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**Item No. 20 on the Agenda: Preparation of the Work Programme for the  
2006/2008 triennium**

(memorandum prepared by the UNIDROIT Secretariat)

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| <b>Summary:</b>            | <i>Cf. paras. 1, 4-7, 13, 15-17, 19, 22, 24-25, 27</i>     |
| <b>Action to be taken:</b> | <i>Recommendations to be submitted to General Assembly</i> |
| <b>Related document:</b>   | <i>C.D.(84) 4 rev.</i>                                     |

**I. INTRODUCTION**

1. The Work Programme's functions are threefold. Firstly, it indicates the Governing Council's recommendations and member Governments' decisions as to which areas of law merit scientific analysis with a view to drawing up conventions and other types of instruments. Secondly, it defines UNIDROIT's profile and identity within the broader context of the private-law formulating agencies and their activities. Thirdly, the Work Programme as adopted by the General Assembly reflects member Governments' evaluation of proposals submitted, their willingness to place the required funds at the Organisation's disposal and the priorities various proposals and activities are to be accorded.

2. While short-term by definition the triennial Work Programme has long-term and, therefore, strategic implications and objectives. It defines both the length and the direction of the next step into the Organisation's future. At the same time, it is built on and ought to take full advantage of past achievements.

3. This document is based on informal consultations with representatives of Governments, sitting and former members of the Governing Council, members of Study Groups, industry, members of the bar and the bench in various countries as well as the Institute's academic constituency.

4. There is wide agreement that UNIDROIT, over the past decade, has acquired a clear and distinct profile in the areas of credit, finance and securities, general contract law as well as, albeit only in exceptional cases, non-trade related private-law. Moreover, as has been stated at the joint brainstorming sessions and the Governing Council's 83<sup>rd</sup> session, UNIDROIT, not least due to its track record as an unpolitical body with almost unparalleled freedom to adjust its procedural rules and working methods to the specificities of each individual project, need not to be afraid of taking up work on transactional commercial law in demanding and politically sensitive areas straddling where necessary and appropriate the border line with regulatory law.

The Secretariat would submit that it is this profile which must be maintained and further sharpened and this reputation and the trust expressed by the Organisation's constituencies on which UNIDROIT's future is to be built.

5. By contrast, the Organisation's staff is too small to take on work which can be equally well, or better, carried out in other fora both at the regional level and worldwide.

6. All Governments who have communicated their views in this regard concur that the recently developed co-ordination mechanisms, designed to avoid competition, overlap and duplication and to strengthen co-operation between the three private-law formulating agencies (Hague Conference on Private International Law, UNIDROIT, UNCITRAL) ought to be reflected in the Work Programme.

7. In particular non-member Governments with whom the Secretariat discusses the possibility to accede to the UNIDROIT Statute but also a number of member Governments have repeatedly explained that the, in their view, exceedingly long gestation periods for projects pose increasingly problems, not least problems of staffing delegations and of securing support from industry. It is submitted that, to the extent possible, this issue must be addressed in the formulation of future Work Programmes.

## II. Status of Projects

8. The Principles of International Commercial Contracts 2004 and the Principles of Transnational Civil Procedure having been adopted at the Council's 83<sup>rd</sup> session, the status of the remaining projects is the following.

- The preliminary draft Protocol to the Cape Town Convention on International Interests in Mobile Equipment on Matters Specific to Railway Rolling Stock is awaiting adoption by a Diplomatic Conference. The Secretariat and the Secretariat of the co-sponsoring Organisation OTIF are currently working based on the assumption that the Conference will be held in early 2006.
- The preliminary draft Protocol on Matters Specific to Space Assets will require another two sessions of the Committee of Governmental Experts before transmitting it to a Diplomatic Conference. It is hoped that at least one more session can be held in 2005. The future of this project largely depends on the Secretariat's being able to secure substantial additional funding for the Space Working Group, the advisory panel co-ordinated by Mr Peter Nesgos.
- The preliminary draft Convention on Harmonised Substantive Rules on Securities Held with an Intermediary will be before a Committee of Governmental Experts to be held from 9 to 20 May 2005. It is realistic to anticipate that another two sessions will be required before transmitting it to a Diplomatic Conference for adoption. Consequently, the draft Convention will continue to be work in progress until the first half of 2007.

9. No funding having become available for the various items on the reserve list (cf. Annex I) these items have not advanced any further.

10. Among the non-legislative activities which are considered part of the Work Programme (publications, legal co-operation, library, research-scholarship programme) the Secretariat's co-ordinating role in the preparation of a uniform contract law based on the Principles of International Commercial Contracts for the *Organisation pour l'Harmonisation en Afrique du Droit des Affaires* (OHADA) merits to be specifically mentioned because the governing bodies of that Organisation formally requested that UNIDROIT take on this responsibility for another law reform project.

### III. Staff Resources

11. The professional staff (Research Officers) currently serving on the Secretariat and regularly funded out of the Institute's budget are four including the Principal Research Officer. The latter who, due to lack of funds required for hiring a full-time successor to the retired Deputy Secretary-General and at the request of the President has taken on the responsibilities of a Deputy Secretary-General *ad interim*, under these circumstances, will be able to devote 15-25% of his time to the legislative activities. While one other Research Officer is supporting the Institute's legislative work on special occasions such as Diplomatic Conferences and Committees of Governmental Experts as well as routine translation of documents, on average 80% of her time is devoted to the complementary outreach activities. Another Research Officer, after completion of the 1999 Guide and the 2002 Model Law on franchising, including its subsequent translation into Spanish, devoted on average 80% of her time to the development of the UNILAW data base. The foundations for that data base, one important branch of the *UNIDROIT Information Centre*, having been laid it is now possible to reverse the ratio so as to make 80% of that officer's working time available for legislative activities. In sum and on average, 2.20 units of professional staff funded out of the Institute regular budget are at the Secretariat's disposal for the carrying out of the legislative part of the Work Programme.

12. Apart from professional staff within the Institute's organigramme the following resources are currently available:

Firstly, one officer on a 2 to 3 year contract funded from extra-budgetary contributions from four member States specifically assigned to the depositary functions under the Cape Town Convention.

Secondly, one officer seconded by the Government of the United Kingdom for one year (2005).

Thirdly, one officer funded from a donation by the German Banking Federation and whose contract expires at the end of 2005.

Fourthly one consultant whose lump-sum remuneration, currently under a fixed-term contract expiring in 2006, is funded out of the regular budget.

Fifthly, for several years now a young lawyer has been placed at the disposal of the Secretariat by the French Government for a period of 12 months, which is renewable, under the "volontaires internationaux" programme. The contract of the person currently with the Secretariat under this programme is due to come to an end at the end of September 2005.

It follows that during the triennial Work Programme cycle 2006-2008, in addition to the regular budgeted staff resources (*supra* para.11) only the consultant will be at the Secretariat's disposal provided that funding will continue to be available under the respective chapter of the budget.

13. In conclusion, the Secretariat would submit that the new Work Programme should be based on the conservative estimate of 3.50 units of professional staff (including the consultant) being available for the administration of the Organisation's legislative activities. Any additional resources such as more or longer-term secondments from member Governments, private donations, etc. as well as the Secretary-General's own contribution to the legislative work should be invested in shortening gestation periods and promoting adopted instruments.

### IV. Allocation of Resources

14. It is anticipated that the preparation of the Diplomatic Conference for the adoption of the Rail Protocol (*supra* para.8) during the first half of 2006 will absorb the time of up to 1.50 units of professional staff, depending on the venue. Assuming that the consultant will be fully assigned to future work on the Contract Principles (cf. *infra* para 18), there will be initially 1.00, later 2.50

units available for the completion of work on the Space Protocol and the draft Convention on Securities Held with an Intermediary, both scheduled for 2007.

## V. Future Work

### 1. Topics agreed

15. The General Assembly, at its 55<sup>th</sup> session (2001), authorised the Secretariat to set up, subject to the availability of the necessary resources, Study Groups on Items 2 to 5 of the capital market project (Item 2=standardized global shares; Item 3=rules capable of enhancing trading in securities on emerging markets; Item 4=delocalised transactions; Item 5=worldwide takeover bids). The Governing Council, at its 83<sup>rd</sup> session, indicated that work on the Principles of International Commercial Contracts ought to continue. With respect to both projects it is therefore only a question of establishing priorities.

16. Another cornerstone of a principled and comprehensive strategy to persuade developing countries to join the efforts for law reform in the multilateral arena is the assurance, repeatedly given by the Institute's organs (cf. most recently Report IBS-doc. Brainstorming Session, April 2003; Strategic Plan – "Horizon 2016" – para. 53), that at least one project geared to the needs of developing countries will feature on the Work Programme at all times.

### 2. Proposals submitted

#### (a) Cape Town Convention

17. At the margins of Committees of Governmental Experts for the preparation of both the Rail and Space Protocols, Government representatives have repeatedly expressed an interest to explore the feasibility and the potential benefits of preparing a fourth protocol on matters specific to asset-based financing of high-end agricultural, construction and mining equipment. The Secretariat would submit that, upon completion of the Space Protocol scheduled for 2007, the acquired expertise in the area of secured transactions in high-value mobile equipment might indeed be brought to fruition in yet another area which moreover would satisfy the criterion identified *supra*, para.16.

#### (b) Principles of International Commercial Contracts

18. Only with respect to this project was the Secretariat able to launch a broad and systematic inquiry, primarily with members of the Working Group(s) that prepared the 1994 and the 2004 editions.

The following new topics were proposed for inclusion in a future edition of the UNIDROIT Principles:

- Unwinding of failed contracts (Hartkamp, Komarov, Crépeau, Date-Bah, Fontaine, Lando, Schlechtriem, Uchida, Dessemontet, Raeschke-Kessler, Zimmermann)
- Illegality (Hartkamp, Crépeau, Date-Bah,<sup>1</sup> Huang, Fontaine, Furmston, Lando, Uchida, Van Houtte, Zimmermann)
- Plurality of debtors and of creditors (Hartkamp, Komarov, Crépeau, Date-Bah, Fontaine, Furmston, Lando, Schlechtriem, Uchida, Dessemontet, Zimmermann)
- Conditions (i.e. "suspensive conditions" or "conditions precedent" and "resolutive conditions" or "conditions subsequent") (Hartkamp, Crépeau, Huang, Fontaine, Lando, Schlechtriem, Uchida, Dessemontet, Zimmermann)

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<sup>1</sup> With special attention to government procurement contracts in conflict with the constitution or the public law of the host country.

- Suretyship and guarantees (Hartkamp, Komarov, Huang, Date-Bah, Lando, Schlechtriem, Uchida, Dessemontet)
- « *L'éthique du contrat au niveau transnational* » (Crépeau,<sup>2</sup> Lando)
- Specific contracts (sales, services, long term contracts) (Lando,<sup>3</sup> Uchida, Zimmermann<sup>4</sup>)
- Alternative obligations (Crépeau, Fontaine)
- Capitalisation of interest (Crépeau, Zimmermann<sup>5</sup>)
- Control of standard terms (Crépeau,<sup>6</sup> Lando,<sup>7</sup> Zimmermann<sup>8</sup>)
- Obligations with a term (Crépeau)
- Facultative obligations (Crépeau)
- Divisible and indivisible obligations (Crépeau)
- Consensual transfer of real rights (Crépeau<sup>9</sup>)
- Transfer of intellectual property rights (Crépeau)
- Proof of contract (Crépeau)
- Simulation (Fontaine<sup>10</sup>)
- « *Confusion* » (Fontaine<sup>11</sup>)
- « *Action oblique* » (Fontaine<sup>12</sup>)
- Arbitration and conciliation agreements (Crépeau)
- Standard clause of confidentiality (Dessemontet)
- Partial nullity and arbitration agreement (Dessemontet)
- Termination of long lasting contracts for cause (Dessemontet)
- Price reduction (Zimmermann<sup>13</sup>)

In general terms, two replies (Crépeau and Zimmerman) suggested that an ever closer relationship be maintained between the UNIDROIT Principles, the European Principles and the *lex*

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<sup>2</sup> Suggesting a solemn statement to be made by the Governing Council stressing the need to promote the “transnational ethic” (“*éthique transnationale*”) in the context of international commercial contracts and reminding business persons of their “moral responsibilities” (“*responsabilités morales*”).

<sup>3</sup> Referring to the work undertaken in this field by the Study Group for a European Civil Code.

<sup>4</sup> Referring to the work undertaken in this field by the Study Group for a European Civil Code.

<sup>5</sup> Referring to a provision on this topic contained in the Principles of European Contract Law (Art. 17:101).

<sup>6</sup> With special reference to abusive clauses in relation to competition.

<sup>7</sup> Referring to a provision permitting the striking out of unfair terms contained in the Principles of European Contract Law (Art. 4:110).

<sup>8</sup> Referring to a provision permitting the striking out of unfair terms contained in the Principles of European Contract Law (Art. 4:110).

<sup>9</sup> Restricted for the time being to movables.

<sup>10</sup> Referring to provisions on this topic contained in the draft OHADA Uniform Act on Contracts.

<sup>11</sup> Referring to provisions on this topic contained in the draft OHADA Uniform Act on Contracts.

<sup>12</sup> Referring to provisions on this topic contained in the draft OHADA Uniform Act on Contracts.

<sup>13</sup> Referring to a provision on this topic contained in the Principles of European Contract Law (Art. 9:401).

*mercatoria* principles. One reply (Crépeau) suggested that a close dialogue be maintained between the English and French versions of the Principles.

19. Regarding organisation of work two decisions have to be made. Firstly, the problem areas to be treated have to be selected. Secondly, the size and the composition of the Working Group has to be determined. The least selective and conservative approach would include all or a great number of the proposed problem areas and the setting up of a Working Group similar to the one which prepared the previous editions. The most selective would tend to identify only very few items of generally acknowledged priority (e.g. „unwinding of failed contracts“, i.e. unjustified enrichment or restitution) and to set up a Working Group consisting of the few specialists who have done comparative work in that field plus specifically interested members of the Governing Council. In that scenario, the role of securing representation of all world regions and political legitimacy would be the Governing Council's who would, in line with its original function, need to become involved in the substantive discussion. In this connection, the call for clear timeframes for all items on future Work Programmes, voiced at the Council's 83<sup>rd</sup> session, may give additional useful guidance.

(c) *Transactions on transnational and connected capital markets*

20. At the request of the special Advisory Committee, set up by the Secretariat and whose members are four of the most distinguished capital-market law experts world-wide<sup>14</sup>, the Secretariat commissioned four legal opinions on the topic of standardised global shares (Item 2). The experts' task is to give advice on whether such securities might produce economic benefits only within the context of not fully dematerialised systems (e.g. Germany, Japan, United States) or, on the contrary, also in systems where certificated securities have been totally abolished (e.g. Denmark, France, Italy). At the time of writing this document, the opinions have not yet been submitted.

21. With respect to Item 5, a framework for worldwide takeover bids, at the time proposed by the Government of France, the Advisory Committee had suggested to explore to what extent such an instrument would continue to be of interest if rules regarding defensive measures on the part of the target company were cast in a loosely knit texture of optional models. To the surprise of many observers, this approach was eventually chosen for the EU-Directive 2004/25/EC, which was adopted in 2004 after 23 years of negotiations and failures.

22. With respect to Item 3, the preparation of principles and rules designed to enhance trading in securities on emerging markets, at the time proposed by the Governments of and/or members of the Council from Argentina, China, India, Mexico and supported by the United States of America, at a series of fact finding meetings conducted by the Secretariat for the preparation of the draft Convention Regarding Securities Held with an Intermediary, especially our hosts (Governments, securities regulators, industry) in Asia and Latin America forcefully voiced their wish that this project be given priority status. Indeed this project would satisfy the test of being specifically geared to the needs of developing and threshold countries.

23. Among the problem areas which might usefully be addressed, the following would appear to merit further analysis:

- Nature and types of securities.
- Fungibility of securities and (degree of) dematerialisation: immobilised, fully dematerialised securities, substitutes.

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<sup>14</sup> Mr Hubert de Vauplane (France) and Professors Klaus J. Hopt (Germany), Hideki Kanda (Japan), Roberta Karmel (United States of America) and Eddy Wymeersch (Belgium).

- Transactional structure of bond issues: private-law restrictions on debt financing; direct placement by (specific types of) issuers; mandatory involvement of intermediaries; contractual and proprietary relationships between issuer, intermediaries/underwriters and investors (internal relationship between underwriters to the extent that local underwriters involved and local law governing that internal relationship and/or their rights and obligations vis-à-vis issuer); standard contract terms and their – ex ante or ex post – scrutiny; potential conflicts between applicable company law and applicable contract law; legal or contractual community of bond holders.
- Transactional structure of share issues (IPOs) and in addition to problem areas common to bond issues: enabling or limiting rules of underlying company law; methods for determining initial share price (fixed, bookbuilding, auctions) and respective transactional law; differentiation private placement/public offering; allotment of shares, in particular equal treatment of investors/bidders; status and impact of codes of conduct for issuers and intermediaries; IPOs over the Internet, including conflict-of-laws issues; the issuer's prospectus as the basic information provided in the event of a public offering, its content and liability of the issuer and intermediaries for inaccuracies.
- Stabilisation of share price, including greenshoe option for intermediaries; determination of borderline to illegal price manipulation.
- Organisational and transactional provisions to enhance liquidity on secondary markets, including role and legal position of intermediaries and central counter parties; conflict-of-laws rules regarding foreign market participants.
- General contract law or special regimes for trading in securities; impact of trade usages; impact of standard contract terms legislation; consumer/retail investor protection; special regimes for options, futures and other derivatives.
- Contractual and proprietary issues of clearing, settlement and custody as well as use of securities as collateral (to the extent not sufficiently addressed in the preliminary draft Convention on Indirectly Held Securities for the needs of any specific emerging market).
- Securities lending.
- Private law framework for disclosure, prevention of insider trading and other forms of market abuse and for the conduct of market participants.

24. Regarding the type of instrument envisaged, it is obvious that a binding instrument (convention) and even a model law is not only an unrealistic objective but also undesirable, especially from the point of view of the many emerging securities markets, their varied stage of evolution and their interest in building their individual competitiveness. On the other hand, the formulation of *benchmark principles*, developed in a *legislative guide* that focuses on the private law aspects would appear to be very challenging yet feasible. With respect to a number of issues such an instrument would provide relatively detailed guidance as to the available options for the transaction-related implementation of regulatory recommendations prepared by IOSCO and in other fora.

25. Given the considerable variety of types and degrees of evolution of emerging markets and their respective needs, work might usefully be organised in a decentralised fashion where UNIDROIT would assume the responsibilities of scientific preparation and co-ordination and where interested regional Organisations or member States would provide platforms for the work of Study Groups, etc. To the extent conflict-of-laws issues are to be addressed, co-operation with

the Hague Conference on Private International Law would be desirable. To the extent issues of secured transactions in general become topical, close co-operation with UNCITRAL would be sought.

*(d) Other topics*

26. Three Correspondents involved in the preparation of the 1988 Ottawa Convention on International Financial Leasing recommended that the Institute take up work on a model law. Any further consideration of the matter ought to remain dependent on the availability of extra budgetary funding. An offer submitted by Mr Ron DeKoven, London, will be discussed shortly.

27. The Secretariat would request that, with respect to all other projects on the reserve list for the period 2002-2005, in view of the lack of any further interest shown by the Institute's constituencies and the lack of extra budgetary funds, in the interest of clarity and the preservation of a clear profile, the Governing Council consider to definitely delete those items. Likewise, the imminent completion of a legislative guide on secured transactions by UNCITRAL would justify deletion of that item.



## STATE OF IMPLEMENTATION OF THE UNIDROIT WORK PROGRAMME 2002-2005

As of 1 March 2005

ANNEX I

## I. Preparation of uniform law instruments

| Subject  | State of work   |
|--|---|
| 1. International interests in mobile equipment – Cape Town Convention and Protocols relating to specific categories of equipment | <p>(a) <i>Cape Town Convention on International Interests in Mobile Equipment</i> (2001) and <i>Protocol thereto on Matters specific to Aircraft Equipment</i> (2001): implementation and exercising of depositary functions, in particular in relation to the Supervisory Authority and the International Registry for aircraft objects.</p> <p>(b) <i>Preliminary draft Protocol on Matters specific to Railway Rolling Stock</i>: organisation of regional seminars (Warsaw, April 2004; Mexico, October 2004; Africa, first semester 2005) to enlarge the consensus with a view to a diplomatic Conference of adoption (which it is hoped to convene towards the end of 2005 or early in 2006).</p> <p>(c) <i>Preliminary draft Protocol on Matters specific to Space Assets</i>: two sessions of a UNIDROIT Committee of governmental experts have been held in 2003 and 2004, with a the third due to take place in June/July 2005 (and another is expected to take place in 2006).</p> |
| 2. UNIDROIT Principles of International Commercial Contracts   | <p>The second enlarged edition of the Principles, which added new chapters to the first 1994 edition (authority of agents; third party rights; set-off; assignment of rights, transfer of obligations and assignment of contracts; limitation periods) and made some amendments to the first edition, was published in 2004, with the approval of the Governing Council (83<sup>rd</sup> session, 2004).</p> <p><i>Future work</i>: the Governing Council suggested in 2004 the soliciting of comments and suggestions for additional topics to be dealt with in future editions of the Principles.</p>   |
| 3. Franchising   | <p>The <i>Model Franchise Disclosure Law</i>, prepared by a UNIDROIT Committee of governmental experts, was approved by the UNIDROIT Governing Council at its 81<sup>st</sup> session in 2002, which authorised its publication.</p> <p><i>Future work</i>: promotion</p>   |
| 4. Principles of transnational civil procedure   | <p>In co-operation with the American Law Institute, the Principles of Transnational Civil Procedure were approved by the UNIDROIT Governing Council at its 83<sup>rd</sup> session in 2004 and by the Council of the American Law Institute in 2004 and their publication is imminent.</p> <p><i>Future work</i>: promotion</p>   |

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| 5. Transactions on transnational and connected capital markets (Item n°1: securities held through an intermediary) | <p>Following five sessions of a Study Group (2002-2004), the Governing Council approved in 2004 the transmission of the <i>preliminary draft Convention on Harmonised Substantive Rules Regarding Securities held with an Intermediary</i> to a UNIDROIT Committee of governmental experts.</p> <p><i>Future work:</i> the first session of the Committee of governmental experts will take place in Rome from 9 to 20 May 2005.</p>   |
| 6. Leasing   | <p>Envisaged preparation of a model law on leasing, subject to the finding of extra budgetary financing which would now seem to have been found, in the shape of an offer from the London chambers 3/4 South Square to second young barristers to assist the UNIDROIT Secretariat on this project, under the supervision of Mr R.M. DeKoven, an internationally recognised expert in the field and a member of said chambers.</p>  |
| 7. Secured transactions in general   | <p>Envisaged study of the desirability and feasibility of the preparation of a model law in the general field of secured transactions once work on the Cape Town Convention on International Interests in Mobile Equipment has been completed and in the light of the general principles informing that instrument.</p> <p>In 2002, the United Nations Commission on International Trade Law (UNCITRAL) decided to draft a Legislative Guide on Secured Transactions and, in the context of the co-ordination between organisations involved in the preparation of private law rules, UNIDROIT has not for the moment considered it appropriate to launch the preparation of a model law in this field, even though the Cape Town Convention has been adopted.</p> |
| 8. Uniform rules applicable to transport   | <p>Envisaged preparation of uniform rules applicable to transport in general but, because of lack of financial resources, no priority has been given to the subject and no work has been done by the Secretariat.</p> <p>Participation of Mr J. Putzeys, an internationally recognised expert in the field, in the work of the United Nations Economic Commission for Europe (UN/ECE) on the problems concerning the exchange of electronic data and, more generally, on the possible preparation of an Additional Protocol to the Convention on the Contract for the International Carriage of Goods by Road (CMR).</p>   |
| 9. Transborder civil liability of the manufacturer   | <p>Subject on the Work Programme on the understanding that sufficient external human and financial resources are available. No work has therefore been done.</p>   |
| 10. Hotel contracts  | <i>Id.</i>   |
| 11. Unfair clauses in consumer contracts and contracts between small and large enterprises                         | <i>Id.</i>   |
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**II. Activities connected with the unification of law**

| <b>Subject</b>   | <b>State of work</b>  |
|--|---|
| 1. Programme of legal co-operation (for developing countries and countries in economic transition) | <p>a) <i>Research Scholarships Programme</i>: launched in 1993, this programme has enabled 130 researchers from 50 countries to pursue research in UNIDROIT. Identified as one of the priority outreach resources listed in the <i>Strategic Plan – Horizon 2016</i> (28 November 2003). Importance of the UNIDROIT Library.</p> <p>b) <i>Co-operation with the Organisation for the Harmonisation of Business Law in Africa (OHADA) for the preparation of a draft Uniform Act on Contracts</i>: transmission to OHADA (September 2004) of a preliminary draft Uniform Act on Contracts with an explanatory note, prepared by Mr Fontaine, largely on the basis of the UNIDROIT Principles on International Commercial Contracts (financed by the Swiss Government). Follow-up of the implementation of the project and of the cohesion with other projects (consumer contracts and evidence of legal acts).</p> |
| 2. Promotion of UNIDROIT activities and instruments (in particular the Internet site)              | Promotion by the Secretariat of UNIDROIT activities and of instruments concluded within the framework of the Institute with a view to securing their wider acceptance and application (for example legislative assistance, sponsorship and participation in national and international meetings, organisation of regional congresses). Important role of the UNIDROIT Internet site.  |
| 3. UNIDROIT publications   | Dissemination of information concerning the unification of law: Uniform Law Review/Revue de droit uniforme, publication of international instruments prepared by UNIDROIT, Acts and Proceedings of congresses organised by UNIDROIT and of diplomatic Conferences for the adoption of UNIDROIT instruments, <i>Digest of Legal Activities of International Organizations and other Institutions</i> , UNIDROIT Proceedings and Papers.  |
| 4. Data base on uniform law – UNILAW   | Priority given to the creation of a database with relevant information on the Convention on the Contract for the International Carriage of Goods by Road (CMR) (in particular text, States parties, bibliography, caselaw). 150 cases relating to CMR have to date been made available to the public and others await checking. Extra-budgetary financing.  |
| 5. Uniform Law Foundation  | Created to finance the extension of the Institute's activities expenses of which could not be covered by UNIDROIT's budget.   |