

No. 24831

MULTILATERAL

Constitution of the International Tin Research Institute (with annexes). Concluded at Canberra on 18 September 1985

Authentic text: English.

Registered by the Director of the International Tin Research Institute, acting on behalf of the Parties, on 16 June 1987.

MULTILATÉRAL

Constitution de l'Institut international de recherche sur l'étain (avec annexes). Conclue à Canberra le 18 septembre 1985

Texte authentique : anglais.

Enregistrée par le Directeur de l'Institut international de recherche sur l'étain, agissant au nom des Parties, le 16 juin 1987.

INTERNATIONAL TIN RESEARCH INSTITUTE, CONSTITUTION¹ (AND CONCLUDING RESOLUTIONS), 18TH SEPTEMBER 1985

CONTENTS

Preamble	Article 18. Audit
Chapter I. Objectives	Article 19. Determination of Percentages and Votes
Article 1. Objectives	Article 20. Contribution to the Budget by Participating Countries
Chapter II. Definitions	Article 21. Voluntary Contributions to the Budget
Article 2. Definitions	Article 22. Arrears in Contribution
Chapter III. Legal Status	Chapter XI. Dissolution and Withdrawal
Article 3. Legal Status	Article 23. Dissolution
Constitutional Provisions	Article 24. Withdrawal
Chapter IV. Membership and Headquarters	Other Provisions
Article 4. Membership	Chapter XII. The Institute and Tin Information Centres
Article 5. Headquarters	Article 25. Continuation of the Institute and Tin Information Centres
Chapter V. The Management Board	Article 26. Tin Information Centres
Article 6. Establishment	Chapter XIII. Final Provisions
Article 7. Membership of the Board	Article 27. Depositary
Chapter VI. Relationship of ITRI with ATPC	Article 28. Signature
Article 8. Relationship of ITRI with ATPC	Article 29. Entry into Force
Chapter VII. Powers and Functions of the Management Board	Article 30. Accession
Article 9. Powers and Functions	Article 31. General Obligations of Members
Article 10. Decisions and Voting Procedures	Article 32. Amendment
Chapter VIII. Organisation and Administration	Article 33. Duration
Article 11. Chairman and Vice-Chairman	Article 34. Reservations
Article 12. Meetings	Article 35. Registration with the United Nations Organisation
Article 13. The Director and Staff	Annex I
Chapter IX. Privileges and Immunities	Annex II
Article 14. Privileges and Immunities	Annex III
Financial Provisions	Annex IV
Chapter X. Accounts and Audit	Concluding resolutions
Article 15. The Budget	
Article 16. Financial Accounts	
Article 17. Reserve Fund Account	

PREAMBLE

The Participating Countries, recognising:

- (a) That tin research and development are for the well being of the tin industry at large;
- (b) That the ITRC has hitherto carried out the functions specified in the 1949 agreement;
- (c) That members' contributions under the 1949 Agreement have been applied in the furtherance of the objectives of the ITRC and, in particular, in the maintenance, extension, equipment and work of the Institute;

¹ Came into force in respect of the following States on 1 January 1987, the date agreed upon after it had been signed by all States Parties to the International Tin Research Council, in accordance with article 29 (b): Indonesia, Malaysia, Nigeria, Thailand, Zaire.

- (d) That the Initial Participating Countries are the present members of the ITRC;
 - (e) That the Institute and its Tin Information Centres have hitherto represented the ITRC's main financial and technological assets as well as its practical means for the attainment of the ITRC's objectives;
 - (f) That there is a need for the transfer to Participating Countries of technical knowhow through practical experience of their own nationals in the work of tin research and development relating to the uses of tin;
 - (g) That with a view to enhancing and extending the work hitherto carried out by the ITRC the Initial Participating Countries have resolved to establish the ITRI as a subsidiary body of the ATPC;
 - (h) That the ITRC, recognizing the desire of the Conference of Ministers of the ATPC to make the ITRI the research and development arm of the ATPC pursuant to Article 2(d) and (f) of the Agreement establishing the ATPC, have resolved to wind up the ITRC with effect from the date of the entry into force of this Constitution and to transfer to the ITRI the movable and immovable tangible and intangible assets, including the Institute and the Tin Information Centres and all the rights and liabilities of the ITRC and the research and development and all other activities presently carried out by the ITRC; and
 - (i) That the affairs of the ITRI shall be under the overall guidance and policy direction of the Conference of Ministers of the ATPC through its Executive Committee,
- Have agreed as follows:

Chapter I. *Objectives*

Article 1. OBJECTIVES

The Objectives of ITRI are:

- (i) To implement the research and development objectives of the ATPC, which include, *inter alia*, measures to maintain and extend the use of tin through research and development;
- (ii) To increase the value of tin as an industrial commodity by undertaking research into and development of its properties and uses, by assisting industrial consumers of tin in overcoming technical difficulties relating to tin usage and disseminating knowledge of new industrial applications, and for such purposes, to take over, continue and expand the activities hitherto carried out by the ITRC and;
- (iii) To secure the transfer of technical knowhow on the application of technology in the uses of tin to Participating Countries.

Chapter II. *Definitions*

Article 2. DEFINITIONS

For the purposes of this Constitution, the following definitions will apply:

1949 Agreement means the Agreement of 1st January 1949 (as subsequently amended) whereby the participants agreed to continue to carry out the object of research on the properties and uses of tin, of developing and disseminating knowledge of new industrial applications of tin and of assisting consumers and producers of tin, in overcoming technical difficulties and problems relating to tin.

ATPC means the Association of Tin Producing Countries established pursuant to the Agreement¹ adopted by the Special Meeting of Ministers of Tin Producing Countries in London on 29th March, 1983.

Board means the Management Board of the ITRI established under Article 6.

Conference of Ministers means the Conference of Ministers of the ATPC.

Executive Committee means the Executive Committee of the ATPC.

Host Country means the country in which the headquarters of the ITRI is for the time being established pursuant to Article 5.

Initial Participating Countries means the Tin Producing Countries listed in Annex I, which are Members of the ITRC under the 1949 Agreement, as at 18 September, 1985.

ITRC means the International Tin Research Council established and regulated pursuant to the 1949 Agreement.

ITRI means the International Tin Research Institute established as a non-profit making body by and for the purposes specified in this Constitution.

Participating Country means a Tin Producing Country whose government has signed this Constitution in accordance with Article 28 or acceded to it in accordance with Article 30.

Reserve Fund Account means the reserve fund established pursuant to Article 17.

The Institute means the research institute established by the ITRC in Perivale, London for the purposes of carrying out its objectives, and includes the premises and laboratories of its research institute.

Tin Information Centre means any Tin Information Centre established under the 1949 Agreement and any similar centre that may be established under this Constitution.

Tin Producing Country means any net tin exporting country listed in Annex II.

Vote Cast means an affirmative or negative vote cast by a member present and voting. When abstaining a member shall be deemed to not have cast its votes.

Chapter III. *Legal Status*

Article 3. LEGAL STATUS

The ITRI shall have legal personality including the capacity to contract, acquire and dispose of moveable and immovable property, or any interests therein, and to be party to legal proceedings.

CONSTITUTIONAL PROVISIONS

Chapter IV. *Membership and Headquarters*

Article 4. MEMBERSHIP

(a) The membership of the ITRI shall be composed of all the Participating Countries.

(b) Each Participating Country shall constitute a single member and shall be represented in accordance with Article 7.

¹ United Nations, *Treaty Series*, vol. 1335, p. 75.

(c) ITRI may accord to the government of any Tin Producing Country which is not a Participating Country the opportunity to participate provisionally in the work of the ITRI for a maximum of three years on such terms and conditions of participation as the Board shall decide.

(d) ITRI may recognise as observers, governments or national or international organisations or associations closely related to, or having affinity with, production or consumption of tin, whether their work is technical, commercial or financial. The Board may accord on an annual basis, to any observer which makes a voluntary contribution to the fund of the ITRI, the status of an active observer.

Article 5. HEADQUARTERS

The Headquarters of the ITRI shall be in London unless the Board decides otherwise.

Chapter V. The Management Board

Article 6. ESTABLISHMENT

There is hereby established a Management Board which shall be constituted as provided in this Chapter. The Board shall be the governing body of the ITRI and shall have such powers and duties as may be necessary for the implementation of this Constitution and for the operation of the ITRI.

Article 7. MEMBERSHIP OF THE BOARD

(a) Each Participating Country may designate not more than two representatives as members of the Board and two other representatives as alternates to the members, to attend meetings of the Board.

(b) Each Participating Country may also designate any number of advisers to attend meetings of the Board.

(c) The Director of the ITRI shall duly notify the Executive Committee of the names of the members and alternate members of the Board.

Chapter VI. Relationship of ITRI with ATPC

Article 8. RELATIONSHIP OF ITRI WITH ATPC

The ITRI shall be a subsidiary body of the ATPC. The ITRI shall implement policy directions and guidelines issued by the Conference of Ministers of the ATPC through the Executive Committee.

Chapter VII. Powers and Functions of the Management Board

Article 9. POWERS AND FUNCTIONS

(a) Subject to Article 8, the Board has power:

- (i) To transact or to instruct on the transaction of commercial and financial operations in pursuit of the Objectives of the ITRI.
- (ii) To undertake such activities as the Board may consider necessary or desirable for the attainment of the Objectives of the ITRI including the continuation of the activities undertaken by the ITRC.

- (iii) To take over and administer any legal entities established by the ITRC under the provisions of the 1949 Agreement.
 - (iv) To incorporate any Tin Information Centre as a company or other legal entity and to incorporate such other legal entities as may be appropriate in the United Kingdom and in other countries, for the pursuance of the ITRI's objectives and to dissolve any such legal entities it has created or taken over.
 - (v) To establish trusteeship and to appoint trustees to hold any property on behalf of the ITRI and to authorise or require such trustees to convey or transfer such property to the ITRI or other legal entity established by the Board, which shall undertake all liabilities arising in connection with such property, and to dissolve any such trusteeship.
 - (vi) To exploit for the benefit of humanity any inventions of the ITRI through patenting, licensing, or otherwise, provided that any income derived from such inventions shall be used in consonance with the non-profit objectives of the ITRI.
 - (vii) To establish such rules and regulations including its own rules of procedures, staff rules and regulations, and financial rules and procedures as are necessary for the discharge of its functions.
 - (viii) To appoint such committees as it considers necessary to assist the Board in the performance of its duties, and in the pursuance of the objectives of the ITRI and may draw up their terms of reference. Unless the Board decides otherwise such committees shall establish their own rules of procedures. The committees shall report to the Board.
 - (ix) To delegate at any time, by a two-thirds majority of the votes cast, to any committee appointed under paragraph (a)(viii) of this Article any powers which the Board may exercise, and may from time to time, fix the membership and terms of reference of any such committee, or revoke any delegation of such powers.
- (b) The Board shall have the following functions:
- (i) Make whatever arrangements as are appropriate for consultation and cooperation with technical and commercial institutions towards the attainment of the objectives of the ITRI.
 - (ii) Periodically collect and collate available data relating to tin production and consumption and any other data relevant to the work of the ITRI. Participating Countries shall furnish to the fullest extent the information so requested.
 - (iii) Implement the policy directives issued by the Conference of Ministers with regard to research and development of uses of tin, industrial implementation, finance and staffing.
 - (iv) Make whatever administrative arrangements it considers necessary to ensure that its decisions are implemented expeditiously and to establish a system of taking decisions on urgent matters between Board Meetings.

Article 10. DECISIONS AND VOTING PROCEDURES

(a) The right to voting is restricted to Participating Countries. The Participating Countries shall together hold 1,000 votes. Each Participating Country shall receive 20 initial votes; the remainder shall be divided among the Participating Countries as nearly as possible in proportion to their individual percentages of production as determined under Article 19.

(b) Wherever possible, the Board shall endeavour to reach decisions by consensus.

(c) If consensus cannot be reached on any issue before the Board, the Board shall take all decisions by a simple majority of the votes cast, unless otherwise provided.

Chapter VIII. *Organisation and Administration*

Article 11. CHAIRMAN AND VICE-CHAIRMAN

(a) The Board shall, at its annual general meeting, elect a Chairman and a Vice-Chairman from among the members of the Board, or their alternates, who shall serve for a period of one year.

(b) Unless the Board decides otherwise, election of the Chairman and the Vice-Chairman shall as a rule, follow an alphabetical pattern of rotation based on the names of Participating Countries.

(c) The powers and functions of the Chairman shall be in accordance with the rules of procedure of the Board.

(d) In the absence of the Chairman, or at his request, the Vice-Chairman shall preside at meetings of the Board. The powers and functions of the Vice-Chairman shall, in such cases, be the same as those of the Chairman.

Article 12. MEETINGS

(a) The Board shall meet in regular session once every quarter.

(b) The Board may also meet:

(i) At the request of the Chairman;

(ii) At the request of the Director; or

(iii) At the request of any two or more Participating Countries holding not less than fifty percent of the total votes of all Participating Countries.

(c) The presence of a majority of Participating Countries holding not less than two-thirds of the total votes of all Participating Countries shall constitute a quorum. If on the day appointed for the opening of any session of the Board, there is not a quorum as defined above, a further meeting shall be convened on the following working day at which a majority of Participating Countries holding not less than fifty percent of the total votes of all Participating Countries shall together constitute a quorum.

(d) Active observers shall be entitled to appoint a delegate to attend meetings of the Board and to participate in the deliberations of the meetings but without the right to vote.

(e) The Board may invite any non-active observers to attend meetings of the Board in an advisory capacity.

(f) The convening of meetings of the Board and the conduct of such meetings shall be in accordance with the rules of procedure of the ITRI.

(g) The expenses of members of the Board or their alternates and advisors in attending meetings of the Board, shall not be met from the ITRI funds.

Article 13. THE DIRECTOR AND STAFF

(a) The Board shall, by a two-thirds majority of the votes cast, and with the approval of the Executive Committee, appoint a Director and a Deputy Director of the ITRI.

(b) The Director and the Deputy Director shall hold office for such period and on such terms and conditions as the Board may determine.

(c) The Director shall be the chief executive officer of the ITRI and shall

- (i) Be responsible to the Board for all the activities of the ITRI, including the effective operation of the institute and the implementation of the directives of the Board;
- (ii) Unless the Board decides otherwise, attend the meetings of the Board and participate in the deliberations of the meetings;
- (iii) Be the representative of the ITRI for all legal purposes;
- (iv) Be responsible for the implementation of the work programme of the ITRI as determined by the Board;
- (v) Be responsible to the Board, directly or through such arrangement as the Board may make pursuant to Article 9(b)(iv) for the technical work of the ITRI and the Institute as well as its operations in general including the management of its scientific and administrative services and staff; and
- (vi) Be responsible for the preparation and submission to the Board of the budget described in Article 15.

(d) The Deputy Director shall act as the Director when the latter is for any reason unable to perform his duties or when the office of the Director is temporarily vacant in which event, he shall be directly responsible to the Board.

(e) The other staff of the ITRI shall be appointed in accordance with the staff rules and regulations established by the Board.

Chapter IX. *Privileges and Immunities*

Article 14. PRIVILEGES AND IMMUNITIES

A headquarters agreement shall be negotiated with the Government of the Host Country, which will allow the ITRI and of persons connected with it such privileges and immunities as may be necessary for the discharge of its functions.

FINANCIAL PROVISIONS

Chapter X. *Accounts and Audit*

Article 15. THE BUDGET

(a) The Board shall at its first regular session after the entry into force of this Constitution, by a two-thirds majority of the votes cast, adopt the annual budget of income and expenditure approved by the ITRC for the current calendar year.

(b) Thereafter, the Board shall for each calendar year, recommend to the ATPC for its approval, the annual budget of income and expenditure of the ITRI. If at any time during any calendar year, because of unforeseen circumstances which have arisen, or are likely to arise, the balance remaining in the budget is likely to be inadequate to meet the operating expenses of the ITRI, the ATPC may approve a supplementary budget or take necessary measures in that regard for the remainder of the calendar year.

(c) A draft of the budget described in paragraph (b) of this Article shall be submitted by the Director to the Board.

Article 16. FINANCIAL ACCOUNTS

(a) The Board shall at all times maintain financial accounts which shall cover the income and expenditure of the administration and functioning of the ITRI and of the Tin Information Centres.

(b) The Board may place monies not immediately required, in bank accounts and government guaranteed securities as it may determine.

(c) The accounts established pursuant to this Article shall be operated in accordance with the financial rules and procedures established by the Board.

Article 17. RESERVE FUND ACCOUNT

(a) The Board shall establish and maintain a Reserve Fund Account.

(b) The budget of the ITRI may provide such sums as the Board may determine, to be allocated to the Reserve Fund Account.

(c) The funds in the Reserve Fund Account shall be utilized for the purposes of meeting contingencies and for the attainment of the objectives of the ITRI and administered in accordance with the financial rules and procedures established under this Constitution.

Article 18. AUDIT

The Board shall each year appoint auditors for the purpose of auditing and certification of the accounts maintained by the Board.

Article 19. DETERMINATION OF PERCENTAGES AND VOTES

The percentages of production and votes of each Participating Country shall at the entry into force of this Constitution be in accordance with Annex III. The Board may redetermine the percentages of production as may be necessary, in accordance with the Rules for the Redetermination of the Percentages of Participating Countries as in Annex IV.

Article 20. CONTRIBUTION TO THE BUDGET BY PARTICIPATING COUNTRIES

(a) On the basis of the budget described in Article 15, the Board shall assess in the currency of the Host Country, the contribution to the financial account established under Article 16, to be made by each Participating Country, which shall be such proportion of the budget as the Board shall in each case, from time to time, determine on the basis of the percentage of production of each Participating Country.

(b) Should the total income of the ITRI during any calendar year exceed the budgetary requirements, such excess shall be taken into account by the Board in the preparation of the budget for subsequent years.

(c) Assessment of contributions from Participating Countries in accordance with paragraph (a) of this Article shall be sent to each Participating Country not later than two months before the beginning of the calendar year to which it relates.

(d) A Participating Country which is also a member of the ATPC shall, unless as otherwise allowed by the Conference of Ministers, pay its contribution to the ITRI through the ATPC.

Article 21. VOLUNTARY CONTRIBUTIONS

(a) Any Participating Country, any government accorded provisional participation pursuant to paragraph (c) of Article 4, or any government, organisation or association enjoying observer status pursuant to paragraph (d) of Article 4, may make voluntary contributions to the ITRI. The Board may, at its discretion, receive voluntary contributions from any individual, corporation, organisation, association, or institution.

(b) Voluntary contributions made under paragraph (a) of this Article, and any other donations received from any other source, shall be utilized for the furtherance of the work of the ITRI.

Article 22. ARREARS IN CONTRIBUTION

(a) If a Participating Country does not fulfil its obligation to contribute to the budget of the ITRI, either under paragraphs (c) or (d) of Article 20, by the date such contributions become due, that Participating Country shall be considered to be in arrears.

(b) A Participating Country which is in arrears for one hundred and twenty days after the due date, shall, unless the Board decides otherwise, have its voting rights suspended until the contribution is paid.

(c) A Participating Country whose voting rights have been suspended under paragraph (b) of this Article shall nevertheless remain responsible for the payment of its contribution.

(d) Without prejudice to its power to suspend the voting rights, pursuant to paragraph (c) of this Article and to determine such other penalties against the Participating Country which is in arrears, the Board may impose interest on the arrears in contribution, on the basis of the average rate of interest earned by the ITRI on its bank deposit accounts for the preceding six months period.

(e) The Board shall, on receipt of all arrears in contribution, restore to the Participating Country concerned, the rights of which it has been deprived under this Article; and

(f) For the purposes of this Article, the due date for contribution shall be the first day of each calendar year.

Chapter XI. *Dissolution and Withdrawal*

Article 23. DISSOLUTION

Subject to the approval of the ATPC, the Board may by a two-thirds majority of the total votes of all Participating Countries, decide to dissolve the ITRI and, in such event, all the movable and immovable tangible and intangible assets of the ITRI shall be sold at the best price reasonably obtainable and the proceeds shall be added to the money held by the ITRI. Out of the aggregate of the proceeds of such sale and the monies so held, the Board shall as soon as practicable discharge all the ITRI's financial and social liabilities and the remaining balance, if any, shall be shared amongst the Participating Countries who are members of the ITRI at the date of the dissolution in proportion to their respective total contributions over the period of their membership.

Article 24. WITHDRAWAL

(a) A Participating Country may withdraw from membership of the ITRI in accordance with the following provisions of this Article.

(b) Any Participating Country intending to withdraw from membership shall give to the Board at least twelve months written notice to take effect on the 1st January of any year (hereinafter called "the effective date of withdrawal").

(c) As soon as possible after the Board has received the notice of withdrawal, the Director shall place before the Board a statement of account of the withdrawing Participating Country.

(d) The Board shall notify the withdrawing Participating Country of its outstanding contributions and of any other outstanding financial obligations to the ITRI, and the withdrawing Participating Country shall settle all such amounts in full before the effective date of withdrawal.

(e) A withdrawing Participating Country shall be liable to pay its full contribution under Article 20 and any payments arising under Article 22 for the whole period from the date of notice of withdrawal to the effective date of withdrawal.

(f) A withdrawing Participating Country shall not have any right to any share in the assets of the ITRI either at the effective date of withdrawal or at any time thereafter in the event of a dissolution of the ITRI under Article 23, and shall also lose all rights to any share in the Reserve Fund Account.

OTHER PROVISIONS

Chapter XII. *The Institute and Tin Information Centres*

Article 25. CONTINUATION OF THE INSTITUTE AND TIN INFORMATION CENTRES

(a) Upon the entry into force of this Constitution, the 1949 Agreement shall be deemed to be repealed and superseded by this Constitution and all the movable and immovable tangible and intangible assets held by or on behalf of the ITRC including those of the Tin Information Centres, and all rights and liabilities of the ITRC shall vest in or accrue to the ITRI.

(b) Notwithstanding the repeal of the 1949 Agreement:

- (i) The Institute and the Tin Information Centres shall continue in being as if established under this Constitution.
- (ii) The staff of the Institute including those employed for the Tin Information Centres shall, without prejudice to any existing rights, be deemed to be employed by the Board under this Constitution.
- (iii) Any trusteeship established or trustees appointed by the ITRC, shall, unless otherwise decided by the Board continue in being, or appointed as the case may be, as if established or appointed under this Constitution.

Article 26. TIN INFORMATION CENTRES

The Board shall from time to time evaluate the performance and usefulness of the Tin Information Centres and may revise the number and location of those centres and in so doing, shall take into account the need to make available an effective service to tin users throughout the world.

Chapter XIII. *Final Provisions*

Article 27. DEPOSITARY

The Director of the ITRI is hereby designated as the Depositary of this Constitution.

Article 28. SIGNATURE

This Constitution shall be open for signature at the ITRI's headquarters from 1 October, 1985 to 31 December, 1985 inclusive, by the Initial Participating Countries through their duly accredited representatives.

Article 29. ENTRY INTO FORCE

(a) This Constitution shall enter into force on the date when all the Initial Participating Countries have signed this Constitution in accordance with Article 28.

(b) In the event that this Constitution does not enter into force by 1st January, 1986 the governments which have signed this Constitution in accordance with Article 28, shall meet to agree on a new date for the entry into force of this Constitution or shall decide to put this Constitution into force amongst themselves on such date as they may determine.

Article 30. ACCESSION

(a) Any Tin Producing Country listed in Annex II shall have the right to accede to this Constitution upon conditions to be determined by the Board. Instruments of accession from such parties shall state that they accept all those conditions.

(b) This Constitution shall enter into force for any Tin Producing Country which accedes to this Constitution in accordance with this Article, on the date of deposit of the instrument of accession of that country.

Article 31. GENERAL OBLIGATIONS OF MEMBERS

Participating countries shall accept as binding the decisions of the Board under this Constitution.

Article 32. AMENDMENT

(a) Subject to the approval of the ATPC, the Board may by a two-thirds majority of the total votes of all Participating Countries recommend to the governments of Participating Countries, any amendment to this Constitution. The Board shall in its recommendation, fix the time limit within which such Governments shall notify the Board whether or not it accepts the amendment.

(b) The amendment as recommended shall come into force on the last day fixed under paragraph (a) of this Article if the recommendation is accepted by a majority of Participating Countries holding not less than two-thirds of the total votes of all Participating Countries.

(c) Notwithstanding paragraph (a) of this Article, Annex II to this Constitution may, with the approval of the ATPC be revised by the Board from time to time.

Article 33. DURATION

This Constitution shall have effect from 1st January, 1986 and, except as provided for in Article 23, be subject to review by a two-thirds majority of the total votes of all Participating Countries.

Article 34. RESERVATIONS

Reservations may not be made with respect to any of the provisions of this Constitution.

Article 35. REGISTRATION WITH THE UNITED NATIONS ORGANISATION

Pursuant to Article 102 of the United Nations Charter, this Constitution and any amendment thereto shall be registered with the Secretary-General of the United Nations.

IN WITNESS WHEREOF, the undersigned, having been duly authorised to this effect by their respective Governments, have signed this Constitution on the dates appearing with their signature.

DONE in Canberra this 18th day of September 1985, in the English language in a single copy which shall be deposited with the Depositary, by whom certified copies will be transmitted to all signatory countries. The text shall be translated into the French and Spanish languages, the English text being authentic.

For the Government of Indonesia:

[Signed]
Pratjojo, Chargé d'Affaires a.i.

For the Government of Malaysia:

[Signed]
Dato' Kassim bin Mohd. Hussein
High Commissioner for Malaysia to the UK

For the Government of Nigeria:

[Signed]
Ambassador Ibrahim Karfi
Acting High Commissioner for Nigeria

For the Government of Thailand:

[Signed]
Dr. Owart Suthiwart-Narueput
Ambassador Extraordinary and Plenipotentiary
of the Kingdom of Thailand to the UK

For the Government of Zaire:

[Signed]
Kazembe Swana Ilunga
Représentant Permanent du Zaïre auprès [de la] CIE et
CIRE

ANNEX I

Members of the International Tin Research Council under the 1949 Agreement as at 18th September, 1985: Indonesia, Malaysia, Nigeria, Thailand, Zaire.

ANNEX II

Tin Producing Countries which are net exporters: Australia, Bolivia, Brazil, Burma, China, Indonesia, Malaysia, Niger, Nigeria, Rwanda, Thailand, Zaire.

Footnote: This Annex may be revised from time to time by the Board.

ANNEX III

PERCENTAGES OF PRODUCTION OF TIN AND NUMBER OF VOTES

<i>Country</i>	<i>Percentages</i>	<i>Votes*</i>
Indonesia	28.06	273
Malaysia	45.34	428
Nigeria	1.58	34
Thailand	22.76	225
Zaire	2.26	40
	100.00	1000

Notes: 1. The countries listed in this Annex are the Initial Participating Countries and the percentages are based on the production figures during the years 1982, 1983, 1984.

2. This Annex may be revised from time to time by the Board in accordance with the Rules for Redetermination of Percentages of Participating Countries, which appears as Annex IV.

* As per Article 10(a) each Participating Country receives 20 initial votes.

ANNEX IV

RULES FOR THE REDETERMINATION OF THE PERCENTAGES
OF PARTICIPATING COUNTRIES

Rule 1. (a) In accordance with Article 19 of the Agreement, the initial percentages of Participating Countries shall be in accordance with Annex III of this Agreement, which shall be effective forthwith.

(b) Subsequent annual redetermination of the percentages shall be made by the Board during the second quarter of each financial year following the determination under paragraph *(a)* of this Rule as follows: The percentages in the first annual redetermination, and all later annual redeterminations, shall be in direct proportion to the production of tin in each of the Participating Countries in the latest 24 consecutive calendar months for which figures are available.

(c) Notwithstanding the annual redetermination under paragraph *(b)* of this Rule, there shall be a determination of the percentages whenever there is a change in the membership of the ITRI, provided that:

- (i)* In the case of the admission of a new Participating Country, the basis of redetermination for that Participating Country shall be in respect of the production figures of the last twenty-four months of that Participating Country as are available, unless the Board decides otherwise, while in the case of the existing Participating Countries, it shall be in accordance with paragraph *(b)* of this Rule;
- (ii)* In the case of the withdrawal of a Participating Country, the basis of redetermination for the remaining Participating Countries, shall be in accordance with paragraph *(b)* of this Rule.

Rule 2. Participating Countries shall submit statistics of their production as follows:

(a) For the purpose of Rule 1 *(a)* of these Rules, to the Board at its first meeting, statistics of the last twenty-four months for which figures of the production of tin in each of the Participating Countries are available or such other statistics as the Board may require;

(b) For the purpose of Rule 1 (b) of these Rules, to the Director:

- (i) Within three months of the adoption of these Rules, monthly production statistics for the latest 24 consecutive calendar months for which figures are available, and
- (ii) Within three months after the completion of each successive month, production statistics for that month;

(c) For the purpose of Rule 1 (c) of these Rules, to the Director within sixty days of signing the Agreement, monthly production statistics for the last twenty-four months as are available, or such other statistics as the Board may require;

(d) If a Participating Country has failed to make such figures available, the production of the Participating Country for a period of 24 months shall be calculated by multiplying 24 [by] the average monthly rate of production figures available for such period.

Rule 3. In these Rules the expression “the production of tin” shall be deemed to refer exclusively to mine production, and accordingly smelter production shall be ignored.

Rule 4. These Rules may be amended by the Board, provided that such amendment is not inconsistent with the terms of the Constitution.

Rule 5. A decision to amend these Rules shall be taken by two-thirds of the Votes Cast. An amendment shall take effect on such date as shall be determined by the Board.

Rule 6. Nothing in these Rules shall override the provisions of the Constitution or be inconsistent with the Rules of Procedure of the Board.

CONCLUDING RESOLUTIONS¹

The Conference of Ministers of the Association of Tin Producing Countries (ATPC) at its Third Session at Canberra, Australia from 17 to 18 September, 1985 having approved the text of the new Constitution for the International Tin Research Institute (ITRI), hereinafter referred to as the “Constitution”:

1. Requests that the original text of the Constitution as approved be forwarded to the person designated in the Constitution as the Depository;

2. Requests the Depository immediately to forward copies of the Constitution to the Governments of all countries listed in Annex I and Annex II to the Constitution and to draw their attention to the respective procedures available to them to become parties to the Constitution and to invite them to do so;

3. Requests the Depository to arrange for the Constitution to be opened for signature from 1st October, 1985 until 31st December, 1985 in accordance with Article 28 or until such further date as determined in accordance with paragraph (b) of Article 29 of the Constitution;

4. Requests the Depository to register the Constitution with the Secretary General of the United Nations pursuant to Article 35 of the Constitution;

5. Agrees that, notwithstanding that the International Tin Research Council (ITRC) would be dissolved upon the entry into force of the Constitution pursuant to paragraph (h) of the preamble to the Constitution, the ITRC shall pending the establishment of the Management Board of the ITRI under Article 6 of the Constitution, continue in being and shall exercise all the powers and discharge all the functions of the Management Board as if it were itself the Management Board established under Article 6;

6. Directs the Management Board of the ITRI to invite the Government of the Republic of Bolivia to participate in the work of the ITRI on a ‘provisional member basis’ pursuant to paragraph (c) of Article 4 of the Constitution.

Dated this 18th day of September, 1985
Canberra, Australia

¹ Published for information by the Secretariat of the United Nations.