



**WEST AFRICA  
TELECOMMUNICATIONS  
REGULATORS ASSOCIATION  
(WATRA)  
REVISED CONSTITUTION**

[Bamako 2023]

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## Preamble

We, the undersigned, being the representatives of the organs established by the governments of our respective states to regulate and supervise the provision of electronic communications services in our states;

Noting the eminent role of electronic communications in economic growth and social development, the preponderance of the cross-border nature of electronic communications networks and services as well as the need for harmonization of national regulatory practices in order to promote the optimal and harmonised development of the electronic communications networks and services in the West African sub-region;

Considering the convergence of electronic communications networks and services, and the evolution of technologies and markets, notably by the development of digital financial services, Artificial Intelligence, the Internet of Things, the development of platforms for exchange of data and the sale of goods and services online, thanks to the Internet, the protection of personal data and the impact of BIG DATA;

Considering that regulation must evolve to meet current and future challenges in the field of electronic communications and imperatively involve collaboration among Members and between the sub-regions in Africa;

Considering the need to develop a harmonized regulation capable of attracting investment and ensuring more effective regulation of the electronic communications services within the sub-region;

Considering that the appropriate process to set up an African Regulatory identity through the harmonisation and unification of policies and strategies within the sub-region;

Recognizing the need to co-ordinate efforts in allocation, assignment of radio frequencies, and spectrum management in the sub-region;

Considering that the establishment of a consultative and collaborative body of electronic communications regulators in the sub-region would foster the



development of electronic communications within the sub-region, and ultimately the entire African continent;

Considering the need to support the implementation of procedures for settling cross-border disputes between operators and to ensure the protection of consumers of electronic communications services;

Considering the need to change the West Africa Telecommunications Regulators Assembly to an Association;

Have Decided To establish the West Africa Telecommunications Regulators Association, and thus, agreed to adopt this Constitution.

## **ARTICLE 1: Definitions**

In this Constitution the words and terms herein listed shall, unless otherwise stated in Community legal provisions, have the following meanings:

**“WATRA” : West Africa Telecommunications Regulators Association**

**“Chairman”**: the Chairman of the Conference of Regulators who serves equally as the Chairman of the Council of Regulators.

**“Adhoc Committee”**: Any committee created by the Conference of Regulators to address specific emerging issues.

**“Conference of Regulators”**: WATRA highest decision-making organ which comprises all Members.

**“ECOWAS”**: Economic Community of West African States established under the Treaty that was signed at Lagos, Nigeria on the 28th of May, 1975.

**“Council of Regulators”**: the organ responsible for monitoring and supervising the implementation of policies and decisions of the Conference of Regulators.



**‘Annual General Meeting’**: ordinary meeting of the Conference of Regulators held annually

**“Extraordinary General Meeting”**: meeting of the Conference of Regulators convened besides the Annual General Meeting

**“Member”**: any West African telecommunications regulator that expresses interest and enrolls as a member of WATRA

**“Member in good standing”**: a member that has paid its membership dues as at 31<sup>st</sup> March of the year;

**“Regulator”**: the body responsible for the regulation of electronic communications in a West African State.

**“Executive Secretariat”**: the organ of WATRA established under Article 8;

## **ARTICLE 2: Establishment, Name, Legal Capacity and Headquarters**

- 2.1** There is hereby, established in accordance with the provisions of this Constitution the West Africa Telecommunications Regulators Association (herein referred to as 'WATRA').
- 2.2** WATRA shall have such legal capacity as is necessary for the effective exercise of its functions.
- 2.3** The Headquarters of WATRA is located in Abuja, Nigeria, or at such other location as the Conference of Regulators may decide



## ARTICLE 3: Objectives

### 3.1 The objectives of WATRA are:

- i)** To encourage the establishment of modern legal and regulatory environment for electronic communications service delivery in all States in the sub-region; and to encourage the separation of the roles of policy-makers, regulators, authorized operators/service providers and to establish a distinct, independent, and adequately empowered National electronic communications Regulatory agencies in countries within the sub-region where such agencies have not been created.
- ii)** To seek the development and harmonization of regulations for electronic communications service delivery and pricing in countries within the sub-region.
- iii)** To promote the establishment and the operation of efficient, adequate and cost-effective electronic communications networks and services in West Africa which addresses the needs of consumers while being economically sustainable.
- iv)** To encourage liberalization projects and competition initiatives in the development of networks and to enhance efficiency in the electronic communications service delivery within the sub-region.
- v)** To contribute to the development of policies aimed at enhancing universal access and electronic communications penetration in rural, unserved and underserved areas within the sub-region.
- vi)** To facilitate the exchange of ideas, views and experiences among members on all aspects of laws and regulations within the electronic communications' sector.
- vii)** To conceptualize and propose, for recommendation to policy makers within the sub- region an information and communication technology roadmap with policy objectives and milestones to modernize electronic communications infrastructure and services.
- viii)** To contribute towards market integration of the electronic communications sector within the sub-region.
- ix)** To promote the adoption of and compliance with uniform standards for electronic



communications services and apparatus within the sub-region.

- x)** To contribute towards capacity building in the electronic communications sector within the sub-region.
- xi)** To collaborate and co-operate with the Economic Community of West African states (ECOWAS) towards the attainment of its treaty objectives of sub-regional and social integration.
- xii)** To collaborate and co-operate with the African Telecommunication Union (ATU) towards the attainment of its objectives.
- xiii)** To collaborate and co-operate with the International Telecommunication Union (ITU) towards the attainment of its objectives.
- xiv)** To collaborate and co-operate with any other regional and international body whose objectives or activities may facilitate or enhance the attainment of WATRA objectives.

### **Implementation of Objectives**

**3.2** In furtherance of the attainment of these objectives, WATRA may:

- (i)** Make recommendations to Member states and other competent authorities for the adoption of measures related to the regulation of electronic communications or take any other measure it deems appropriate within the limits of its authority.
- (ii)** Collaborate with any public or private organization having an interest in the development of electronic communications, and participate in its activities as an observer, or in any other capacity or otherwise.
- (iii)** To facilitate the coordination of the use of radio frequencies between Member States.
- (iv)** To adopt other measures or take any other actions deemed necessary for the attainment of its objectives.



## **ARTICLE 4: Membership**

- 4.1 Membership of WATRA shall open to electronic communications Regulators within the West African sub-region; Provided that each State is represented by one regulator.
- 4.2 Each member shall be represented by the head of institution or any other official duly mandated to do so.
- 4.3 A Regulatory Authority that is not a member at the time of adoption and signature of this Constitution may subsequently apply to the Conference of Regulators for membership
- 4.4 The observer status is accorded to any body, company, association, university or expert wishing to participate in the work of WATRA and having fulfilled the requisite requirements.

### **Cessation of Membership and Status of Observer**

- 4.5 A Regulator shall cease to be a member of WATRA upon voluntary withdrawal or the termination of its membership by the Conference of Regulators in conformity with Articles 10, 11 and 12.

An observer shall cease to participate in WATRA activities upon voluntary withdrawal or the termination of its participation by the Conference of Regulators in conformity with Articles 10, 11 and 12.

- 4.6 Any member voluntarily withdrawing its membership from WATRA, shall forward a written notification to the Conference of Regulators.

Unless the member withdraws the notification within a year, that Regulator will cease to be a Member





## **ARTICLE 5: Organs of WATRA**

**5.1** The organs of WATRA are:

- a) The Conference of Regulators
- b) The Council of Regulators
- c) The Executive Secretariat

**5.2** The organs of WATRA shall perform such functions and powers as enshrined in this Constitution or by such decision or directives as the Conference of Regulators may deem fit and just;

**5.3** With regards to staff recruitment, WATRA shall take into account essential criteria of efficiency, technical skills and an equitable distribution of positions among Members.

## **ARTICLE 6: Conference of Regulators**

**6.1** The Conference of Regulators shall be made up of all members of WATRA.

**6.2** The Conference of Regulators shall set the general policy, strategic objectives and implementation roadmap for WATRA;

**6.3** The Conference of Regulators shall meet once a year in an Annual General Meeting, but may convene Extraordinary General Meetings at other times in the year in accordance with the Provisions of Article 6.18;

**6.4** The Conference of Regulators shall approve the budget of WATRA and the Auditor's report and accounts for the preceding financial year.

**6.5** The Conference of Regulators shall elect the Council of Regulators and the Executive Secretary.

**6.6** It shall establish the guidelines for the recruitment of personnel and set the conditions of employment for the Executive Secretariat.

**6.7** The decisions of the Conference of Regulators are legally binding on all organs of WATRA;



### **The Chairman of The Conference**

- 6.8 The Conference of Regulators shall confer the first Vice-Chairman of the Council of Regulators as the Chairman of the Conference of Regulators.
- 6.9 The Chairman of the Conference of Regulators shall also be the Chairman of the Council of Regulators established under Article 7
- 6.10 The Chairman shall preside over the meetings and direct the affairs of the Conference of Regulators, Council of Regulators, and perform such other functions as may be stipulated by this Constitution or assigned to him by the Conference of Regulators

### **Meetings of The Conference of Regulators**

#### **Annual General Meeting**

- 6.11 The Conference of Regulators holds a mandatory Annual General Meeting once every year.
- 6.12 Each Annual General Meeting shall confirm the host of the Annual General Meeting for the following year in conformity with Article 6.20
- 6.13 The Chair of the Conference of Regulators, together with the other members of the Council of Regulators, shall hold office for a term of one (1) year

The two vice-chairpersons of the Council of Regulators shall be appointed in alphabetical order.

The appointments shall be acknowledged by the Conference of Regulators during the Annual General Meeting.

- 6.14 The Executive Secretary shall at each Annual General Meeting give a detailed report of the activities of WATRA for the previous year
- 6.15 The firm of auditors, appointed under Article 12.1 shall at each Annual General Meeting present an audit report of financial statements of WATRA for the previous year



6.16 The Executive Secretary shall present, for approval, the budget estimate of the following financial year at each Annual General Meeting.

6.17 The Conference of Regulators shall, at each Annual General Meeting, and at any General Meeting, receive reports from Standing Committees and from any other person or entity invited to do so.

### **Extraordinary General Meetings**

6.18 An Extraordinary General Meeting shall be convened in accordance with a resolution of the Conference of Regulators at the General Meeting, or at the instance of the Council of Regulators, or on request by at least 50% of Members.

6.19 The Executive Secretariat shall issue written notice of meetings to members.

The notice shall be sent to each member at least three (3) months before the Annual General Meeting and at least one (1) month in the case of an Extraordinary General Meeting.

### **Venue and Date of General Meetings**

6.20 The Annual General Meeting shall be held in the Country of the 1<sup>st</sup> Vice-Chairman of the Council of Regulators.

The date of the Annual General Meeting shall be set during the first quarter of each year by the host Member, in consultation with the Council of Regulators.

6.21 The venue for an Extraordinary General Meeting shall be designated by the Council of Regulators , unless the Conference of Regulators decides otherwise.

### **Quorum**

6.22 The quorum for General Meetings shall be 50% of Members, present or represented

6.22.1 A member shall not have more than one mandate for representation at a General Meeting.

6.22.2 A simple majority of Members present or represented during General Meetings form the quorum for decision-making. In the event of a tie, the Chairman shall cast the deciding vote



## Voting

- 6.23 Only Members in good standing shall be eligible to exercise a vote at a General Meeting.

## Observers

- 6.24 Observers may participate in General Meetings and make contributions without voting rights.

## ARTICLE 7: The Council of Regulators

7.1 The Council of Regulators shall comprise the following:

- i) A Chairman who is the serving Chairman of the Conference of Regulators;
- ii) A First Vice-Chairman, who is acting in the absence of the Chairman and performs the duties and functions assigned to the Chairman in this Constitution or by the Conference of Regulators;
- iii) A Second Vice-Chairman, who in the absence of the First Vice-Chairman performs the duties and functions assigned to the First Vice-Chairman in this Constitution or by the Conference of Regulators;

7.2 The Council of Regulators shall ensure the implementation of WATRA policies, objectives and guidelines issued by the Conference of Regulators and stipulated in this Constitution.

7.3 The decisions of the Council of Regulators are made by the majority.

7.4 Subject to Article 7.2, the Council of Regulators shall determine its programme, procedures, time and venue for its meetings, and modalities for the execution of its mandate. The resolutions adopted and decisions taken shall be put into writing and duly signed by the members of the Council of Regulators before implementation.

7.5 The Executive Secretary shall act as the secretary of the Council of Regulators but shall not have voting rights;



### **Meetings of The Council of Regulators**

7.6 The Council of Regulators shall meet at least once before the Annual General Meeting.

### **ARTICLE 8: The Executive Secretariat**

8.1 The Executive Secretariat is the executive organ of the WATRA

#### **Duties of The Executive Secretariat**

8.2 The Executive Secretariat is tasked to execute and implement WATRA policy, objectives and programmes as stipulated in this Constitution, or as set out by the Conference of Regulators in line with the provisions of this Constitution. The duties of the Executive Secretariat include:

- i) To provide overall logistics and assistance to activities of WATRA Institutions;
- ii) To conduct research, collect and process data on all aspects of electronic communications policy and practice, and prepare position papers on such issues and developments as may seem relevant to the sector;
- iii) To obtain and circulate information that will facilitate the achievement of the objectives of the Conference of Regulators;
- iv) To obtain and circulate information that will facilitate the achievement of the objectives of the Conference of Regulators;
- v) To prepare the annual budget of WATRA
- vi) To collect, disburse and account for the funds of WATRA as set out in this Constitution or by such directives of the Conference of the Regulators.
- vii) To perform or execute other functions and duties as may be assigned to it by this Constitution, the Conference of Regulators, or the Council of Regulators for the achievement of the objectives and operations of WATRA:

8.3 The Executive Secretary is elected for a term of three (3) years which may be renewed once by the Conference of Regulators at its Annual General Assembly



8.4 The Executive Secretary is the head of the Executive Secretariat of WATRA and shall be responsible for its day to day administration

8.5 The Executive Secretary shall only be removed from office either on grounds of having committed a major malpractice as set out in the Staff Regulation Manual or inability to perform his/her functions, and such decision shall be made by the Conference of Regulators.

#### **Secretariat Administrative Staff**

8.6 The Executive Secretary shall be assisted in the implementation of its functions by administrative staff whose composition, designation and recruitment process shall be determined by the Council of Regulators.

#### **Seat of The Executive Secretariat**

8.7 The seat of the Executive Secretariat shall be the seat of WATRA

### **ARTICLE 9: Committees**

9.1 The Conference of Regulators may establish one or more Committees to perform specific assignments.

9.2 The Council of Regulators shall specify the Terms of Reference of the Committees.

9.3 The reports of Committees shall be presented to the Conference of Regulators;

9.4 The Committees shall be dissolved by the Conference of Regulators;



## **ARTICLE 10: Financial Provisions**

- 10.1** Members shall make a yearly financial contribution towards the activities and operations of WATRA, the said contribution shall be prescribed by the Conference of Regulators.
- 10.2** Observers shall make a yearly financial contribution towards the running and maintenance of WATRA, the said contribution shall be prescribed by the Conference of Regulators.
- 10.3** The Executive Secretariat shall, at most three (3) months before every Annual General Meeting, prepare and submit to Council of Regulators a draft budget estimate showing the recurrent budgetary requirements and the projected capital expenditure of WATRA for the next financial year as well as the projected revenue based on the expected contribution and other projected income.
- 10.4** The Council of Regulators shall review the draft budget and the Chairman shall subsequently present the draft budget to the Conference of Regulators for final approval.
- 10.5** The financial year of WATRA shall start on the 1<sup>st</sup> of January and end on the 31<sup>st</sup> of December of each calendar year.
- 10.6** The financial contributions and funds collected by the Executive Secretariat shall be deposited in different Financial Institutions as may be approved by the Council of Regulators.

## **ARTICLE 11: Sanctions for default of payment of Dues**

- 11.1** The Conference of Regulators shall impose sanctions on Members who default in the payment of their annual dues, except in the instance of force majeure
- 11.2** Sanctions that may be imposed on a defaulting member shall be the following: warning, withdrawal of voting rights, suspension of membership and termination of membership.



## **ARTICLE 12: Audit**

- 12.1 A reputable auditing firm with a registered office within the territory of members, following competitive bidding, shall be appointed by the Conference of Regulators to audit the financial accounts of WATRA. The said auditing firm shall be appointed for a term of three (3) years and shall be eligible for reappointment for another term only .
- 12.2 The said auditing firm shall audit the financial statements and activities of WATRA at the end of every financial year and present their financial report to the Conference of Regulators at their Annual General Meeting.

## **ARTICLE 13: Costs and Logistics of Meetings of WATRA Institutions**

- 13.1 Each member shall bear the cost of its attendance to WATRA Meetings.
- 13.2 The cost of holding meetings at the headquarters of WATRA shall be borne by WATRA, except when the meeting is organised by the member hosting the headquarters of WATRA.
- 13.3 Any member hosting a meeting of WATRA shall bear the cost of logistics

## **ARTICLE 14: Civil Liability**

Employees of WATRA shall be indemnified against any civil liability incurred in the exercise of their duties.

## **ARTICLE 15: Settlement of Disputes**

- 15.1 Any dispute arising from the application of this Constitution shall be referred to the Conference of Regulators at the General Meeting. The dispute shall be resolved by a decision supported by a two-third majority of members present or by a simple majority if the number of members is not divisible by three (3), provided that the notice of the dispute therein is given to members three (3) months prior to the General Meeting
- 15.2 An Extraordinary General Meeting shall be held immediately to settle disputes in emergency circumstances.





**ARTICLE 16: Residual Powers**

All powers not specifically assigned in this Constitution shall be exercised by the Conference of Regulators.

**ARTICLE 17: Amendment of The Constitution**

This Constitution shall be amended by a resolution taken in an Extraordinary General Meeting supported by a two-third (2/3) majority of members present or represented, provided that members are notified of the draft modified Constitution at least one (1) month prior to the date of the Extraordinary General Meeting.

**ARTICLE 18: Interpretation of The Constitution**

Any question relating to the interpretation of this Constitution shall be settled by the Conference of Regulators supported by a two-thirds (2/3) majority of the members present or represented.

**ARTICLE 19: Language of WATRA**

WATRA shall have three (3) working languages: French, English and Portuguese.

**ARTICLE 20: Dissolution of WATRA**

20.1 WATRA shall be dissolved by a resolution passed by a two-third (2/3) majority of members present or represented at an Extraordinary General Meeting, provided that a notice of motion for dissolution shall be given to members six (6) months prior to the date of the Extraordinary General Meeting.

20.2 The resolution for the dissolution of WATRA shall determine the terms and conditions for the disposal of the assets and liabilities of WATRA

**ARTICLE 21: Commencement**

This Constitution shall be adopted by the Conference of Regulators.

It shall come into force following the execution by at least eight (8) members,

**ARTICLE 22: Depository**

This Constitution shall be deposited with the Executive Secretariat who shall transmit certified copies thereof to all members.



**ARTICLE 23: Transitional Provisions**

The provisions of the Constitution of 2002 shall remain in force until this Constitution comes into force.

**ARTICLE 24: Repeal**



**24.1** The Constitution of 2002 is hereby repealed and replaced by this Constitution.

**24.2** Notwithstanding the repeal under Article 24.1, all actions and decisions made under the repealed Constitution of 2002 are saved.



**IN FAITH WHEREOF, WE THE REPRESENTATIVES OF OUR RESPECTIVE REGULATORS, HAVE  
ENDORSED THIS CONSTITUTION THE YEAR AND DATE SET OPPOSITE OUR NAMES**

**IN SINGLE ORIGINAL IN THE ENGLISH, FRENCH AND PORTUGUESE  
LANGUAGES, ALL TEXTS BEING EQUALLY AUTHENTIC**

COUNTRY		Full Names of Representatives	Signature	Date
Bénin				
Burkina Faso				
Cabo Verde				
République de Côte d'Ivoire				
Republic of The Gambia				
Republic of Ghana				
République de Guinée				
República da Guiné-Bissau				
Republic of Liberia				
République du Mali				
République islamique de Mauritanie				
République du Niger				
Federal Republic of Nigeria				
République du Sénégal				
Republic of Sierra Leone				
République togolaise				

