NBA82

STATUTES
of the
INTERNATIONAL CENTRE FOR GENETIC ENGINEERING AND BIOTECHNOLOGY

UNITED NATIONS

1983

STATUTES

of the

INTERNATIONAL CENTRE FOR GENETIC ENGINEERING AND BIOTECHNOLOGY

PREAMBLE

THE STATES, PARTIES TO THE PRESENT STATUTES

Recognizing the need for developing and applying peaceful uses of genetic engineering and biotechnology for the benefit of mankind,

Urging that the potential of genetic engineering and biotechnology should be utilized to contribute to solving the pressing problems of development, particularly in the developing countries,

Being aware of the need for international co-operation in this field, particularly in research, development and training,

Emphasizing the urgency of strengthening the scientific and technological capabilities of developing countries in this field,

Recognizing the important role that an International Centre would play in the application of genetic engineering and biotechnology for development,

Bearing in mind that the High-Level Meeting held on 13-17 December 1982 in Belgrade, Yugoslavia, recommended that an International Centre for Genetic Engineering and Biotechnology of high excellence be established soonest possible, and

Recognizing the initiative taken by the Secretariat of UNIDO for the promotion and the preparation of the establishment of such a Centre,

HAVE AGREED as follows:

Article 1

Establishment and Seat of the Centre

1. An International Centre for Genetic Engineering and Biotechnology (hereinafter referred to as "the Centre") is hereby established as an international organization comprising a centre and a network of affiliated national, sub-regional and regional centres.

2. The Centre shall have its seat at .....

Article 2

Objectives

The objectives of the Centre shall be:

(a) To promote international co-operation in developing and applying peaceful uses of genetic engineering and biotechnology, in particular for developing countries;

(b) To assist developing countries in strengthening their scientific and technological capabilities in the field of genetic engineering and biotechnology;

(c) To stimulate and assist activities at regional and national levels in the field of genetic engineering and biotechnology;

(d) To develop and promote application of genetic engineering and biotechnology for solving problems of development, particularly in developing countries;

(e) To serve as a forum of exchange of information, experience and know-how among scientists and technologists of Member States;

(f) To utilize the scientific and technological capabilities of developing and developed countries in the field of genetic engineering and biotechnology; and

(g) To act as a focal point of a network of affiliated (national, sub-regional and regional) research and development centres.

Article 3
Functions

Towards the fulfilment of its objectives, the Centre shall generally take necessary and appropriate action, and in particular shall:

(a) Carry out research and development including pilot-plant activities in the field of genetic engineering and biotechnology;

(b) Train at the Centre and arrange the training elsewhere of scientific and technological personnel, particularly from developing countries;

(c) Provide, upon request, advisory services to Members to develop their national technological capacity;

(d) Promote interaction between the scientific and technological communities of the Member States through programmes to enable visits of scientists and technologists to the Centre, and through programmes of associateship and other activities;

(e) Convene expert meetings to strengthen the activities of the Centre;

(f) Promote networks of national and international institutions as appropriate to facilitate activities such as joint research programmes, training, testing and sharing of results, pilot-plant activities, information and material exchange;

(g) Identify and promote without delay the initial network of highly qualified research centres to serve as Affiliated Centres, promote existing national, sub-regional, regional and international networks of laboratories, including those associated with the organizations mentioned in Article 15, active in or related to the field of genetic engineering and biotechnology to serve as Affiliated Networks, as well as promote the establishment of new highly qualified research centres;

(h) Carry out a programme of bio-informatics to support in particular research and development and application for the benefit of developing countries;

(i) Collect and disseminate information on fields of activities of concern to the Centre and the Affiliated Centres;

(j) Maintain close contacts with industry.

Article 4
Membership

1. Members of the Centre shall be all States that have become parties to these Statutes in accordance with Article 20 thereof.

2. Founding Members of the Centre shall be all Members that have signed these Statutes before their entry into force in accordance with Article 21 thereof.

Article 5
Organs

1. The organs of the Centre shall be:

   (a) The Board of Governors,

   (b) The Council of Scientific Advisers,

   (c) The Secretariat.

2. Other subsidiary organs may be established by the Board of Governors in accordance with Article 6.

Article 6
Board of Governors

1. The Board of Governors shall consist of a representative of each Member of the Centre, and serving in an ex officio capacity without the right to vote, the Executive Head of UNIDO or his representative. In nominating their representatives, Members shall pay due regard to their administrative capability and scientific background.

2. In addition to exercising other functions specified in these Statutes, the Board shall:

   (a) Determine the general policies and principles governing the activities of the Centre;

(b) Admit the new Members to the Centre;

(c) Approve the work programme and the budget after having taken into account the recommendations of the Council of Scientific Advisers, adopt the financial regulations of the Centre and decide on any other financial matter, particularly the mobilization of resources for the effective operation of the Centre;

(d) Grant, as a matter of the highest priority, on a case-by-case basis the status of an Affiliated Centre (national, sub-regional, regional and international) to research centres of Member States that fulfil accepted criteria of scientific excellence, and of an Affiliated Network to national, regional and international laboratories;

(e) Establish, in accordance with Article 14, rules which regulate patents, licensing, copyrights and other rights to intellectual property, including the transfer of results emanating from the research work of the Centre;

(f) Upon recommendation of the Council, take any other appropriate action to enable the Centre to further its objectives and carry out its functions.

3. The Board shall hold a regular session once a year, unless it decides otherwise. Regular sessions shall be held at the seat of the Centre unless otherwise determined by the Board.

4. The Board shall adopt its own rules of procedure.

5. A majority of the Members of the Board shall constitute a quorum.

6. Each Member of the Board shall have one vote. Decisions shall be made preferably by consensus, otherwise by a majority of the Members present and voting, except that decisions on the appointment of the Director, programmes of work and the budget shall be made by a two-thirds majority of the Members present and voting.

7. Representatives of the United Nations, the specialized agencies and the International Atomic Energy Agency, as well as of intergovernmental organizations and non-governmental organizations may, upon invitation of

the Board, participate as observers in its deliberations. For this purpose, the Board shall establish a list of organizations that have relationship with and have expressed interest in the work of the Centre.

8. The Board may establish subsidiary organs on a permanent or ad hoc basis, as may be necessary for the effective discharge of its functions, and shall receive reports from such organs.

Article 7
Council of Scientific Advisers

1. The Council shall consist of up to ten scientists and technologists in the substantive fields of the Centre. A scientist from the host State shall be a member of the Council. The members of the Council shall be elected by the Board. Due regard shall be paid to the importance of electing the members on a balanced geographical basis. The Director shall serve as Secretary of the Council.

2. Except for the initial election, the members of the Council shall hold office for a period of three years and be eligible for reappointment for another period of three years. The terms of the members shall be such that not more than one-third be elected at one time.

3. The Council shall elect a chairman from among its members.

4. In addition to exercising other functions specified in these Statutes or delegated to it by the Board, the Council shall:

   (a) Examine the draft work programme and the budget of the Centre and make recommendations to the Board;

   (b) Review the implementation of the approved work programme and make an appropriate report to the Board;

   (c) Elaborate on the medium and long-term prospectives of the Centre's programmes and planning including specialized and new fields of research and make recommendations to the Board;

(d) Assist the Director on all substantive, scientific and technical matters concerning the activities of the Centre, including the co-operation with Affiliated Centres and Networks;

(e) Approve safety regulations for the research work of the Centre;

(f) Advise the Director on the appointment of senior staff (Heads of Departments and above).

5. The Council may constitute ad hoc panels of scientists from Member States for the preparation of specialized scientific reports to facilitate its task of advising and recommending suitable measures to the Board.

6. (a) The Council shall hold a regular session once a year, unless it decides otherwise;

(b) Sessions shall be held at the seat of the Centre, unless otherwise determined by the Council.

7. The Heads of Affiliated Centres and one representative for each Affiliated Network may participate in an observer capacity in the deliberations of the Council.

8. Senior scientific staff may attend the sessions of the Council, if so requested.

Article 8
Secretariat

1. The Secretariat shall comprise the Director and the staff.

2. The Director shall be appointed from among candidates of Member States by the Board after consultation with the Council and shall hold office for a period of five years. The Director may be reappointed for a further period of five years after which he shall not be eligible for reappointment. The Director should be a person of the highest possible standing and respect in the scientific and technological field of the Centre. Due regard shall also be given to the experience of the candidate in the management of a scientific centre and a multidisciplinary team of scientists.

3. The staff shall comprise a Deputy Director, Heads of Departments and other professional, technical, administrative and clerical personnel including manual workers as the Centre may require.

4. The Director shall be the chief scientific/administrative officer and the legal representative of the Centre. He shall act in that capacity at all meetings of the Board and its subsidiary organs. Subject to directives and control of the Board or the Council, the Director shall have the overall responsibility and authority to direct the work of the Centre. He shall perform such other functions as are entrusted to the Director by these organs. The Director shall be responsible for the appointment, organization and functioning of the staff. The Director shall establish a consultation mechanism with senior scientists of the Centre concerning the evaluation of scientific results and current planning of scientific work.

5. In the performance of their duties the Director and the staff shall not seek or receive instructions from any government or from any authority external to the Centre. They shall refrain from any action that might reflect on their position as international officials responsible only to the Centre. Each Member undertakes to respect the exclusively international character of the responsibilities of the Director and the staff and not to seek to influence them in the discharge of their responsibilities.

6. The staff shall be appointed by the Director under regulations approved by the Board. The conditions of service of staff shall conform as far as possible to those of the United Nations common system. The paramount consideration in the employment of the scientific and technical staff and in determining the conditions of service shall be the necessity of securing the highest standards of efficiency, competence and integrity.

Article 9

Affiliated Centres and Networks

1. In pursuance of paragraph 1 of Article 1, sub-paragraph (g) of Article 2 and sub-paragraph (g) of Article 3, the Centre shall develop and promote a system of Affiliated Centres and Affiliated Networks to fulfil the objectives of the Centre.

2. Based on the recommendation of the Council, the Board shall establish the criteria for granting the status of an Affiliated Centre to research centres and decide upon the extent of formal relationship of Affiliated Centres to the organs of the Centre.

3. Based on the recommendation of the Council, the Board shall establish criteria for granting the status of Affiliated Networks to such national, regional and international groups of laboratories of Member States which have special potential for strengthening the activities of the Centre.

4. Upon approval of the Board the Centre shall conclude agreements for establishing relationship with the Affiliated Centres and Networks. These agreements may include, but not be limited to, scientific and financial aspects.

5. The Centre may contribute to the financing of Affiliated Centres and Networks according to a formula approved by the Board in agreement with interested Member States.

Article 10
Financial Matters

1. The financing of the Centre shall in general consist of:

   (a) Initial contributions for launching the Centre;

   (b) Annual contributions by the Members preferably in convertible currency;

   (c) General and special voluntary contributions, including gifts, bequests, subventions and funds in trust from Members, non-member states, the United Nations, its specialized agencies, the International Atomic Energy Agency, the United Nations Development Programme, intergovernmental and non-governmental organizations, foundations, institutions and private persons subject to the approval of the Board;

   (d) Any other sources, subject to the approval of the Board.

2. For financial considerations, least developed countries, as defined by the appropriate resolutions of the United Nations may become Members of the Centre on the basis of more favourable criteria to be established by the Board.

3. The Host State shall make an initial contribution by making available to the Centre the necessary infrastructure (land, buildings, furniture, equipment, etc.) as well as through a contribution to the operating costs of the Centre in the initial years of its operation.

4. The Director shall prepare and submit to the Board through the Council a draft programme of work for the following fiscal period together with the corresponding financial estimates.

5. The fiscal period of the Centre shall be the calendar year.

Article 11
Assessment and Auditing

1. During the first five years the regular budget of the Centre shall be based on the amounts pledged annually by each Member for those five years. After the first five-year period consideration may be given to the possibility of the Board assessing annual contributions each year for the following year on the basis of a formula recommended by the Preparatory Committee which shall take into account the contribution of each Member to the regular budget of the United Nations, based on its most recent scale of assessment.

2. States which become Members of the Centre after 31 December may consider the possibility of a special contribution towards capital expenditure and current operational costs for the year in which they become Members.

3. Contributions made in accordance with the provisions of paragraph 2 of this Article shall be applied in reducing the contributions of other Members unless otherwise decided by the Board by the majority of all Members.

4. The Board shall appoint auditors to examine the accounts of the Centre. The auditors shall submit a report on the annual accounts to the Board through the Council.

5. The Director shall furnish the auditors with such information and assistance as they may require to carry out their duties.

6. States which have to seek approval of these Statutes by their legislative authorities for participating in the Centre and have therefore signed the Statutes ad referendum shall not be obliged to pay a special contribution as foreseen in paragraph 2 of this Article in order to effect their participation.

Article 12
Headquarters Agreement

The Centre shall conclude a headquarters agreement with the Host Government. The provisions of such agreement shall be subject to the approval of the Board.

Article 13
Legal Status, Privileges and Immunities

1. The Centre shall have juridical personality. It shall be fully empowered to discharge its functions and achieve its objectives, including the following:

   (a) To conclude agreements with States or international organizations;

   (b) To award contracts;

   (c) To acquire and dispose of movable and immovable property;

   (d) To initiate legal proceedings.

2. The Centre, its property and assets wherever located shall enjoy immunity from every form of legal process except in so far as in any particular case it has expressly waived its immunity. It is, however, understood that no waiver of immunity shall extend to any measure of execution.

3. All premises of the Centre shall be inviolable. The property and assets of the Centre wherever located shall be immune from search, requisition, confiscation, expropriation and any other form of interference, whether by executive, administrative, judicial or legislative actions.

4. The Centre, its property, assets, income and transactions shall be exempt from all taxation including customs duties, prohibitions and restrictions on imports and exports in respect of articles imported or exported by the Centre for its official use. The Centre shall also be exempt from any obligation relating to the payment, withholding or collection of any tax or duty.

5. Representatives of the Members shall enjoy such privileges and immunities as are provided for by Article IV of the Convention on Privileges and Immunities of the United Nations.

6. Officials of the Centre shall enjoy such privileges and immunities as are provided for by Article V of the Convention on Privileges and Immunities of the United Nations.

7. Experts of the Centre shall enjoy the same privileges and immunities as are provided for officials of the Centre in paragraph 6 hereinbefore.

8. All persons undergoing training or taking part in a scheme for the exchange of personnel at the headquarters of the Centre or organized elsewhere within the territory of the Members in pursuance of the provisions of these Statutes shall have the right of entry into sojourn, or exit as is necessary for the purpose of their training or the exchange of personnel. They shall be granted facilities for speedy travel and visas where required shall also be granted promptly and free of charge.

9. The Centre shall co-operate at all times with the appropriate authorities of the Host State and other Members to facilitate the proper administration of justice, secure the observance of national laws and prevent the occurrence of any abuse in connection with privileges, immunities and facilities mentioned in this Article.

Article 14
Publications and Rights to Intellectual Property

1. The Centre shall publish all results of its research activities provided such publication does not contravene its general policy regarding rights to intellectual property approved by the Board.

2. All rights, including title, copyright and patent rights, relating to any work produced or developed by the Centre shall be vested in the Centre.

3. It shall be the policy of the Centre to obtain patents or interests in patents on results of genetic engineering and biotechnology developed through projects of the Centre.

4. Access to intellectual property rights concerning the results emanating from the research work of the Centre shall be granted to Members and to developing countries that are not Members of the Centre in accordance with applicable international conventions. In formulating rules regulating access to intellectual property the Board shall not establish criteria prejudicial to any Member or group of Members.

5. The Centre shall use its patent and other rights, and any financial or other benefits associated herewith, to promote, for peaceful purposes, the development, production and wide application of biotechnology, predominantly in the interest of developing countries.

Article 15
Relations with other Organizations

In undertaking activities and in pursuance of its objectives, the Centre may with the approval of the Board seek as appropriate co-operation with other States not parties to these Statutes, the United Nations and its subsidiary organs, the specialized agencies of the United Nations and the International Atomic Energy Agency, governmental and non-governmental organizations, national scientific institutes and societies.

Article 16
Amendments

1. Any Member may propose amendments to the Statutes. Texts of proposed amendments shall be promptly communicated by the Director to all Members and shall not be considered by the Board until ninety days after the dispatch of such communication.

2. Amendments shall be approved by a two-thirds majority of all Members and shall enter into force for those Members who have deposited instruments of ratification.

Article 17

Withdrawal

Any Member may withdraw at any time after five years of membership upon giving one year's written notice to the Depositary.

Article 18

Liquidation

In case of termination of the Centre the State in which the Centre's headquarters are located, shall be responsible for the liquidation, unless otherwise agreed upon by the Members at the time of termination. Except as otherwise decided by the Members, any surplus shall be distributed among those States which are Members of the Centre at the time of the termination in proportion to all payments made by them from the date of their becoming Members of the Centre. In the event of a deficit, this shall be met by the existing Members in the same proportions as their contributions.

Article 19

Settlement of Disputes

Any dispute involving two or more Members concerning the interpretation or application of these Statutes, which is not settled through negotiations between the parties concerned or, if needed, through the good offices of the Board, shall be submitted, at the request of the disputing parties to any of the means to a peaceful solution provided in the Charter of the United Nations within three months from the date on which the Board states that the dispute cannot be settled through the good offices of the Board.

Article 20

Signature, Ratification, Acceptance and Accession

1. These Statutes shall be open for signature by all States at the Meeting of Plenipotentiaries held in Madrid on 12-13 September 1983, and thereafter at United Nations Headquarters in New York until the date of their entry into force in accordance with Article 21.

2. These Statutes shall be subject to ratification or acceptance by signatory States. The appropriate instruments shall be deposited with the Depository.

3. After the entry into force of these Statutes in accordance with Article 21, States that have not signed the Statutes may accede to them by depositing instruments of accession with the Depositary after their request for membership has been approved by the Board.

4. States which have to seek approval of these Statutes by their legislative authorities may sign on an ad referendum basis until the appropriate approval has been obtained.

Article 21
Entry into Force

1. These Statutes shall enter into force when at least 24 States, including the Host State of the Centre, have deposited instruments of ratification or acceptance and, after having ascertained among themselves that sufficient financial resources are ensured, notify the Depositary that these Statutes shall enter into force.

2. For each State acceding to these Statutes, these Statutes shall enter into force on the 30th day after deposit by such State of its instrument of accession.

3. Until the entering into force of the Statutes in accordance with paragraph 1 hereinbefore, they shall be applied provisionally upon signature within the limits allowed by national legislation.

Article 22
Depositary

The Secretary-General of the United Nations shall be the Depositary of these Statutes and shall send the notifications he issues in that capacity to the Director as well as to the Members.

Article 23

Authentic Texts

These Statutes shall be authentic in Arabic, Chinese, English, French, Russian and Spanish.

IN WITNESS WHEREOF the undersigned Plenipotentiaries being duly authorized by their respective Governments thereto, have signed the present Statutes:

Done at Madrid this thirteenth day of September one thousand nine hundred and eighty three, in a single original.