

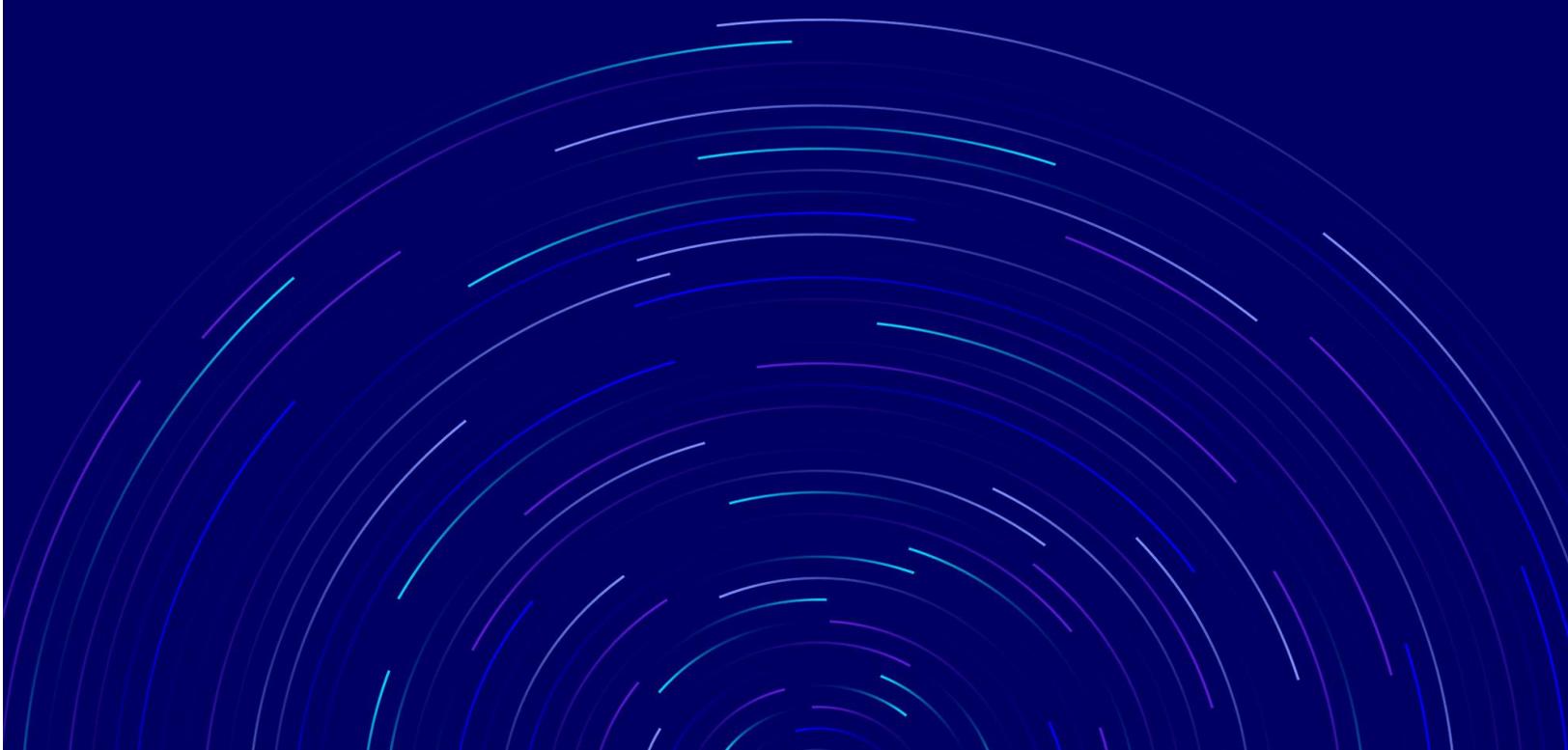


هيئة الاتصالات والفضاء والتقنية
Communications, Space &
Technology Commission

Guiding Framework for the Governance of Advisory Groups Program

First Edition

February 2022



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Introduction

The Communications, Space & Technology Commission (CST) is the authority responsible for regulating the communications and technology sector in the Kingdom of Saudi Arabia. This responsibility is governed by The Communications, Space & Technology Commission Ordinance and the Communications Act, issued by Royal Decree No. (M/12) dated 12/3/1422 AH, and its Executive Regulations.

Based on Clause (Seventh) of the Council of Ministers' Decision No. (292) dated 27/4/1441 AH, which affirms the continued regulation of information technology by the Ministry of Communications and Information Technology (MCIT) and CST, and pursuant to Article 3 of the Ordinance, CST is tasked with monitoring developments in the information technology sector, encouraging investment, manufacturing services, training human resources, and protecting user interests.

Based on the shared objectives uniting entities operating in the information technology and emerging technologies market regarding the challenges they face both locally and internationally, CST issued this guideline to explain the Advisory Group Program, which aims to enhance and develop the IT and emerging technologies sector, fostering growth and stability.¹

¹ In case of any discrepancy or conflict between the Arabic and English versions of this document, the Arabic version shall prevail.

First: Definitions

The words and phrases used in the Communications Act, its bylaws, and the CST Ordinance carry the same meaning in this document. The following words and phrases shall also have the meanings specified below:

1-1 Advisory Groups Program: A program launched by MCIT and CST to promote sustainable communication and collaboration between stakeholders, enabling growth and development in the IT and emerging technologies sector in the Kingdom. The advisory groups consist of three main categories:

- 1) **IT and Emerging Technology Entities (Entities):** Service providers operating in the IT and emerging technology sector with a commercial registration in the Kingdom, including local and global providers (Supply), such as Microsoft, HPE, Oracle, MIS, Naseej, SBM, etc.
- 2) **Major IT Service Users:** Large consumers (procurement) of IT services, such as ministries, banks, and energy companies (Demand), such as Ministry of Health, Ministry of Education, Aramco, Public Investment Fund, etc.
- 3) **Supporting Entities (Agencies):** Partner government agencies aiming to develop the IT and emerging technology sector, such as Saudi Data and AI Authority, The Small and Medium Enterprises General Authority, etc.

1-2 Supervisory Committee: A committee that oversees the program's activities, consisting of representatives from MCIT at the Deputy Minister level, CST at the Deputy Governor level, and

the Chairperson of the National ICT Committee from the Saudi Chambers. The Chair of the Executive Committee serves as the Secretary.

- 1-3 **Executive Committee:** Responsible for managing operational aspects of the program and implementing directives from the Supervisory Committee. Its members are appointed by the Supervisory Committee. The Executive Committee, in turn, establishes (permanent and temporary) working teams in coordination with the member groups.
- 1-4 **Permanent Working Teams:** Teams formed from Executive Committee members to carry out specific tasks as directed by the Executive Committee.
- 1-5 **Temporary Working Teams:** Teams nominated by advisory group members to address specific issues, with nominations approved by the Executive Committee Chair. The Chairperson of the Executive Committee is also responsible for defining the tasks, responsibilities, and work plan of the team in coordination with its members.
- 1-6 **Expert:** An individual invited to attend meetings to provide specialized knowledge or consultation.
- 1-7 **Agenda:** A document that outlines, clarifies, and organizes the sequence of topics for presentation and discussion during meetings.
- 1-8 **Majority Vote:** A decision supported by more than half of the present members on a specific topic or recommendation, excluding abstentions, at a legally quorate meeting. In the event of a tie, the vote of the Executive Committee Chair prevails.

- 1-9 **Legal Quorum:** The minimum number of members required to commence a meeting, representing 50% of the total members.

Second: Objectives of the Advisory Group Program

The program aims to:

- 2-1 Establish a sustainable and primary point of communication for consultation and feedback between entities and major IT service users, representing market interests.
- 2-2 Contribute to balancing and developing supply and demand within the IT and emerging technology market.
- 2-3 Encourage investment in the IT and emerging technology sector, increase transparency, and promote competitiveness.
- 2-4 Monitor and capitalize on technological advancements in the field of information technology.
- 2-5 Develop the IT and emerging technology sector, enhancing service efficiency through studies and information from group members. This includes discussing technological advancements, legislation, and other relevant changes as they arise.
- 2-6 Strengthen the role of corporate social responsibility in the sector.

Third: Joining Advisory Group

- 3-1 Participation in advisory groups is voluntary for entities, agencies, and major IT service users.

- 3-2 Entities are nominated for membership in advisory groups through the National ICT Committee at the Saudi Chambers. The Supervisory Committee approves or rejects the nomination.
- 3-3 Entities may apply for membership in advisory groups by submitting a nomination request to the National ICT Committee at the Saudi Chambers.
- 3-4 Entities must be officially registered in the Kingdom and listed on the CST platform for IT and emerging technology companies (ManassaTech).
- 3-5 The Supervisory Committee nominates a group of major users of IT services and agencies to join the advisory groups. These groups, in turn, nominate representatives to advisory groups to represent key sectors in the IT and emerging technology market, including – but not limited to – the government sector, financial sector, energy sector, and telecommunications sector.
- 3-6 The Supervisory Committee may revoke the membership of any entity, agency, or major user of IT services from advisory groups and replace them if they violate any provisions of this document.
- 3-7 The member, representing organizations and major users of information technology services, is required to engage, participate, and provide substantial contributions to the program, as well as comply with the provisions of this document throughout the duration of their membership.

Fourth: Organizational Structure of the Advisory Group Program

The organizational structure consists of the following:

- 4-1 The Supervisory Committee

4-2 Executive Committee.

4-3 Advisory Group Members.

4-4 Permanent and temporary teams, which are formed by the Executive Committee

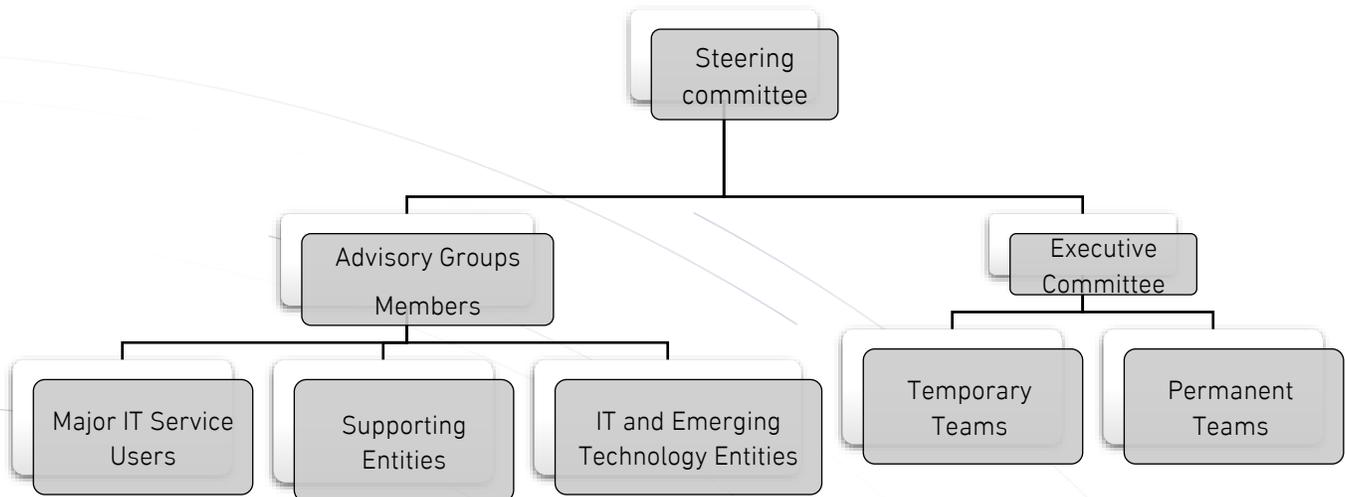


Figure 1: Organizational Structure of the Program

Fifth: Topics and Proposals

5-1 All proposals and challenges (topics) are submitted by the working teams to the Executive Committee, which in turn reviews the topics and escalates those requiring decisions to the Supervisory Committee for resolution.

5-2 Topics submitted to the Executive Committee must include a sufficient description with supporting documents, covering the nature of the issues presented, existing practices at the local, regional, and international levels, an analysis of the current situation, and proposed changes.

Sixth: Meetings

Meetings for Advisory Group Members

- 6-1 Meetings with members are held periodically or as needed.
- 6-2 Members are required to attend advisory group meetings. A member may delegate a representative to attend meetings and vote on their behalf, provided that the representative is at the same or higher functional level, with prior notification to the Executive Committee.
- 6-3 The Executive Committee may invite one or more experts to participate in the meetings.
- 6-4 The Executive Committee monitors member engagement during meetings and submits periodic engagement reports to advisory group members and the Supervisory Committee .

Meetings for Permanent and Temporary Teams:

- 6-5 The teams hold their meetings as needed, and the Chair of the Executive Committee or their delegate calls for these meetings.
- 6-6 All team members must commit to attending meetings.
- 6-7 Teams may invite any expert to participate in meetings after obtaining approval from the Chair of the Executive Committee.
- 6-8 Discussions must be conducted with a high level of professionalism and in an organized manner. For flexibility, they may include, as needed and with the members' agreement, any topics not listed on the agenda .
- 6-9 For the meeting to be valid, the majority of the team members must be present .

Agenda for Advisory Group Members' Meetings, Meeting Minutes, and Reports

- 6-10 The agenda is approved by the Chair of the Executive Committee and must include all the topics that will be discussed in the meeting .
- 6-11 Advisory group members must notify the Executive Committee in writing of the topics they believe will contribute to achieving the desired objectives of the meetings. The Executive Committee must consider the proposed topics when approving the agenda and before sending it to the members, provided that the request is submitted no less than ten (10) working days before the meeting.
- 6-12 The Executive Committee must send the approved agenda, along with the documents to be discussed in the meeting, to all members no less than five (5) working days before the meeting.
- 6-13 The Executive Committee must prepare meeting minutes after each meeting, documenting the meeting number, date, location, names of attendees, and all topics discussed.
- 6-14 The Executive Committee must send the minutes of the advisory group meeting to all members within no more than five (5) working days after the meeting, using the approved method. This must be done before the minutes are approved by the Supervisory Committee. Members must provide their comments and feedback to the Executive Committee within five (5) working days of receiving the minutes. If no comments or feedback are provided within the specified period, the minutes will be considered approved .

6-15 The Executive Committee must store and archive all reports and meeting minutes in a manner that ensures easy access and retrieval.

Seventh: Tasks and Responsibilities

7-1 Tasks and Responsibilities of the Supervisory Committee

- 7-1-1 Supervise team and Executive Committee meetings and ensure that advisory group members carry out their tasks and adhere to the assigned procedures.
- 7-1-2 Review the minutes of Executive Committee and other team meetings, as well as their agendas.
- 7-1-3 Review the recommendations submitted by advisory group members and take them into consideration when making decisions, as deemed appropriate by the Ministry and the Commission.
- 7-1-4 Provide the teams with documents related to their work upon request.
- 7-1-5 Suspend or terminate the advisory group program upon the occurrence of certain indicators as deemed appropriate (such as the completion, achievement, or fulfillment of specific targets and initiatives, or reaching a certain level of market maturity).
- 7-1-6 Appoint advisory group members.
- 7-1-7 Form the structure of the Executive Committee and appoint its Chair.

- 7-1-8 Terminate the membership of representatives in the teams if the member's authority decides to replace them or in the event of their resignation.
- 7-1-9 Provide general guidance to members regarding common issues faced by the information technology and emerging technologies sector in the Kingdom of Saudi Arabia.
- 7-1-10 Monitor the work of the Executive Committee and evaluate its performance to ensure its effectiveness and achievement of the desired objectives.
- 7-1-11 Review and propose any amendments to this document and develop it as needed.
- 7-1-12 Approve the strategic plan and the annual report prepared by the Executive Committee.

7-2 Tasks and Responsibilities of the Executive Committee:

- 7-2-1 Execute the directives of the Supervisory Committee and assist the teams in carrying out their tasks.
- 7-2-2 Prepare the executive plan for the advisory group program and submit it to the Supervisory Committee for approval.
- 7-2-3 Establish work teams and appoint their members and leaders.
- 7-2-4 Restructure the teams as needed, with a commitment to notify the Supervisory Committee.
- 7-2-5 Evaluate and monitor team performance periodically to ensure their effectiveness, and submit regular performance reports to the Supervisory Committee.

- 7-2-6 Review the topics submitted by the teams before presenting them to the Supervisory Committee for recommendations.
- 7-2-7 Prepare a comprehensive annual report accompanied by all necessary documents and materials, and provide it to the Supervisory Committee. This report must include, at a minimum, the key recommendations of the Executive Committee, the number of meetings held during the year, the names of the teams, their key achievements, and the progress of initiative implementation. The report must ensure clarity and accuracy.
- 7-2-8 Make the necessary arrangements for meetings, coordinate the proposed topics for the agenda, and obtain approval from the Supervisory Committee. The Executive Committee is responsible for sending the approved agenda, along with the documents to be discussed in the meeting, to all advisory group members.
- 7-2-9 Prepare the meeting minutes, approve them, and send them to the advisory group members.
- 7-2-10 Store and archive all reports and meeting minutes in a manner that ensures easy access and retrieval, ensuring this is done electronically.
- 7-2-11 Carry out any task within the scope of the advisory groups' work as requested or assigned by the Supervisory Committee.

7-3 Tasks and Responsibilities of Advisory Group Members

- 7-3-1 Attend the periodic meetings of the advisory groups.
- 7-3-2 Participate in the topics and challenges presented, propose innovative regulatory and developmental initiatives under the Ministry and Commission's umbrella or those impacting the information technology and emerging technologies sector in the Kingdom, and provide feedback on and develop the strategies and initiatives proposed by the Ministry and Commission.
- 7-3-3 Participate in task forces emerging from the program and hold membership in specialized joint task forces that may be established to activate, implement, and measure the indicators and impact of initiatives on the market. Additionally, present the challenges and difficulties faced by entities and organizations in the sector.
- 7-3-4 Monitor and stay informed about all developments in the information technology and emerging technologies sector, including relevant regulations and any changes made by the Commission or other related regulatory bodies, institutions, and entities, as well as international developments .
- 7-3-5 Commit to a high level of professionalism by actively participating in discussions during meetings.
- 7-3-6 Share success stories and best practices, as well as provide insights and roadmaps on the latest global technological advancements from member organizations.

- 7-3-7 Encourage global organizations to participate in raising awareness and motivating their partners to implement the initiatives and regulations adopted by the Commission or the Ministry.
- 7-3-8 Contribute to the development of local content and the achievement of its objectives .
- 7-3-9 Provide support for proposed initiatives and contribute to their success.
- 7-3-10 Perform any other tasks assigned by the Supervisory Committee or the Executive Committee to any of the members.

7-4 Tasks and Responsibilities of Advisory Group Working Teams

- 7-4-1 Discuss topics and related issues, with proposals submitted to the Executive Committee for review and necessary action.
- 7-4-2 Carry out all tasks assigned by the Executive Committee and regularly report on the progress of work to the Executive Committee.
- 7-4-3 The team leader must communicate with the Executive Committee and follow up on tasks, as well as provide the committee with all recommendations, reports, and other relevant documents.

Eighth: General Provisions

- 8-1 Members are obligated to maintain the confidentiality of information, data, and reports obtained through the implementation of this document and not to disclose or share them with third parties without prior written approval from the Ministry and the Commission. By agreeing to this document, members acknowledge the applicability of the Penal Code for the Publication and Disclosure of Classified Documents and Information to any information exchanged through the implementation of its provisions. It is also important to note that this document serves as a guideline, and the Commission or the Ministry shall not be held responsible for any failure by the groups to fulfill their tasks and responsibilities outlined in these guidelines.
- 8-2 Decisions issued by the Supervisory Committee or the Executive Committee shall not be considered binding regulatory decisions for the sector. Rather, they serve as advisory studies for the Ministry and the Commission. The Ministry and the Commission have the discretion to consider these studies when making decisions related to the sector, in accordance with their respective mandates.
- 8-3 These guidelines are reviewed periodically and amended as necessary, with members notified of any changes.
- 8-4 Any disputes between members regarding the implementation of these guidelines shall be resolved amicably.



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