may accept voluntary contributions from the Parties or sources other than the Parties, provided that the purposes for which the contributions are made are consistent with the policies, aims and activities of the Commission.
- (b) Such contributions shall be treated as Trust or Special Funds and expenditures charged against such funds for the purpose so designated.

Rule 25 Special Joint Research Fund

- (a) In accordance with the provisions of the by-laws Chapter IX, Section E, Rule 18, the Commission hereby establishes a Special Joint Research Fund to conduct activities related to scientific research such as, inter alia, workshops, special publications, peer review initiatives, or joint scientific projects approved by the Commission;
- (b) The Executive Secretary may accept monies from representatives of the Parties for deposit into the Special Joint Research Fund in such amounts as may be determined by the Parties. Deposits into the Joint Research Fund shall in no way be considered as increases in the funding contribution of the Parties to support the operations of the Commission;
- (c) The Executive Secretary shall be responsible for administration of the Joint Research Fund, including maintenance of proper fiscal records and controls, execution of contract(s) with contractor(s), and disbursement of funds in accordance with the terms and conditions of such contract(s);
- (d) Interest income earned by the Special Joint Research Fund shall be credited to the Special Joint Research Fund.
- (e) The Commission shall develop a statement of work to be performed for each activity approved under paragraph (a) above.

Rule 26 Special Yukon River Salmon Restoration and Enhancement Fund.

- (a) In accordance with the provisions of the by-laws Chapter IX, Section E, Rule 18, the Commission hereby establishes a Special Yukon River Salmon Restoration and Enhancement Fund to be managed by the Yukon River Panel;
- (b) The Executive Secretary may accept monies from representatives of the Parties for deposit into the Fund in such amounts as may be determined by the Parties; such deposits into the Fund shall in no way be considered as increases in the funding contributions of the Parties to support non-Yukon River Panel operations of the Commission;
- (c) The Executive Secretary shall be responsible for maintenance of proper fiscal records of deposits made to the Fund, and records of lump sum disbursements authorized by the officer(s) of the Yukon River Panel designated by the Parties;
- (d) Interest income earned by the Fund shall be credited to the Fund;
- (e) The Executive Secretary shall terminate the Fund on receipt of agreed instructions from representatives of the Parties.

Rule 27 Northern Boundary and Transboundary Rivers Restoration and Enhancement Fund and the Southern Boundary Restoration and Enhancement Fund

- (a) There are hereby established a Northern Boundary and Transboundary Rivers Restoration and

Enhancement Fund (hereinafter referred to as “the Northern Fund”) and a Southern Boundary Restoration and Enhancement Fund (hereinafter referred to as “the Southern Fund”), each Fund to be administered by the relevant Fund Committee of the Pacific Salmon Commission.

- (b) The Northern Fund has been constituted by grants totaling \$75 million USD, and the Southern Fund has been constituted by grants totaling \$65 million USD. Either Party may make additional contributions to the Northern Fund or the Southern Fund.
- (c) Contributions to either the Northern Fund or the Southern Fund may also be made by a third party, provided that the purpose of the contribution is consistent with the aims and activities of the relevant Fund as set out in this rule.
- (d) The Northern Fund shall be used to support activities set out in paragraph (g) below in northern and central British Columbia, Southeast Alaska, and the drainage of the Alsek, Taku and Stikine rivers. The Southern Fund shall be used to support activities set out in paragraph (h) below in southern British Columbia, the States of Washington and Oregon, and the Snake River basin in Idaho.
- (e) Expenditures shall not exceed income from the invested principal of either the Northern Fund or the Southern Fund. For purposes of this rule, the term “income” shall include interest, dividends and increases in the value of the invested principal of either the Northern or Southern Fund. The term “principal” shall refer to money contributed to either Fund, and not to income that is reinvested or income from such reinvestment.
- (f) Notwithstanding Section G Rule 30,
 - (i) at the discretion of the Northern Fund Committee, income from investments of the principal of the Northern Fund may be used to support activities set out in paragraph (g) below or may be reinvested and used at a later date to support those activities. At no time may the principal of the Northern Fund be used except to generate income to be used in support of such activities, and
 - (ii) at the discretion of the Southern Fund Committee, income from investments of the principal of the Southern Fund may be used to support activities set out in paragraph (h) below or may be reinvested and used at a later date to support those activities. At no time may the principal of the Southern Fund be used except to generate income to be used in support of such activities, and
- (g) The Northern Fund shall be used to support the following activities:
 - (i) development of improved information for resource management, including better stock assessment, data acquisition, and improved scientific understanding of factors affecting salmon production in the freshwater and marine environments;
 - (ii) rehabilitation and restoration of habitat and improvement of natural habitat to enhance productivity and protection of Pacific salmon; and
 - (iii) enhancement of wild stock production through low technology techniques rather than through large facilities with high operating costs.

- (h) The Southern Fund shall be used to support the following activities:
 - (i) development of improved information for resource management, including better stock assessment, data acquisition, and improved scientific understanding of limiting factors affecting salmon production in the freshwater and marine environments;
 - (ii) rehabilitation and restoration of marine and freshwater habitat, and improvement of habitat to enhance productivity and protection of Pacific Salmon; and
 - (iii) enhancement of wild stock production through low technology techniques rather than through large facilities with high operating costs.
- (i) The Executive Secretary shall disburse income from the Northern and Southern Funds at the direction of the Northern Fund Committee and the Southern Fund Committee respectively.
- (j) The Executive Secretary shall enter into contract(s) on behalf of the Commission with professional investment manager(s) to manage the principal of the Northern and Southern Funds and any earnings. The investment manager(s) shall be selected by the relevant Fund Committee(s), and the terms and conditions of the contract(s) shall be subject to approval of the relevant Fund Committee(s).
- (k) The contract(s) shall contain the terms and conditions for investment of the Northern and Southern Funds and shall provide that the principal and earnings of each of the Northern and Southern Funds shall be invested in interest-bearing accounts, bonds, securities, or other investments in order to achieve the highest annual yield consistent with protecting the principal of each of the Funds. Further, the contract(s) shall also provide that all investments made shall be the type of investments made by a prudent investor. In addition, it (they) shall also provide termination provisions consistent with those in the 1999 Pacific Salmon Agreement. The investment manager(s) shall carry out its (their) functions with the same degree of knowledge and care as exercised by other investment managers in that state or province. The investment manager(s) shall be bonded.
- (l) The contract(s) shall further provide that the investment manager(s) shall provide to each of the Northern Fund and Southern Fund Committees and to the Commission reports on at least a quarterly basis regarding the status of each Fund and, in particular, the availability of the income from the Northern and Southern Funds for distribution.
- (m) The management and use of the Northern Fund by the Northern Fund Committee and the management and use of the Southern Fund by the Southern Fund Committee shall be conducted in accordance with applicable national laws. Either Party or the Commission may conduct financial audits of the Northern and Southern Funds and may review the operation of the Northern Fund and Southern Fund Committees.

Rule 28 Northern Fund and Southern Fund Committee

- (a) The Northern Fund Committee and the Southern Fund Committee shall be each composed of six members. Each Party shall appoint three of the members for each committee. Members shall exercise their duties in good faith and with reasonable care.

- (b) Each Committee shall adopt rules of procedure which shall govern its activities notwithstanding any by-laws of the Commission regarding the same or similar subject matter. Each Committee shall also adopt procedures for the submission, review, evaluation and approval of proposals for use of the income of the relevant Fund.
- (c) The Executive Secretary shall make all necessary arrangements for meetings of the Northern Fund and Southern Fund Committees, including technical and administrative support.
- (d) Decisions of each of the Northern Fund and Southern Fund Committees shall be by consensus. Decisions of each of the Northern Fund and Southern Fund Committees, including decisions regarding disbursement of funds, shall be final and not subject to review by the Commission.

SECTION G. CUSTODY OF FUNDS

Rule 29 Designation of Bank Account.

The Executive Secretary shall designate a bank or financial institution insured by Canada Deposit Insurance Corporation in the Vancouver, B.C. metropolitan area in which the funds of the Commission shall be kept. The Executive Secretary shall inform the Commission of the name of the bank or financial institution.

Rule 30 Controller duties.

The Executive Secretary, subject to the approval of the Commission, may designate a Controller whose duties, among other administrative responsibilities, shall be to keep accounts for the General Fund and the Working Capital Fund and any other special funds that may be necessary for the effective management of the Commission.

Rule 31 Designation of Officers

The Executive Secretary shall designate a limited number of officers who may receive monies, incur obligations, and make payments on behalf of the Commission in a manner consistent with the Secretariat's internal financial controls. Subsidiary bodies may not incur expenses for the Commission without the prior approval of the Executive Secretary or his/her designee.

Rule 32 Restrictions on Investments.

- (a) The Executive Secretary may make short-term investments of monies not immediately required by the Commission. Such investments shall be restricted to securities and other investments issued under Government guarantee or interest bearing accounts operated by the bank or financial institution where the Commission's account is held. The details of investment transactions and income derived shall be reported in the documents supporting the budget.
- (b) Monies held in Trust or Special Funds, use of which is not required for at least 12 months, may be invested for longer terms when authorized by the Commission, provided that such investment is consistent with the terms under which the monies were provided to the Commission.

Rule 33 Special provisions regarding the Northern Fund and the Southern Fund

- (a) The Executive Secretary shall:
- (i) provide technical and administrative support to the Northern and Southern Fund Committees as required;
 - (ii) establish separate account(s) to hold contributions to the Northern Fund and its earnings; establish separate account(s) to hold contributions to the Southern Fund and its earnings; and make disbursements from the Northern or Southern Funds at the sole direction of the Northern Fund Committee or the Southern Fund Committee respectively;
 - (iii) provide for the maintenance of such records as are reasonably necessary for the operation of the Northern Fund and Southern Fund Committees, to disclose the use of the Northern and Southern Funds as well as to facilitate effective audits; and
 - (iv) provide an annual report regarding each of the Northern and Southern Funds to the Parties.
- (b) All costs of administering the Northern Fund (including the administrative costs of the Commission incurred in providing support for the Northern Fund) shall be drawn from the income of the Northern Fund. All costs of administering the Southern Fund (including the administrative costs of the Commission incurred in providing support for the Southern Fund) shall be drawn from the income of the Southern Fund.
- (c) No funds may be disbursed from the Northern Fund after the expiration of the fishing arrangements in Chapters 1, 2, and 3 of Annex IV of the Pacific Salmon Treaty until new fishing arrangements have been agreed by the Parties. No funds may be disbursed from the Southern Fund after the expiration of the fishing arrangements in Chapters 3 to 6, inclusively, of Annex IV of the Pacific Salmon Treaty until new fishing arrangements have been agreed by the Parties.
- (d) If the Pacific Salmon Treaty, the 1999 Agreement Relating to the Pacific Salmon Treaty or Attachment C thereto is terminated, all monies remaining in the Northern Fund and the Southern Fund on the date of such event shall be returned to the government that contributed the monies. Investment income which has accrued to the principal shall be distributed to each government in proportion to its contribution. Any contributions made by third parties, shall, unless otherwise specified in written directions at the time of the contribution, revert to the General Fund.

SECTION H. ACCOUNTS AND INTERNAL CONTROL

Rule 34 Responsibilities of Executive Secretary.

The Executive Secretary shall:

- (a) establish, update and monitor detailed financial procedures to ensure effective financial administration and economy in the use of funds. Upon the advice of the Finance and Administration Committee and prior to use, such procedures shall be submitted to the Commission for approval;

- (b) cause all payments to be made on the basis of supporting vouchers and other documents which ensure that the goods or services have been received and that payment has not previously been made;
- (c) ensure that payroll records are kept in accordance with provincial and federal government rules and regulations, with salaries of employees paid in Canadian dollars;
- (d) maintain and be responsible for internal financial control to ensure:
 - (i) the regularity of the receipt, custody and disposal of all funds and other financial resources of the Commission; and
 - (ii) the conformity of obligations and expenditures with the appropriations adopted by the Commission at its annual meeting.
- (e) be responsible for the custody of the Northern and Southern Funds, consistent with and in accordance with these bylaws and the rules of procedure adopted by the Northern Fund Committee and the Southern Fund Committee;
- (f) exercise reasonable care in fulfilling the foregoing functions.

Rule 35 Bonding of Staff.

The Executive Secretary, and such staff as s/he deems necessary, shall be bonded by an approved bonding company in amounts determined by the Commission. The cost of the premium therefore shall be assumed by the Commission.

Rule 36 Maintenance of Accounting Records.

The Executive Secretary shall maintain such accounting records as are necessary for each financial year, including but not limited to records respecting:

- (a) income and expenditures;
- (b) the use of appropriations to reflect transfers between appropriation categories, amounts charged against appropriation categories and the status of the general and Working Fund Accounts; and
- (c) assets and liabilities of the Commission.

Rule 37 Currency Bases for Accounts and Records.

The annual accounts and accounting records of the Commission shall be kept in Canadian dollars.

Rule 38 Writing Off of Losses.

The Executive Secretary may, after full investigation, authorize the writing off of losses of cash, stores and other assets, provided that a statement explaining the losses shall be submitted to the Commission and the Auditors together with the annual accounts.

SECTION I. EXTERNAL AUDIT

Rule 39 Annual Audit Required.

The accounts of the Commission shall be audited annually by external auditors appointed by the Commission.

Rule 40 Submissions to Auditors.

The Executive Secretary shall submit the accounts to the Auditors not more than 60 days after the end of the financial year. The auditor may be consulted on the introduction or amendment of any financial regulations and on detailed accounting methods, as well as on all matters affecting auditing procedures and methods.

Rule 41 Function of Audit.

The Auditors shall perform such audit procedures as they deem necessary to determine:

- (a) that the financial transactions and balances reflected in the statements are in accordance with the Financial Regulations and Canadian Accounting Standards for Not-for-Profit Organizations, as applicable.
- (b) that the financial statements are free of material misstatement.

Rule 42 Verification of Financial Records and Reports.

The Auditors shall be sole judges as to the acceptance in whole or in part of certifications by the Executive Secretary. They may proceed to such detailed examination and verification of all financial records as they choose and may make such reports to the Commissioners as they deem appropriate respecting the accounting system, internal financial controls and the financial consequences of administrative practices. The Auditors shall discuss their report with the Executive Secretary before submitting it to the Commissioners.

Rule 43 Disallowance of Items in Accounts.

The auditors shall have no power to disallow items in the accounts, but shall draw to the attention of the Executive Secretary any transaction the legality or propriety of which may be in doubt.

Rule 44 Distribution of Audit Reports.

The Executive Secretary shall provide to the Chair and Vice-Chair of the Standing Committee of Finance and Administration copies of the audit report and the audited financial statements within

15 days of their receipt. Upon approval of the audit report by the Chair and Vice-Chair of the Standing Committee on Finance and Administration, the Executive Secretary shall within 15 days submit same to the Parties.

Rule 45 Approval of Audits and Reports.

Upon the recommendation of the Finance and Administration Committee, following consideration of the audited annual financial statements and reports of the auditors, the Commission shall signify its acceptance at the first annual meeting following receipt of the report or take any other actions it considers appropriate.

SECTION J. INSURANCE

Rule 46 Liability Insurance.

The Executive Secretary shall obtain such suitable liability insurance against normal risks to the Commission's assets as the Commission may direct.

SECTION K. GENERAL PROVISIONS

Rule 47 Role of Finance and Administration Committee.

The Executive Secretary and the Finance and Administration Committee shall provide the Commission an evaluation of relevant financial and administrative implications for any matter under consideration by the Commission.

Rule 48 Procurement.

Purchases of equipment, supplies, and other requirements shall be authorized by the Executive Secretary or his/her designee in accordance with a procurement policy established by the Executive Secretary for the Commission.

Rule 49 Amendments.

The Commission may, from time to time, amend these Financial Regulations in accordance with Chapter XI of these bylaws.

CHAPTER X

STAFF REGULATIONS

SECTION A. GENERAL PROVISION

Rule 1 General

These regulations set out the conditions of employment, working relationships and rights and responsibilities of indeterminate/permanent employees in the service of the Pacific Salmon Commission (hereinafter referred to as the "Commission"). Secretariat staff shall enjoy the privileges and immunities provided to them as a consequence of the Pacific Salmon Treaty and domestic law in Canada and the United States. Policies and regulations applicable to staff other than the indeterminate/permanent are specified in a separate policy issued by the Executive Secretary.

Rule 2 Employee categories.

- Indeterminate/permanent: An employee hired to work at least one third of a normal work week for an unspecified amount of time. All permanent staff are qualifying employees for Commission benefits, subject to Section H of these regulations.
- Term: An employee hired to work for a specified period of time. Term employees hired for twelve consecutive months or more are qualifying employees for Commission benefits if they work at least one third of a normal work week.
- Seasonal: An employee hired to work a portion of each year on specified seasonal tasks. Seasonal employees are not qualifying employees for Commission benefits.
- Student: An employee hired for a specified period of time and who is: a) registered as a fulltime secondary or post-secondary student in an accredited institution; b) currently recognized as having full-time student status by the institution; and c) returning to studies in the next academic term. Student employees are not qualifying employees for Commission benefits.

Rule 3 Relevant collective agreement

"Relevant collective agreement" or management category means the collective agreement that applies for similar occupational groups in the Public Service of Canada. Members of the staff will not be members of Canadian Public Service unions. Such reference to standards of the Public Service of Canada is, therefore, used solely for purpose of guidance and shall not bind the Commission to those standards or terms.

Rule 4 Regulations

Except as hereinafter stated, these regulations apply to the employees of the Pacific Salmon Commission.

Rule 5 Interpretation

These regulations shall not be construed or applied so as to limit or restrict the mandate of the Commission.

Rule 6 Amendment

The Commission may amend these regulations from time to time.

SECTION B. DUTIES, OBLIGATIONS AND PRIVILEGES

Rule 7 Conduct in Interest of Commission

Staff of the Commission (hereinafter referred to as "staff") are employed by a bilateral commission established by treaty between the United States and Canada. As such, upon assuming their responsibilities, employees shall discharge their duties faithfully and conduct themselves in the best interests of the Commission.

Rule 8 Standard of Conduct

- (a) Staff shall at all times conduct themselves in a manner in keeping with the international nature of the Commission. They shall exercise loyalty, discretion and tact in the performance of their duties. They shall avoid any actions, statements or public activities of potential detriment to the Commission.
- (b) Staff and clients of the Commission can expect to be in an environment free of discrimination and harassment.

Rule 9 Direction from Outside the Secretariat

Staff shall not accept direction or instructions from any authority other than the Executive Secretary or his or her designee unless otherwise provided in the Treaty. In the case of the Executive Secretary, the Chair of the Commission shall provide direction.

Rule 10 Soliciting or Offering of Gifts Prohibited

In connection with their employment, staff shall not solicit, accept or offer any gift, commission, reward, advantage or benefit directly or indirectly without the prior approval of the Executive Secretary. Gifts, rewards or benefits include cash, goods or services including alcohol or fish, reduced prices for goods or services, work done gratuitously with respect to personal property, preferred treatment of any sort in a business enterprise and loans of money, material or equipment of any kind.

Rule 11 Confidentiality

Staff shall not, unless duly authorized, publicly disclose information acquired in the course of employment pertaining to the Commission and shall not use such information for personal gain. In

the case of the Executive Secretary the Chair may authorize to release or disclose to the public, information pertaining to the Commission.

Rule 12 Outside Employment

Staff shall, in general, have no employment other than the Commission. When properly authorized, staff may undertake other employment or work, provided that it shall not interfere or conflict with the employee's duties in the Commission. The Executive Secretary may, where circumstances warrant, authorize staff to accept such employment or work. In the case of the Executive Secretary, the Commission may authorize outside employment.

Rule 13 Outside Interests Prohibited

- a) Staff shall not be associated in the management of or have a financial interest in a business, industry or other enterprise if, by virtue of their employment with the Commission they may benefit from such association or interest.
- b) Any technology, product, marketable goods, patent, or copyright developed by an employee in whole or in part during the course of his or her employment by the Commission shall be the property of the Commission.
- c) Where staff has doubt about a real or potential conflict between their official duties and any outside investment or association, they shall advise the Executive Secretary in writing of the potential conflict. The Executive Secretary will submit the case to the Commission for consideration and decision. Failure to so advise the Executive Secretary may be grounds for disciplinary action, including dismissal.

SECTION C. RECRUITMENT AND APPOINTMENT

Rule 14 Executive Secretary

The Commission shall appoint the Executive Secretary and prescribe conditions of employment. Unless otherwise provided in the employment contract, the Executive Secretary shall be bound by these rules to the same degree as all other employees.

Rule 15 Hiring of Staff

The Executive Secretary shall appoint staff to the Secretariat on the basis of merit in accordance with staffing requirements prescribed by the Commission.

Rule 16 Probation

The Executive Secretary and all other staff shall be appointed subject to a probationary period of one year. Where circumstances warrant, the Executive Secretary may extend the probationary period by a period not exceeding six months. During the probationary period, staff may be dismissed if the Executive Secretary determines that their continued employment is not in the best interests of the Commission. In the case of the Executive Secretary's probation, such determination

shall be made by the Commission Chair and Vice-Chair. This provision applies notwithstanding other staff regulations pertaining to performance and dismissal.

Rule 17 Offer

Following selection, staff shall be made an offer of employment stating:

- (a) that these Staff Regulations shall constitute the terms of employment and may be duly amended from time to time;
- (b) the duties of the position;
- (c) the starting date;
- (d) the period of appointment, if applicable, and the period of probation;
- (e) the position title, starting salary; and
- (f) any applicable special terms and conditions.

Rule 18 Regulations to Be Issued to Employees

Together with the offer of employment, prospective employees shall be issued a copy of these regulations. Upon acceptance of the offer, staff shall indicate in writing to the Executive Secretary that they are familiar with and agree to abide by these regulations.

SECTION D. CLASSIFICATION OF STAFF

Rule 19 Public Service System Model

Staff duties, job classifications, and salaries shall be guided by the classification system of the Public Service of Canada.

Rule 20 Classification Audit

An audit of classification levels shall be conducted at the request of the Commission. In addition, the Executive Secretary shall review duties and classifications when appropriate using relevant classification standards from the Public Service of Canada.

SECTION E. SALARIES AND REMUNERATION

Rule 21 Pay scales and Remuneration

Pay scales for staff will be established with reference to appropriate scales of the Public Service of Canada and shall be paid in Canadian currency.

Rule 22 Adjustments and Increments

Notwithstanding that the Public Service of Canada serves as a guide, the Commission may adjust salary scales. Merit increases may be awarded by the Executive Secretary only on the basis of satisfactory job performance. Staff shall remain in a grade for a period of no less than one year.

Rule 23 Performance Appraisal

The Executive Secretary is responsible for ensuring that annual performance appraisals are completed for all staff. The appraisal of the Executive Secretary shall be completed by the Chair and Vice-Chair of the Commission.

Rule 24 Promotions and reclassifications

1. Promotion of staff to fill vacancies: The Executive Secretary shall be authorized to promote staff to fill vacant positions based on the relevant classification standards from the Canadian Public Service. Such promotions shall be based on merit in all cases, and occur through competition when the Executive Secretary deems it in the best interests of the Commission.

2. Reclassification: When the Executive Secretary determines that substantial changes are needed to a staff position's duties and responsibilities, he/she shall propose any relevant classification review to the Chair and Vice-Chair of the Commission for their concurrence. This proposal shall include estimates of budget implications. If the Chair and Vice-Chair concur with the classification review, the Executive Secretary shall proceed to develop a written rationale based on the relevant classification standards in the Canadian Public Service, the Secretariat's job description, benchmark positions in the Public Service, and direct consultation with appropriate Public Service classification experts. The Executive Secretary may select the incumbent of the former position or select a candidate via competition, based on merit and the best interests of the Commission.

Rule 25 Starting Salary

In general, staff shall be engaged at the lowest grade of their classification. Where circumstances warrant, the Executive Secretary, may authorize appointment at a salary higher than the lowest step of the relevant grade.

Rule 26 Overtime and Compensatory Leave

Overtime shall be authorized by the Executive Secretary or his/her designee. Efforts will be made to minimize overtime to ensure work/life balance for all employees. However, recognizing that in some cases, overtime is necessary, in general, overtime accrued will be taken off as compensatory leave.

Rule 27 Hospitality and Representation

The Executive Secretary or his/her designee may authorize an employee to engage in hospitality and representational activities. The employee shall promptly submit fully documented claims for expenses incurred in the course of such activities. The annual total of such claims for all employees so authorized may not exceed the current allotment for this program in the annual budget of the Commission.

SECTION F. HOURS OF WORK

Rule 28 Hours

Weekly required hours of work for each employee shall be guided by the provisions of each relevant collective agreement of the Public Service of Canada. The Executive Secretary shall establish daily working hours, and may adjust them as necessary.

SECTION G. LEAVE

Rule 29 Vacation Leave

Employees earned vacation leave will be guided by each relevant collective agreement of the Public Service of Canada.

Rule 30 Carry-over Provision

Employees who have not used their earned vacation leave in any given year may carry over their vacation hours to a subsequent year in accordance with the carry-over provision in the respective collective agreements of the Canadian Public Service.

Rule 31 Scheduling of Vacation Leave and Compensatory Time Off

- (a) The Executive Secretary will allocate staff vacation leave and compensatory time off so as to minimize disruption of normal staff operations and the functioning of the Commission.
- (b) In allocating such leave and time off, the Executive Secretary will have taken into account the personal circumstances, needs and preferences of the employee.
- (c) Vacation leave and compensatory time off may be taken in one or more periods.

Rule 32 Other Leave

The Executive Secretary may approve other leave (i.e., for bereavement purposes, volunteer days, family related leave, leave without pay, or emergency situations). Such leave shall be guided by the relevant collective agreements in the Public Service of Canada.

Rule 33 Monetary Compensation for Unused Leave

An employee may apply, upon separation, for monetary compensation for any unused vacation leave or Compensatory leave credits. Such compensation will be paid at the rate of the employee's salary at the time of termination.

Rule 34 Sick Leave

Employees shall be granted sick leave with pay in a manner consistent with the relevant collective agreement of the Public Service of Canada.

Rule 35 Medical Certificates

Staff may be required to submit a medical certificate for any period of sick leave in excess of 3 consecutive working days after using a total of 7 days in a year.

Rule 36 Maternity and Parental Leave

Employees may apply to the Executive Secretary for maternity or parental leave consistent with Public Service of Canada standards.

Rule 37 Statutory Holidays

Staff shall be entitled to the following statutory holidays:

- (a) New Year's Day
- (b) Good Friday
- (c) Easter Monday
- (d) the day fixed by proclamation of the Governor in Council for celebration of the Sovereign's birthday
- (e) Canada Day
- (f) Labour Day
- (g) the day fixed by proclamation of the Governor in Council as a general day of Thanksgiving
- (h) Remembrance Day
- (i) Christmas Day
- (j) Boxing Day
- (k) B.C. Day
- (l) one additional day when proclaimed by an Act of Parliament as a National Holiday.

SECTION H. BENEFITS

Rule 38 Medical, Extended Health Care, Dental Care, Group Life and Disability Insurance

The Executive Secretary shall make appropriate arrangements for coverage of these benefits for all qualifying staff. The Executive Secretary shall ensure that provisions are made in the budget for the payment of the employer costs. Qualifying staff shall participate in and pay the employee share and any additional costs for extra benefits. These benefits may be modified from time to time by the Commission.

Rule 39 Participation in International Fisheries Commission Pension Society

Qualifying employees shall participate in the pension plan of the International Fisheries Commission Pension Society established by Canada and the United States for employees of international commissions.

Rule 40 Accidents

The Executive Secretary shall arrange for coverage under WorkSafeBC programs. Accidents at work must be reported immediately to the Joint Occupational Health and Safety Committee.

SECTION I. TRAVEL

Rule 41 Official Travel

All official travel shall be in accordance with a PSC travel policy prepared by the Executive Secretary.

SECTION J. SEPARATION FROM SERVICE

Rule 42 Notice of Intention to Resign

Employees may resign by providing at least one month's notice in writing, or notice of such lesser length, as may be approved by the Executive Secretary.

Rule 43 Severance Pay

Severance pay in the event of termination as a result of lay-off, retirement or death, shall total one week's pay for each completed year of service and, in the case of a partial year of continuous employment, one (1) week's pay multiplied by the number of days of continuous employment divided by three hundred and sixty five (365), up to a maximum of 30 weeks. Severance pay in the event of resignation after completion of ten or more years of service shall total 1/2 week for each year of continuous full year service and, in the case of a partial year of continuous employment, one (1) week's pay multiplied by the number of days of continuous employment divided by three hundred and sixty five (365), up to a maximum of 13 weeks.

Rule 44 Dismissal

If at any time, the Executive Secretary considers that a staff member does not give satisfactory service or fails to comply with the duties and obligations set out in these Rules, the staff member will receive a formal written warning. If the performance does not improve or the employee continues to fail to comply with the duties and obligations set out in the Rules, a second formal written warning will be issued and if necessary, other disciplinary actions (e.g. suspension, demotion) may follow. If after the second formal written warning the staff member's performance does not improve to a satisfactory standard, the appointment of the staff member may be terminated upon written notice of one month in advance (or equivalent pay in lieu) subject to the prior

notification of the Chair of the Commission. In the case of serious misconduct by a staff member that threatens the Commission's operations, staff safety, or reputation (for example, a criminal offence such as theft, intentional breach of confidentiality etc.), appointment of the staff member may be terminated without prior warning.

SECTION K. APPLICATION OF REGULATIONS

Rule 45 Interpretation and grievances

Grievances from staff members shall be addressed in accordance with a policy developed by the Executive Secretary and approved by the Commission.

Rule 46 Amendments

The Executive Secretary shall inform the Commission of any relevant matters not referred to in the regulations that may have come to his attention and the Commission may amend the regulations accordingly.

CHAPTER XI

REVIEW, AMENDMENT AND INTERPRETATION

Rule 1 Amendment.

The Pacific Salmon Commission shall have the power to add, repeal, or otherwise amend any chapter or provision of these bylaws. Any amendment shall be taken in accordance with these bylaws upon the approval of each national section.

Rule 2 Provisional Rules.

These bylaws are adopted provisionally. At its second annual meeting the Commission shall review these bylaws, make such amendments as it deems appropriate and adopt final bylaws of the Pacific Salmon Commission.

Rule 3 Interpretation.

Nothing in these bylaws shall be interpreted to modify or supersede any provisions of the Pacific Salmon Treaty.

APPENDIX I GLOSSARY OF TERMS

Commissioner: For the purposes of these bylaws, one of up to 16 Commissioners or Alternate Commissioners appointed by the Parties to represent them on the Pacific Salmon Commission

National Section: The ensemble of Commissioners, advisors, and members of PSC subsidiary bodies who participate in the Commission process to represent Canada or the United States

Pacific Salmon Commission (PSC or the Commission): The international organization established by the Pacific Salmon Treaty and comprising not more than eight Commissioners, of whom not more than four shall be appointed by each Party (each Party may also appoint up to four alternate Commissioners)

Parties: The national governments of Canada and the United States, as Parties to the Pacific Salmon Treaty

Secretariat: The staff retained by the Commission, led by an Executive Secretary, and headquartered in Vancouver, British Columbia to provide support services and scientific advice as per the terms of the Pacific Salmon Treaty and the Commission's bylaws

Subsidiary bodies: The various Panels, Committees, Joint Technical Committees, and Working Groups established by the Commission to execute certain duties and provide advice to the Commission pursuant to the Pacific Salmon Treaty, Commission decisions, or these bylaws