

No. 14566

MULTILATERAL

Convention on the establishment of the International Institute for the Management of Technology (with annexed Charter of the Institute). Concluded at Paris on 6 October 1971

Modification of article 8 (3) of the Charter annexed to the above-mentioned Convention

Denunciations by the Federal Republic of Germany and Austria of the above-mentioned Convention

Authentic texts of the Convention and Modification: English, French, German, Dutch and Italian.

The Convention and the certified statements were registered by the Organisation for Economic Co-operation and Development, acting on behalf of the Parties, on 27 January 1976.

CONVENTION¹ ON THE ESTABLISHMENT OF THE INTERNATIONAL INSTITUTE FOR THE MANAGEMENT OF TECHNOLOGY

The Contracting Governments,

Recognizing that the adaptation of scientific knowledge to the modern economy is essential for industrial progress and the general welfare of the peoples of their countries;

Considering that the establishment of an International Institute for the Management of Technology (hereinafter referred to as "the Institute") with the principal object of providing advanced training of managers and teachers and facilities for associated research in the management of technological innovation will stimulate progress in the improved adaptation of scientific knowledge to the modern economy;

Considering that the preparatory work for the establishment of the Institute was carried out within the framework of the Organisation for Economic Co-operation and Development and that the Council of that Organisation on 7th July, 1970, invited Member countries of the Organisation to consider the possibility of participating in the Institute;

Considering that the Contracting Governments have agreed to establish the Institute as a joint intergovernmental and private non-profit educational and scientific institute;

Noting that the Organisation for Economic Co-operation and Development has accepted the provisions of the present Convention and Charter insofar as they concern the tasks conferred upon that Organisation;

Have agreed as follows:

Article 1. ESTABLISHMENT OF THE INSTITUTE

The International Institute for the Management of Technology is hereby established as a joint intergovernmental and private non-profit educational and

¹ Applied provisionally by the following States from 6 October 1971, the date upon which it was signed on behalf of four Governments (including the Government of Italy, the host State of the Institute), in accordance with article 8 (3):

Austria	Netherlands
France	United Kingdom of Great Britain and Northern Ireland
Germany, Federal Republic of	
Italy	

The Convention came into force definitively in respect of the following States on 28 October 1974, the date on which the fourth instrument of ratification, acceptance or approval (including that of Italy, the host State of the Institute) was deposited with the Secretary-General of the Organisation for Economic Co-operation and Development, in accordance with article 8 (3):

State	Date of deposit of the instrument of ratification, acceptance (A) or approval (AA)	
	United Kingdom of Great Britain and Northern Ireland	7 July
Netherlands	21 August	1972 AA
Federal Republic of Germany	6 December	1972
(With a declaration of application to <i>Land Berlin</i> .)		
Austria	24 January	1973
Italy	28 October	1974

scientific institute with the principal object of providing advanced training of managers and teachers and facilities for associated research in the management of technological innovation.

Article 2. GOVERNING LAW

The Institute shall be governed by the present Convention, the Charter annexed thereto (hereinafter referred to as "the Charter"), the By-laws, financial regulations, staff regulations and other regulatory measures and decisions duly adopted by the organs of the Institute.

Article 3. GOVERNMENT CONTRIBUTIONS

(1) The Institute shall be financed in accordance with Article 20 of the Charter.

(2) The Contracting Governments shall contribute to the Institute annually an aggregate amount of convertible funds determined by the General Council in accordance with Article 8 (1) (c) of the Charter. The apportionment of such amount shall be:

- (a) in accordance with a scale, which shall be fixed every year directly in proportion to the gross national product at factor cost (less a deduction of ten per cent for depreciation) for the three latest calendar years for which statistics are available and converted to a common currency unit according to the average current official exchange rates for these years;
- (b) subject to adjustment to ensure that no Contracting Government shall be required to contribute more than thirty per cent of the aggregate amount.

(3) Contracting Governments may make additional contributions to the Institute in such amounts as they deem appropriate, provided that no Contracting Government's contribution may be increased to a sum exceeding thirty per cent of the aggregate amount fixed in accordance with paragraph (2) of this Article without the consent of the other Contracting Governments.

Article 4. PRIVILEGES AND IMMUNITIES

The Institute shall have legal personality. It shall in particular have the capacity to contract, to acquire and dispose of movable and immovable property and to institute legal proceedings. The Government of the State in which the Institute's Headquarters are located pursuant to Article 2 of the Charter shall conclude with the Institute a bilateral international agreement, to be approved by the General Council in accordance with Article 8 (1) (i) of the Charter, relating to the status, privileges and immunities of the Institute and its staff.

Article 5. RECONSTITUTION OF THE INSTITUTE

In accordance with the procedure laid down in Article 24 of the Charter the Institute may at any time be reconstituted as a private organization under a national legal system. The legal personality of the Institute after the reconstitution shall be recognized by the State in which the reconstitution takes place.

Article 6. WINDING-UP

In the event that the Institute is liquidated its affairs shall be wound up by liquidators appointed as provided in Article 8 (2) (i) of the Charter. The liquidators shall marshal the assets of the Institute and discharge its liabilities. Any surplus shall be distributed among the Contracting Governments in proportion to their total contributions to the Institute; the surplus shall be applied exclusively to public purposes and no dividend or distribution shall otherwise be paid to any Member, Governing Board member, staff member, officer, employee or agent of the Institute or to any person or entity having a personal or private interest in the activities of the Institute. Any deficit shall be met by the Contracting Governments in the same proportions as those in which their contributions have been assessed for the financial year in which the Institute is dissolved.

Article 7. DISPUTES

(1) Disputes arising between two or more Contracting Governments concerning rights or duties in relation to the Institute shall lie within the compulsory jurisdiction of the International Court of Justice and may accordingly be brought before the Court by an application made by any party to the dispute.

(2) The parties may agree, within a period of two months after one party has notified its opinion to the other that a dispute exists, to resort not to the International Court of Justice but to an arbitral tribunal or to another mode of settlement. After the expiry of the said period, either party may bring the dispute before the Court by an application.

Article 8. SIGNATURE AND RATIFICATION, ACCEPTANCE OR APPROVAL

(1) This Convention shall remain open for signature by the Government of any Member country of the Organisation for Economic Co-operation and Development until the date of its entry into force in accordance with paragraph (3) of this Article.

(2) This Convention shall be subject to ratification, acceptance or approval by the signatory Governments in accordance with their respective constitutional requirements. The appropriate instruments shall be deposited with the Secretary-General of the Organisation for Economic Co-operation and Development.

(3) This Convention shall enter into force on the date of deposit of the fourth instrument of ratification, acceptance or approval, including the instrument deposited by the Government of the State in which the Institute's Headquarters are located under Article 2 of the Charter at the time of such deposit. Upon signature of this Convention by four Governments, including the Government of the State in which the Institute's Headquarters are located pursuant to Article 2 of the Charter, the signatory Governments shall, pending the coming into force of this Convention in the manner provided in the preceding sentence of this paragraph, apply this Convention on a provisional basis subject to their constitutional requirements and in conformity with their internal law.

(4) After the Convention enters into force as provided in paragraph (3) of this Article, the Convention shall, as regards any signatory Government subsequently ratifying, accepting or approving the Convention, come into force on

the date on which such signatory Government's instrument of ratification, acceptance or approval is deposited.

Article 9. ACCESSION

(1) The Government of any Member country of the Organisation for Economic Co-operation and Development may, after this Convention has entered into force, accede to this Convention.

(2) The General Council of the Institute may by decision taken under Article 8 (1) (f) of the Charter invite any other Government to accede to this Convention upon such terms as the Council may determine.

(3) Accession shall be effected by the deposit with the Secretary-General of the Organisation for Economic Co-operation and Development of an instrument of accession which shall take effect on the date of such deposit.

Article 10. DURATION OF CONVENTION

(1) The present Convention shall remain in force for an indefinite period until it is terminated or denounced as provided in this Article.

(2) This Convention shall terminate 30 days after the date upon which the Director-General of the Institute notifies the Secretary-General of the Organisation for Economic Co-operation and Development that the formalities required to effect the reconstitution of the Institute under Article 24 of the Charter have been completed.

(3) After the Institute's affairs have been finally wound up as provided in Article 6 above, this Convention shall terminate when the Secretary-General of the Organisation for Economic Co-operation and Development gives the notification provided in Article 13 (i) of this Convention.

(4) Any Contracting Government may, after the present Convention has been in force for at least three years as respects such Government, denounce the Convention by giving notice of denunciation to the Secretary-General of the Organisation for Economic Co-operation and Development. Such denunciation shall take effect at the end of the financial year following the year in which notice of denunciation is given. Denunciation of this Convention by one or more Contracting Governments shall not affect the validity of the Convention for the remaining Contracting Governments.

Article 11. SURVIVING OBLIGATIONS

A Contracting Government which ceases to be a party to the present Convention shall remain legally liable to the Institute for any pledged but unpaid financial contributions and accepts the continuing obligations contained in Articles 6 and 7 of this Convention.

Article 12. AMENDMENTS

(1) This Convention may be amended by unanimous agreement of the Contracting Governments who shall notify their acceptance of any amendment

to the Secretary-General of the Organisation for Economic Co-operation and Development.

(2) Amendments shall come into force 30 days after the receipt of the last notification of acceptance.

Article 13. NOTIFICATIONS

The Secretary-General of the Organisation for Economic Co-operation and Development shall notify the signatory and acceding Governments and the Director-General of the Institute of:

- (a) all signatures;
- (b) the deposit of any instrument of ratification, acceptance or approval;
- (c) the entry into force of the present Convention;
- (d) the deposit of any instrument of accession;
- (e) acceptance and the entry into force of any amendment to this Convention;
- (f) the reconstitution of the Institute under Article 5;
- (g) the termination of this Convention under Article 10 (2);
- (h) any denunciation made in accordance with Article 10 (4);
- (i) receipt of notice of completion of winding-up of the Institute.

Article 14. REGISTRATION

The Secretary-General of the Organisation for Economic Co-operation and Development shall register this Convention with the Secretary-General of the United Nations in accordance with Article 102 of the Charter of the United Nations.

Article 15. TRANSITIONAL ARRANGEMENTS

(1) During the period of provisional application provided in Article 8 (3) of this Convention the General Council may request the Organisation for Economic Co-operation and Development to act, in accordance with the Financial Regulations and Financial Rules of that Organisation and the Governing Law of the Institute, to receive contributions and other funds and to make disbursements and purchases, to contract and to perform other acts on behalf of the Institute, and the General Council may take such other measures as may be necessary to carry out the objects of the Institute during such period of provisional application.

(2) The Institute shall indemnify the Organisation for Economic Co-operation and Development against any loss or liability that the Organisation may incur in carrying out any act on behalf of the Institute during such period of provisional application or in connection therewith. If the Institute is unable for any reason so to indemnify the Organisation for Economic Co-operation and Development the Contracting Governments shall so indemnify that Organisation in the same proportions as those in which their contributions have been assessed for the financial year in which the loss or liability is incurred.

(3) During such period of provisional application any contributions delivered at the request of the General Council to the Organisation for Economic Co-operation and Development for the benefit of the Institute, shall be credited as contributions to the Institute for the purposes of determining Members' rights under the Convention and the Charter.

IN WITNESS WHEREOF, the undersigned, duly authorized thereto, have signed this Convention.

DONE at Paris this sixth day of October, Nineteen Hundred and Seventy-one in the English, French, German, Dutch and Italian languages, each text being equally authoritative, in a single original which shall be deposited with the Secretary-General of the Organisation for Economic Co-operation and Development who shall transmit a certified copy to all signatory and acceding Governments.

EN FOI DE QUOI, les soussignés, dûment autorisés à cet effet, ont apposé leur signature au bas du présent Accord.

FAIT à Paris, le six octobre mil neuf cent soixante et onze, en langue française, allemande, anglaise, italienne et néerlandaise, chacun de ces textes faisant également foi, en un seul original, déposé auprès du Secrétaire général de l'Organisation de Coopération et de Développement Economiques, qui en délivrera une copie certifiée conforme à tous les Gouvernements signataires et Gouvernements adhérant à l'Accord.

ZU URKUND DESSEN haben die hierzu gehörig befugten Unterzeichneten dieses Übereinkommen unterschrieben.

GESCHEHEN zu Paris am 6. Oktober 1971 in deutscher, englischer, französischer, italienischer und niederländischer Sprache, wobei jeder Wortlaut gleichermaßen verbindlich ist, in einer Urschrift, die beim Generalsekretär der Organisation für Wirtschaftliche Zusammenarbeit und Entwicklung hinterlegt wird; dieser übermittelt allen unterzeichnenden und beitretenden Regierungen beglaubigte Abschriften.

TEN BLIJKE WAARVAN de ondergetekenden, daartoe behoorlijk gemachtigd, deze Overeenkomst hebben ondertekend.

GEDAAN te Parijs, op zes oktober negentienhonderdeenzeventig, in de Nederlandse, de Duitse, de Engelse, de Franse en de Italiaanse taal, zijnde al deze teksten gelijkelijk gezaghebbend, in een enkel origineel, dat zal worden nedergelegd bij de Secretaris-Generaal van de Organisatie voor Economische Samenwerking en Ontwikkeling, die daarvan een voor eensluidend gewaarmerkt afschrift doet toekomen aan alle Regeringen die deze Overeenkomst hebben ondertekend of tot haar zijn toegetreten.

IN FEDE DI CHE i firmatari, all'uopo debitamente autorizzati, hanno apposto la loro firma in calce a questa Convenzione.

FATTO a Parigi, addì sei ottobre millenovecentosettantuno, nelle lingue italiana, francese, inglese, olandese e tedesca, ciascun testo facente egualmente fede, in un unico originale da depositare presso il Segretario Generale dell'Organizzazione per la Cooperazione e lo Sviluppo Economici, che ne trasmetterà una copia certificata conforme a tutti i Governi contraenti e a quelli che aderiranno in seguito.

For the Republic of Austria:
Pour la République d'Autriche :
Für die Republik Österreich:
Voor de Republiek Oostenrijk:
Per la Repubblica Austriaca:

DR. CARL H. BOBLETER

For the French Republic:
Pour la République française :
Für die Französische Republik:
Voor de Franse Republiek:
Per la Repubblica Francese:

FRANÇOIS VALÉRY

For the Federal Republic of Germany:
Pour la République fédérale d'Allemagne :
Für die Bundesrepublik Deutschland:
Voor de Bondsrepubliek Duitsland:
Per la Repubblica Federale di Germania:

HANS CARL GRAF VON HARDENBERG

For the Italian Republic:
Pour la République italienne :
Für die Republik Italien:
Voor de Italiaanse Republiek:
Per la Repubblica Italiana:

FRANCESCO CAVALLETTI

For the Kingdom of the Netherlands:
Pour le Royaume des Pays-Bas :
Für das Königreich der Niederlande:
Voor het Koninkrijk der Nederlanden:
Per il Regno dei Paesi Bassi:

JOHAN KAUFMANN

For the United Kingdom of Great Britain and Northern Ireland:
Pour le Royaume-Uni de Grande-Bretagne et d'Irlande du Nord :
Für das Vereinigte Königreich von Grossbritannien und Nordirland:
Voor het Verenigd Koninkrijk van Groot-Brittannië en Noord-Ierland:
Per il Regno Unito di Gran Bretagna e dell'Irlanda del Nord:

Subject to ratification

JOHN CHADWICK

CHARTER OF THE INTERNATIONAL INSTITUTE FOR THE MANAGEMENT OF TECHNOLOGY

Article 1. OBJECTS

The International Institute for the Management of Technology (hereinafter referred to as “the Institute”) is an educational and scientific institution with the principal object of providing advanced training for managers and teachers and facilities for associated research in the management of technological innovation.

Article 2. HEADQUARTERS

The Headquarters of the Institute shall be situated in the City of Milan, Italian Republic.

Article 3. POWERS

The Institute is empowered, in acting through its organs, to perform any and all acts or things necessary, appropriate or advisable in order to carry out the objects of the Institute, including but not limited to the following powers:

- (a) to operate as a teaching and research institute in order to afford, promote, evaluate and disseminate learning by education and instruction in subjects relating to its objects;
- (b) to engage in research, experiments, investigations and inquiries required to carry out its objects;
- (c) to grant diplomas and other evidence of attainment;
- (d) to operate, maintain and modify buildings, laboratories, libraries, equipment and other facilities;
- (e) to collect, process and use statistics and all other forms of data, to prepare, publish and distribute papers, pamphlets, periodicals and books, to use all other appropriate forms of communication.

Article 4. NON-PROFIT CHARACTER

The Institute shall be a non-stock, non-profit institution organized and operated exclusively for the objects stated in Article 1 above and no part of its earnings or net income shall inure to the benefit of any person or entity. No staff member, consultant, officer, faculty, employee, agent or Member of the Institute or other person or entity shall receive or be entitled to receive any pecuniary profit from the operations of the Institute except reasonable compensation for services. The Institute is not empowered to engage in propaganda or otherwise to attempt to influence legislation or to participate in or interfere in any political campaign in any way whatsoever.

Article 5. MEMBERSHIP

- (1) All governments parties to the Convention shall be Members.

(2) Individuals, companies, associations, foundations and other entities except governments shall become Members if the applicant:

- (a) is accepted as a Member by the General Council;
- (b) accepts the obligations of membership; and
- (c) contributes or pledges at least 10,000 European Monetary Agreement units of account in convertible funds each year for a minimum period of three years.

(3) If a person or entity pays or pledges to pay to the Institute funds received or to be received from another person or entity for purposes corresponding to any of the Institute's objects, the General Council shall, at the request of such other person or entity acting as the ultimate contributor, consider such payment or pledge as being made by such other person or entity for the purposes of making the minimum contribution or pledge provided in paragraph (2) (c) of this Article.

(4) Two or more individuals, companies, associations, foundations or other entities except governments desiring jointly to contribute or pledge in the aggregate a sum not less than the minimum sum specified in paragraph (2) (c) of this Article may be admitted to joint membership under the rules provided in paragraph (2) of this Article and may exercise jointly but not severally the rights of a Member in the Institute.

(5) Non-governmental Members shall be entitled, by making the minimum contribution or pledge required for membership in the years following successively from the third year of membership to renew their membership without further action of the General Council.

(6) A governmental Member shall be deemed to withdraw from the Institute as from the effective date of the government's denunciation of the Convention. Any non-governmental Member may withdraw from the Institute at any time by giving notice to the Director-General stating the Member's intention to withdraw. Upon receipt of such notice or upon the withdrawal date specified in the notice, whichever is later, such Member shall cease to be a Member of the Institute and its rights in respect of the Institute shall terminate. Any withdrawing governmental or non-governmental Member shall remain liable to pay the full amount of any pledged contributions.

Article 6. ORGANS

The principal organs of the Institute are:

- (a) the General Council;
- (b) the Governing Board;
- (c) the Director-General.

THE GENERAL COUNCIL

Article 7. COMPOSITION

The General Council shall be composed of all the Members of the Institute. The Organisation for Economic Co-operation and Development may be represented without voting rights at General Council meetings.

Article 8. POWERS

(1) The General Council may, by a two-thirds majority of the votes cast, including the concurring votes of all governmental Members of the Institute, exercise the following powers:

- (a) to adopt the By-laws and Financial Regulations of the Institute;
- (b) to appoint the Director-General and fix his term of office;
- (c) to determine the minimum aggregate amount of the annual contributions of governmental Members;
- (d) to approve the annual programme and budget of the Institute;
- (e) to fix the maximum amount of required contributions of governments in respect of each of the Institute's three-year indicative costed programmes adopted pursuant to paragraph (2) (c) of this Article;
- (f) to invite any non-Member government as provided in Article 9 (2) of the Convention to accede to the Convention and to determine the terms of accession;
- (g) to accept applications for membership under Article 5;
- (h) to determine the amount by which any non-governmental Member may increase its contribution;
- (i) to approve the text of a Headquarters Agreement to be concluded between the Institute and the Government of the State in which the Institute's Headquarters are located;
- (j) to fix the maximum amount which the Institute may borrow;
- (k) to amend the present Charter, provided that any amendments are consistent with the Convention;
- (l) to delegate any of its powers for a specified period to the Governing Board, except powers granted in subparagraphs (k), (l) and (n) of this paragraph (1), subparagraphs (a) and (j) of paragraph (2) and paragraph (3) of this Article and the power to repeal or modify any decision made pursuant to such powers;
- (m) to dissolve the Institute; and
- (n) to reconstitute the Institute as a private organization established under a national legal system.

(2) The General Council may, by a two-thirds majority of the votes cast, exercise the following powers:

- (a) to fix the number of members of the Governing Board in accordance with Article 11;
- (b) to fix the remuneration of members of the Governing Board;
- (c) to approve three-year indicative costed programmes and to propose target proportions of income to be provided by governments, non-governmental Members and other sources for each such programme;
- (d) to appoint the auditors;
- (e) to approve the auditors' report and the accounts;

- (f) to approve the annual report to the Council;
- (g) to create subsidiary bodies;
- (h) to request the Director-General as provided in Article 24 (1) to prepare the report on reconstitution of the Institute;
- (i) to appoint the liquidators;
- (j) except as provided in paragraph (1) above, to exercise all powers not expressly granted to other organs of the Institute;
- (k) at the request of the Governing Board to decide any question within the competence of the Governing Board; and
- (l) to decide procedural matters before the Council.

(3) The General Council shall, as provided in Article 10 (5), elect members of the Governing Board. Every candidate shall indicate before his election the name of his Alternate who may replace him at the meetings which he cannot personally attend.

Article 9. MEETINGS

The General Council's first meeting shall be called by the Secretary-General of the Organisation for Economic Co-operation and Development and shall be held within one month after the date on which the Convention becomes provisionally applicable pursuant to Article 8 (3) of the Convention. An annual meeting and special meetings of the General Council shall be convened and conducted in the manner provided in the By-laws.

Article 10. VOTING

(1) Members shall have the right to one vote for each 10,000 European Monetary Agreement units of account in value of their annual contribution or pledge.

(2) If the effective amount of a non-governmental Member's contribution or pledge is increased by any sums receivable on account of tax legislation applicable to the Member, such Member's contribution or pledge shall be deemed to be increased by the amount of such receipt, for the purpose of fixing the number of votes that Member may cast in the General Council.

(3) The Governing Board shall determine the number of votes which any Member may cast as a consequence of the receipt of contributions in the manner provided in Article 5 (3).

(4) A Member may exercise voting rights derived from a pledged but unpaid contribution as follows:

- (a) in the case of membership qualifying pledges of non-governmental Members under Article 5 (2): for a period of six months after the contribution is due;
- (b) in the case of other pledges: for a period of six months after the pledge is received by the Institute;

and thereafter voting rights may be exercised only in respect of the amount paid to the Institute.

(5) In elections to the Governing Board, Members may cast all of their votes for one candidate or distribute them among two or more candidates. Candidates receiving the highest number of votes shall be elected.

THE GOVERNING BOARD

Article 11. COMPOSITION

The number of the Governing Board members shall be fixed from time to time by the General Council at not less than 5 nor more than 25. Members of the Institute or their nominees and other persons selected from the fields of education, technology, industry, science and government may be elected to the Board. In electing members of the Board the General Council shall give due weight to the advantages of having on the Board persons from all geographical areas represented in the Institute's membership. The Organisation for Economic Co-operation and Development may be represented without voting rights at Governing Board meetings.

Article 12. TERM OF OFFICE

Governing Board members shall be elected for a period of three years and shall be eligible for re-election. The Council shall seek to maintain continuity of membership in the Board.

Article 13. POWERS

The Governing Board shall, subject to policies determined by the General Council, have the following powers:

- (a) to manage the Institute;
- (b) to consider the annual programme and budget and the three-year indicative costed programme for submission to the General Council;
- (c) adopt the staff rules and other regulatory measures not assigned to the Council;
- (d) to authorize the absolute or joint purchase, lease or other acquisition and the mortgage, sale or other disposition of real and personal property, the investment, reinvestment and other transactions in such property;
- (e) for the purpose of meeting authorized expenditures, to authorize the borrowing of money, the making, execution, and issuance of promissory notes and other evidence of obligations for money borrowed;
- (f) to exercise the powers specifically assigned in the Charter to the Board; and
- (g) to exercise the powers which the Council may delegate to it.

Article 14. VOTING

Each member of the Governing Board shall be entitled to one vote. The Governing Board shall act by a two-thirds majority of the votes cast.

THE DIRECTOR-GENERAL

Article 15. APPOINTMENT AND FUNCTIONS

(1) The Director-General shall be appointed by the General Council for a term of office fixed by the Council.

(2) The Director-General shall be the legal representative and chief executive officer of the Institute.

(3) The Director-General shall appoint the staff. The Governing Board shall be consulted on the appointment of all teaching and other professional level staff.

(4) The Director-General shall determine the qualifications for admission of persons studying or working at the Institute as well as the number of available places and the procedure for admission. In fixing admission qualifications and procedures the Director-General shall be guided by the international objectives of the Institute.

(5) In carrying out his functions the Director-General shall follow the policies established by the General Council and the directions of the Governing Board. He shall submit an annual report to the General Council on the activities, financial position and prospects of the Institute.

Article 16. INTERNATIONAL RESPONSIBILITIES

Each Member shall respect the exclusively international character of the responsibilities of the Director-General, officers and the staff who shall neither seek nor receive instructions from any governmental or non-governmental Member nor from any non-Member government or other authority external to the Institute.

THE ADVISORY GROUPS

Article 17. COMPOSITION AND FUNCTIONS

The Director-General may establish one or more Advisory Groups with the approval of the Governing Board to advise him or the Board as the case may be. The Director-General shall also, with the approval of the Board, determine the functions, terms of office, requisite qualifications and remuneration of Advisory Group members.

LANGUAGES

Article 18. WORKING LANGUAGES

(1) The working languages of the Institute shall be English, French and German. If necessary, Dutch and Italian might also be used. The application of these principles to the teaching in the Institute shall be left to the discretion of the Director-General after consultation with the Governing Board.

(2) The use of Dutch, Italian and other languages not mentioned in paragraph (1) above at any meeting or meetings of the General Council, Governing

Board and Advisory Groups may be authorized upon request either by the General Council or by the Director-General in conformity with the criterion of budgetary economy.

PROGRAMME, BUDGET, FINANCE

Article 19. PROGRAMME AND BUDGET

The Director-General shall prepare an annual Programme and Budget and three-year indicative costed programmes for review by the Governing Board and submission to the General Council. The work of other Organizations shall be taken into account in order to avoid unnecessary duplication.

Article 20. FINANCING

The Institute shall be financed by:

- (a) contributions of Members;
- (b) fees and other sums payable by persons studying at the Institute;
- (c) other income which the Governing Board accepts or authorizes as consistent with the objects of the Institute.

Article 21. PLEDGES

Members shall be legally liable to the Institute for the amount of pledged contributions in accordance with the terms of the pledge.

Article 22. AUDITORS

The accounts of the Institute shall be audited by a Board of three auditors elected by the General Council for a period of three years. The auditors may be re-elected to the Board of Auditors. One of the three seats on the Board shall be renewed each year. The period of office of the first auditors elected shall be fixed by vote at one, two or three years respectively.

Article 23. FINANCIAL YEAR

The financial year of the Institute shall correspond to the calendar year unless the General Council adopts a different financial year.

DISSOLUTION AND LIQUIDATION

Article 24. RECONSTITUTION

(1) The General Council may at any time request the Director-General to prepare a report on the reconstitution of the Institute as a private organization established under a national legal system.

(2) The Director-General shall then prepare for the General Council a report setting forth the available measures for such reconstitution, the expected legal, structural and financial consequences thereof and the Director-General's recommendations.

(3) After having considered the Director-General's report, if the General Council decides to reconstitute the Institute, the Director-General shall so notify the Secretary-General of the Organisation for Economic Co-operation and Development.

(4) When the reconstitution formalities are completed the Director-General shall request the Secretary-General of the Organisation for Economic Co-operation and Development to give notice of reconstitution under Article 13 (f) of the Convention.

Article 25. DISSOLUTION IN OTHER CASES

The Institute shall be dissolved and be liquidated if:

(a) all but one party to the Convention shall have denounced the Convention; or

(b) the General Council dissolves the Institute;

and the Institute shall thereafter be deemed to exist solely for the purpose of liquidation.

FINAL PROVISIONS

Article 26. DISPUTES

(1) Any dispute which may arise between two or more non-governmental Members concerning rights or duties in relation to the Institute shall be settled under the Rules of Conciliation and Arbitration of the International Chamber of Commerce, by one or more arbitrators appointed in accordance with the Rules.

(2) The parties to any dispute subject to paragraph (1) of this Article may agree, within a period of two months after one such party has notified its opinion to the other that a dispute exists, to refer not to arbitration under paragraph (1) but to another mode of settlement. After the expiry of the said period, either party may invoke the procedure provided in paragraph (1).

Article 27. AMENDMENTS

The present Charter may be amended as provided in Article 8 (1) (k). The Director-General shall notify all Members and the Secretary-General of the Organisation for Economic Co-operation and Development of all amendments to the present Charter.

MODIFICATION OF ARTICLE 8 (3) OF THE CHARTER ANNEXED TO THE CONVENTION OF 6 OCTOBER 1971¹ ON THE ESTABLISHMENT OF THE INTERNATIONAL INSTITUTE FOR THE MANAGEMENT OF TECHNOLOGY

MODIFICATION DE L'ARTICLE 8, PARAGRAPHE 3, DE LA CHARTE ANNEXÉE À L'ACCORD DU 6 OCTOBRE 1971¹ PORTANT CRÉATION DE L'INSTITUT INTERNATIONAL DE GESTION DE LA TECHNOLOGIE

Article 8 (3) of the Charter of the International Institute for the Management of Technology was amended by a decision of the General Council of the Institute adopted on 7 December 1972, in accordance with article 8 (1) (k) of the Charter.

The amended text reads as follows:

(3) The General Council shall, as provided in Article 10 (5), elect members of the Governing Board. Every candidate shall indicate before his election the name of either one or two Alternates. A Board member may be replaced by his Alternate, or if there are two Alternates, by either of them, at any meeting which the Board member cannot personally attend or in respect of any action which the Board member is empowered to take pursuant to the By-Laws. If the office of a Board member's Alternate is vacant, the Board member may at any time, with the approval of the General Council, indicate a person to serve as such Alternate.

L'article 8, paragraphe 3, de la Charte de l'Institut international de gestion de la technologie a été amendé par une décision de l'Assemblée générale de l'Institut adoptée le 7 décembre 1972, conformément à l'article 8, paragraphe 1, k, de la Charte.

Le texte amendé se lit comme suit :

(3) L'Assemblée générale élit les membres du Conseil d'Administration conformément à l'Article 10 (5). Avant son élection, chaque candidat désigne un ou deux suppléants. Un membre du Conseil d'Administration peut être représenté par son suppléant ou, s'il a deux suppléants, par l'un d'eux à chaque réunion à laquelle le membre du Conseil d'Administration ne peut participer en personne, ou en ce qui concerne tout acte auquel le membre du Conseil d'Administration est habilité conformément au Règlement intérieur de l'Institut. Si le poste d'un suppléant du membre du Conseil d'Administration est vacant, ledit membre du Conseil d'Administration peut, à tout moment, désigner un suppléant avec l'accord de l'Assemblée générale.

[GERMAN TEXT — TEXTE ALLEMAND]

(3) Die Generalversammlung wählt nach Artikel 10 Absatz 5 die Verwaltungsratsmitglieder. Jeder Bewerber benennt vor seiner Wahl einen oder zwei Stellvertreter. Ein Verwaltungsratsmitglied kann von seinem Stellvertreter oder, bei zwei Stellvertretern, von einem von ihnen in jeder Sitzung vertreten werden,

¹ See p. 166 of this volume.

¹ Voir p. 172 du présent volume.

DENUNCIATIONS OF THE
CONVENTION OF 6 OCTOBER 1971¹ ON THE ESTABLISHMENT OF THE INTERNATIONAL INSTITUTE FOR THE MANAGEMENT OF TECHNOLOGY

DÉNONCIATIONS DE L'ACCORD DU 6 OCTOBRE 1971¹ PORTANT CRÉATION DE L'INSTITUT INTERNATIONAL DE GESTION DE LA TECHNOLOGIE

Notifications deposited with the Secretary-General of the Organisation for Economic Co-operation and Development on:

11 December 1975

FEDERAL REPUBLIC OF GERMANY

(With effect from 31 December 1976.)

22 December 1975

AUSTRIA

(With effect from 31 December 1976.)

Notifications déposées auprès du Secrétaire général de l'Organisation de coopération et de développement économiques le :

11 décembre 1975

RÉPUBLIQUE FÉDÉRALE D'ALLEMAGNE

(Avec effet au 31 décembre 1976.)

22 décembre 1975

AUTRICHE

(Avec effet au 31 décembre 1976.)

¹ See p. 166 of this volume.

¹ Voir p. 172 du présent volume.