

**No. 1029**

---

**UNITED NATIONS  
(UNITED NATIONS DEVELOPMENT PROGRAMME)  
and  
INTERNATIONAL BANK  
FOR RECONSTRUCTION AND DEVELOPMENT**

**Agreement on the establishment of the Centro Internacional  
de Agricultura Tropical (with annexed Constitution).  
Signed on 28 May 1986**

*Authentic text: English.*

*Filed and recorded by the Secretariat on 1 October 1989.*

---

**ORGANISATION DES NATIONS UNIES  
(PROGRAMME DES NATIONS UNIES  
POUR LE DÉVELOPPEMENT)  
et  
BANQUE INTERNATIONALE  
POUR LA RECONSTRUCTION  
ET LE DÉVELOPPEMENT**

**Accord portant création du Centre international d'agri-  
culture tropicale (avec constitution annexée). Signé le  
28 mai 1986**

*Texte authentique : anglais.*

*Classé et inscrit au répertoire par le Secrétariat le 1<sup>er</sup> octobre 1989.*

## AGREEMENT<sup>1</sup> BETWEEN THE INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT AND THE UNITED NATIONS DEVELOPMENT PROGRAMME ON THE ESTABLISHMENT OF THE CENTRO INTERNACIONAL DE AGRICULTURA TROPICAL

Whereas, the Consultative Group on International Agricultural Research (hereinafter called "CGIAR") is a group of national governments, multilateral aid agencies, private foundations and others that have caused to be established and are supporting a network of international agricultural research centers for the purpose of improving and increasing agricultural production throughout the developing world;

Whereas, the promotion of international agricultural research for the benefit of developing countries is, within their broad purposes, a common objective of the International Bank for Reconstruction and Development (hereinafter called "the Bank") and the United Nations Development Programme (hereinafter called "UNDP");

Whereas, the Bank, UNDP and the Food and Agriculture Organization of the United Nations are the Co-Sponsors of CGIAR;

Whereas, the Centro Internacional de Agricultura Tropical (hereinafter called "CIAT"), established in the Republic of Colombia as a private non-profit organization by Public Deed No. 4717 dated October 18, 1967 and recognized as a legal person by Resolution No. 4939 dated December 4, 1967, of the Ministry of Justice of the Republic of Colombia, is the center within the CGIAR system having primary responsibility for fostering improved agricultural production in the tropics and other developing regions of the world;

Whereas, on October 12, 1983, the Government of the Republic of Colombia and Co-Sponsors declared their special interest in the continued success of CIAT and their belief that it was essential that CIAT have the status and characteristics appropriate to its international mandate, its international sources of financing and the international character of its staff;

Whereas, CIAT has requested assistance in acquiring such legal status as will permit its continued full effectiveness in the Republic of Colombia and in other countries;

Whereas, in order to provide such assistance, the members of CGIAR have requested the Bank and UNDP to sign this Agreement on their behalf;

Whereas, the Bank and UNDP, convinced that the continued effective attainment of the objectives for which CIAT was established will thereby be fostered, have agreed to sign this Agreement on behalf of CGIAR;

Whereas, CIAT shall continue to form part of the CGIAR system, it being understood, however, that neither the Co-Sponsors nor any member of CGIAR shall be responsible or liable, individually or collectively, for any debts, liabilities or obligations of CIAT;

<sup>1</sup> Came into force on 28 May 1986 by signature.

Now, therefore, the Centro Internacional de Agricultura Tropical is hereby established as an international organization possessing full juridical personality in accordance with the Constitution set forth in the Annex attached hereto.

International Bank for Reconstruction and Development:

*By:* S. SHAHID HUSAIN  
Authorized Representative

*Date:* May 28, 1986

United Nations Development Programme:

*By:* TIMOTHY ROTHERMEL  
Authorized Representative

*Date:* May 28, 1986

## ANNEX

CONSTITUTION OF THE CENTRO INTERNACIONAL  
DE AGRICULTURA TROPICAL<sup>1</sup>*Article One*  
ESTABLISHMENT

The Centro Internacional de Agricultura Tropical (hereinafter referred to as "CIAT") is hereby established and is governed by the present Constitution.

*Article Two*  
STATUS

CIAT is organized exclusively for educational and scientific purposes. It enjoys international status and shall operate as an integral part of the Consultative Group on International Agricultural Research (hereinafter called "CGIAR") system as a non-profit autonomous international agency, non-political in management, staffing and operations.

*Article Three*  
PURPOSES AND ACTIVITIES

1. The purposes of CIAT shall be to promote accelerated agricultural development and increased agricultural production in the tropical and other developing regions of the world, as well as to contribute to the development of national programs and institutions of agricultural research throughout such regions.

2. In order to accomplish its purposes, CIAT may engage in the following types of activities:

(a) Developing and making available production systems for specific crops and animals in specific environments;

(b) Conducting research on, and developing procedures for, the bringing into economical production of areas not yet developed or fully utilized;

(c) Developing and making available effective techniques and strategies for the widespread adoption of improved varieties and agricultural practices;

(d) Assisting national institutions to develop staffs, programs and facilities for research and education;

(e) Establishing an information center for the collection and retrieval of materials relevant to the agricultural and economic development of the tropical regions;

(f) Providing a facility to collect, preserve, supply and exchange plant and animal germplasm;

(g) Conducting training programs, conferences, forums and seminars on topics related to CIAT's purposes; and

(h) Such other activities as CIAT may find necessary to further its purposes.

*Article Four*  
PRINCIPLES

1. CIAT may provide assistance to any country upon its request.

<sup>1</sup> The International Centre of Tropical Agriculture.

2. In carrying out its work, CIAT shall cooperate closely with other national and international agencies concerned with agricultural research and production, and shall seek to avoid unnecessary duplication of the work of such other agencies.

#### *Article Five*

##### CAPACITIES; LOCATION

1. CIAT shall be an international organization possessing full juridical personality. It shall have the capacity to do and perform all acts and things which are necessary for or incidental to the furtherance of its purposes and activities, and in particular, the capacity to:

(a) Receive, acquire or otherwise obtain from any governmental or international authority, or from any person, firm, foundation or other entity, such rights, charters, licenses, concessions and assistance, financial or otherwise, as are conducive to the attainment of CIAT's purposes;

(b) Receive, acquire or otherwise obtain from any governmental or international authority, or from any person, firm, foundation or other entity, by donation, grant, bequest or any other means, such properties, real, personal or mixed, including funds, valuable effects, things or interests therein, as may be useful or necessary to carry out CIAT's purposes and activities, and to hold, own, operate, administer, use, sell, convey or dispose of said properties or valuable things or interests;

(c) Contract;

(d) Employ persons; and

(e) Institute, and defend in, legal proceedings.

2. CIAT shall have its headquarters in the territory of the Republic of Colombia and may establish research stations and other programs at other locations in or outside of the Republic of Colombia as may be determined by the Board of Trustees after appropriate consultation with the national programs concerned.

#### *Article Six*

##### ORGANIZATION

CIAT shall have a Board of Trustees (hereinafter called "the Board"), a Director General, and such staff as shall be necessary for CIAT to carry out its activities.

#### *Article Seven*

##### THE BOARD OF TRUSTEES

1. The Board shall consist of no more than seventeen members, including the members to be designated by the host country in accordance with the headquarters agreement referred to in Article Ten, paragraph 3, and the Director General who shall be ex officio members of the Board. Three of the other members shall be chosen by the Board from among persons nominated by CGIAR.

2. The original members of the Board shall be those mentioned in the Schedule to this Constitution.

3. The terms of the original members of the Board, except for the Director General and the members designated by the host country, shall be as set forth in the Schedule to this Constitution. Thereafter, each member, except those who are designated as ineligible for election in the said Schedule, shall be elected by the Board to serve for three years. Board members shall be eligible for reelection once. The term of a reelected Board member shall be three years or such different period not exceeding four years as the Board may

determine in order to ensure that approximately the same number of vacancies arise from year to year. The Board shall elect new members whenever vacancies occur.

4. Members of the Board, other than the members serving *ex officio*, shall serve in their personal capacity and shall not be considered, nor shall they act, as representatives of governments or other organizations.

5. The Board shall be responsible for all of CIAT's affairs. It shall, *inter alia*:

- (a) Determine CIAT's policies and priorities of work;
- (b) Approve CIAT's programs and operational and capital development plans;
- (c) Approve such rules and regulations as may be necessary for the proper conduct of CIAT's affairs;
- (d) Approve annual budget estimates and audited financial statements;
- (e) Appoint external auditors;
- (f) Appoint the Director General and determine the terms of his service;
- (g) Consider the annual report on CIAT's activities prepared by the Director General;
- (h) Approve the terms of any proposed agreements or categories of agreements of CIAT that the Board may by regulation require to be submitted to it for approval; and
- (i) Do and perform all other acts necessary, suitable and proper for the attainment of the purposes for which CIAT is established.

6. The Board shall adopt its rules of procedure. It shall elect a Chairman and a Vice Chairman from among its members who will serve for three years or until the expiry of their respective term on the Board if this is less than three years. The Chairman, and in his absence the Vice Chairman, shall preside over meetings of the Board. A majority of the members shall constitute the quorum for any meeting of the Board. Each member of the Board shall have one vote. Except as otherwise herein provided, decisions of the Board shall be made by a majority of the votes cast.

7. The Board shall hold one annual meeting and such additional special meetings as may be required. The Board may establish a procedure whereby its Chairman may obtain a vote of members of the Board on specific questions between meetings of the Board.

8. (a) The Board shall establish an Executive Committee (hereinafter called "the Committee") consisting of seven of its members, including the Chairman of the Board, the Director General and at least one citizen of the host country. The Committee shall have the power to act for the Board between Board meetings on matters which the Board delegates to it. Members of the Committee shall serve until the expiry of their respective terms on the Board or such lesser periods as the Board may determine. A majority of the members shall constitute the quorum for any meeting of the Committee. Each member of the Committee shall have one vote. Decisions of the Committee shall be made by a majority vote. All decisions of the Committee shall be reported to the Board at its next meeting.

(b) The Board may establish such other committees as it may consider appropriate to assist it in its work.

#### Article Eight

##### THE DIRECTOR GENERAL AND STAFF

1. CIAT shall be administered by a Director General under the direction of the Board. The Director General's appointment, terms of service, and any termination for cause shall be decided by a three-fourths majority of all members of the Board.

2. The Director General shall implement the policies and programs established by the Board and shall be responsible to the Board for operating and managing CIAT and for assuring that its policies and programs are properly developed and carried out. The Director

General shall be CIAT's legal representative and shall, within the limits established by the Board, be empowered to undertake such actions as shall be necessary for the attainment of CIAT's purposes.

3. The Director General shall appoint and manage the staff in accordance with policies and regulations approved by the Board. Subject to the paramount importance of securing the highest standards of integrity, efficiency and technical competence, due regard shall be paid, in the appointment of staff, to CIAT's international character.

4. Within the limits established by the Board, the Director General may: (a) appoint a member of CIAT's senior staff to act in his absence or incapacity to act; and (b) delegate to certain members of the senior staff authority to sign contracts and other instruments on CIAT's behalf.

#### *Article Nine*

##### FINANCE

1. CIAT's financial resources shall be obtained from contributions by the members of CGIAR, to which CIAT's annual budgets shall be submitted for approval. CIAT shall also be authorized to receive contributions from other sources for the furtherance of its purposes and activities.

2. CIAT's financial operations shall be conducted in accordance with regulations approved by the Board.

3. No part of CIAT's earnings shall inure to the benefit of, or be distributed to, its Board members, officers, staff, or other private persons, except that CIAT may pay reasonable compensation for services rendered to CIAT and make payments in furtherance of its purposes and activities.

#### *Article Ten*

##### RELATIONSHIP WITH CGIAR AND OTHER ENTITIES

1. CIAT shall cooperate closely with CGIAR, its Secretariat, and the other international agricultural research centers included within the CGIAR system. CIAT shall submit its annual programs and operational plans to the members of CGIAR and shall be subject to periodic review by the appropriate committees of CGIAR.

2. CIAT shall enter into such cooperative relationships with such other organizations, agencies or other entities as may be conducive to furthering the efficient implementation of CIAT's programs and objectives.

3. CIAT shall enter into a headquarters agreement with the government of the host country and appropriate agreements with the governments of other countries where it has cooperative relationships.

4. Neither the signatories to the Agreement to which this Constitution is annexed (hereinafter called "the signatories") nor any member of CGIAR shall be liable for any obligations of CIAT. The agreements referred to in paragraph 3 above and all other significant contracts entered into by CIAT shall contain provisions stating that (a) CIAT possesses independent legal personality and (b) neither the signatories nor any member of CGIAR shall be liable for any obligations of CIAT.

#### *Article Eleven*

##### RIGHTS, PRIVILEGES AND IMMUNITIES

1. CIAT, its officials and staff shall enjoy in the territory of the host country such rights, privileges and immunities as shall be stipulated in the headquarters agreement to be concluded between the host country and CIAT pursuant to Article Ten, paragraph 3.

2. Similarly, CIAT may, pursuant to Article Ten, paragraph 3, enter into agreements with the other countries in which it works for the purpose of granting CIAT, its officials and staff such privileges and immunities as are required for such work.

3. Except as agreements concluded pursuant to Article Ten, paragraph 3, shall otherwise provide, CIAT, its officials and staff shall be subject to the laws of the countries concerned.

#### *Article Twelve*

##### AMENDMENTS

This Constitution may be amended at any meeting of the Board by a three-fourths majority vote of all of its members, provided that notice of such amendment, together with its full text, shall have been sent to all members of the Board at least eight weeks in advance of such meeting, unless such notice is waived by all members of the Board. Important amendments to this Constitution shall in addition require the approval of: (a) the signatories in the case of amendments to Article Ten, paragraph 4; and (b) the members of CGIAR in the case of all other important amendments, including any substantial modification of provisions relating to the purposes, activities, capacities, principles and dissolution of CIAT. CIAT shall consult with the government of the host country on any amendment which would affect the headquarters agreement referred to in Article Ten, paragraph 3.

#### *Article Thirteen*

##### DISSOLUTION

1. Subject to approval by the members of CGIAR, CIAT may be dissolved by a three-fourths majority of all members of the Board, if it is determined by the Board that CIAT is no longer required or that it will no longer be able to function effectively.

2. In case of dissolution, the assets of CIAT situated in the host or other collaborating countries shall be retained by such countries and used for similar purposes or distributed to institutions having purposes similar to those of CIAT in the respective countries after agreement between the governments of those countries and the Board in consultation with the members of CGIAR.

#### *Article Fourteen*

##### TRANSITIONAL PROVISION

CIAT shall enter into such arrangements as shall be necessary and appropriate for the efficient and orderly transfer to CIAT of its predecessor's assets and liabilities upon the latter's dissolution.



SCHEDULE TO THE CONSTITUTION OF THE CENTRO INTERNACIONAL  
DE AGRICULTURA TROPICAL<sup>1</sup>

*Original Members of the Board of Trustees<sup>(1)</sup>*

<i>Name</i>	<i>Expiry of Term<sup>(2)</sup></i>	<i>Eligible for Election<sup>(3)</sup></i>
William Tossell	1987	No
Nohra de Junguito	1988	No
Peter Bell	1988	Yes
Eduardo Casas Diaz	1986	Yes
John L. Dillon	1986	No
Dely P. Gapasin	1988	Yes
Fernando Gomez M. <sup>(*)</sup>		
Ken-Ichi Hayashi	1988	Yes
Frederick Hutchinson	1988	Yes
Roberto Mejia Caicedo <sup>(*)</sup>		
John L. Nickel <sup>(*)</sup>		
Marco Palacios Roza <sup>(*)</sup>		
Aston Zachariah Preston	1986	Yes
Erwin Reisch	1987	No
Rodrigo Tarte	1987	Yes
Elmar Wagner	1987	No
Fredrick Wangati	1986	Yes

<sup>(\*)</sup> Ex officio member.

<sup>(1)</sup> See Articles 7(1) and 7(2) of the Constitution.

<sup>(2)</sup> See first sentence of Article 7(3) of the Constitution.

<sup>(3)</sup> See second sentence of Article 7(3) of the Constitution.

<sup>1</sup> The International Centre of Tropical Agriculture.