



GENERAL ASSEMBLY
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Item No. 11 on the Agenda: Amendment of Article 7 of the Regulations

(memorandum prepared by the UNIDROIT Secretariat)

<i>Summary</i>	<i>Consideration of the proposals made by the ad hoc Committee of the General Assembly for the amendment of Article 7 of the Regulations and of the views expressed thereon by the Governing Council at its 84th session, held in Rome from 18 to 20 April 2005</i>
<i>Action to be taken</i>	<i>Approval of the proposed new text for Article 7(5) of the Regulations and taking of a decision as to whether Article 7(4) of the Regulations should be deleted or amended</i>
<i>Related documents</i>	<i>None</i>

1. At its 58th session, held in Rome on 28 November 2004, the General Assembly established an *ad hoc* Committee of the General Assembly to develop proposals for the amendment of Article 7 of the Regulations of the Institute ¹ designed to ensure minimum representation of all the important geographic regions of the world on the UNIDROIT Governing Council. It will be recalled that the need for this decision stemmed from the failure of any of the

¹ Article 7 of the Regulations provides-

"1. - Except when otherwise set forth in the Statute, decisions of the Assembly shall be valid when taken by a majority of members present and casting a vote. In the event of an equal number of votes being cast for and against a proposal, another vote shall be taken. If, after a third vote, no majority has been obtained, the proposal shall be deemed to be defeated.

2. - Votes shall be taken by show of hands unless a representative requests a vote by roll-call. In such circumstances, the Governments represented shall be called in the French alphabetical order.

3. - Notwithstanding the provisions of paragraph 2 of the present article, decisions concerning persons shall be taken by secret ballot.

4. - If no name obtains a majority on the first ballot, a further ballot shall be held for the two candidates who have obtained the highest number of votes. If the number of votes cast for each candidate is equal, the older candidate shall be deemed to be elected.

5. - When the Assembly is called upon to proceed simultaneously to several appointments under identical conditions, candidates with an absolute majority of votes shall be elected. Should the number of candidates elected be lower than that of the appointments to be made, a second ballot shall be held among the remaining candidates and those obtaining the highest number shall be elected."

three candidates from African member States to secure election to the Governing Council at the last elections to that body, which took place at the 57th session of the General Assembly, held in Rome on 28 November 2003.

2. The *ad hoc* Committee met in Rome, at the seat of UNIDROIT, under the chairmanship of H.E. Mr J. F. Cogan, Ambassador of Ireland in Italy, on 28 February 2005. The representatives of 28 member States took part in its work.

3. As will be seen from the *Report of the Chairman*, reproduced in the Annex to this memorandum, there was very broad support within the *ad hoc* Committee for Article 7 being amended in such a way that, regardless of the number of regions into which UNIDROIT's membership is actually divided for the purposes of elections to the Governing Council, the candidate receiving the highest number of votes from each such region would be automatically elected, independently of whether or not the number of votes received by that candidate would otherwise have sufficed to elect him (see §§ 6-9 of that Report).

4. This very broad support is reflected in the proposed new Article 7(5) and 7(5) *bis* reproduced in Appendix III to the Report of the Chairman, which is worded as follows (the amendments being highlighted in italics):

"5. When the Assembly is called upon to proceed simultaneously to several appointments, *other than appointments to the Governing Council*, under identical conditions, candidates with an absolute majority of votes shall be elected. Should the number of candidates be lower than that of the appointments to be made, a second ballot shall be held among the remaining candidates and those obtaining the highest number of votes shall be elected.

5 bis - When the Assembly is called upon to proceed simultaneously to several appointments to the Governing Council under identical conditions, the first [four] appointments shall be reserved for the candidates having secured the highest number of votes from each region and the remaining appointments shall be filled by those of the other candidates having secured an absolute majority of votes. Should the number of candidates elected be lower than that of the appointments to be made, a second ballot shall be held among the remaining candidates and those obtaining the highest number of votes shall be elected."

5. It is to be noted that the proposed new Article 7(5) *bis* deals only with the *specific* case of elections to the Governing Council: the proposed new Article 7(5) basically reproduces the present Article 7(5) amended only in so far as is necessary to clarify that its application is limited to elections other than Governing Council elections, such as the elections to the Administrative Tribunal of UNIDROIT provided for under Article 7 *bis* (2) of the UNIDROIT Statute.

6. As regards the actual number of regions into which UNIDROIT's membership should be divided for these purposes - notwithstanding minority support for dividing the Institute's membership into five regions, so as to assure recognition of the distinct legal culture of the Latin American and Caribbean countries - a considerable majority of the representatives of member States participating in the work of the *ad hoc* Committee supported Article 7 being amended in such a way that UNIDROIT's membership would be divided into four regions, Africa, the Americas, the Asia/Pacific region and Europe (see §§ 10-14 of the Report). The Committee recommended that the formula to be adopted should be periodically reviewed to take account of changes in the Institute's membership (see § 14 of the Report).

7. This considerable majority support is reflected in the proposed new Article 7(5) *ter* reproduced in footnote 9 of the Report of the Chairman, which is worded as follows:

"5 *ter* - For the purposes of the preceding paragraph, the term "region" shall refer to each of the geographic regions into which the membership of the Institute is divided by the General Assembly. The General Assembly, at its 59th session held in Rome on 1 December 2005, fixed these regions as Africa, the Americas, the Asia-Pacific region and Europe."

8. The *ad hoc* Committee was, in addition, seised of a proposal for the deletion or amendment of Article 7(4) of the Regulations. The effect of the present text of this provision is that, in the event of a tie for the last seat on the Council, the older candidate is to be deemed to be elected. It was suggested by one representative that this rule should not only be deleted but that it should be replaced by one providing, in the event of a tie, for the holding of a further ballot involving the parties thereto (see §§ 13 and 16 of the Report).

9. One representative voiced concern during the meeting of the *ad hoc* Committee that, in addressing wider constitutional issues and designing policies aimed at attracting more developing countries, the Committee might be going beyond its terms of reference. The Chairman agreed that this concern should be mentioned in his report (see § 15 of the Report).

10. At its 84th session, held in Rome from 18 to 20 April 2005, the Governing Council considered the work accomplished by the *ad hoc* Committee, in particular in the light of the Report of the Chairman.

11. It agreed that the *ad hoc* Committee was right to see its terms of reference as being strictly limited to the seeking of a solution to the specific problem referred to it, namely the failure of any African candidate to secure election to the Council at the last elections to that body.

12. It accordingly endorsed the recommendations of the *ad hoc* Committee for the amendment of Article 7(5) of the Regulations.

13. It further agreed that Article 7(4) of the Regulations should be deleted and replaced by a rule providing for the holding of a further ballot in the event of a tie for the last seat on the Council.

14. *The General Assembly is accordingly invited to approve the amendments to Article 7(5) proposed by the ad hoc Committee and endorsed by the Governing Council. It is further invited to approve the recommendation of the Governing Council that Article 7(4) be deleted and replaced by a rule providing for the holding of a further ballot in the event of a tie.*

ANNEX

**AD HOC COMMITTEE OF THE GENERAL
ASSEMBLY TO PREPARE PROPOSALS FOR
THE AMENDMENT OF ARTICLE 7 OF THE
UNIDROIT REGULATIONS
First session
Rome, 28 February 2005**

UNIDROIT 2005
A.G./A.H.C. Doc. 5
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REPORT OF THE CHAIRMAN**Background**

1. On 28 November 2003, at its 57th session, the General Assembly of UNIDROIT elected the membership of the Governing Council for the five year period from 1 January 2004 to 31 December 2008. Of the three candidates submitted for election by African member States, none was elected.

2. Accordingly, at its 58th session on 26 November 2004, the General Assembly decided to form an *Ad Hoc* Committee ("the Committee"). The Committee's mandate was to prepare proposals for amending Article 7¹ of the Institute's Regulations ("the Regulations"). These proposals should have the effect of ensuring representation on the Governing Council of each of the world's different regions from amongst the candidates that member States submitted for election.

3. The Committee met on 28 February 2005. A list of participants is set out in Appendix I to this Report. It had before it the Regulations² and the following documents -

- a draft agenda (A.G./A.H.C. Doc.1),

¹ Article 7 of the Regulations provides-

"1. - Except when otherwise set forth in the Statute, decisions of the Assembly shall be valid when taken by a majority of members present and casting a vote. In the event of an equal number of votes being cast for and against a proposal, another vote shall be taken. If, after a third vote, no majority has been obtained, the proposal shall be deemed to be defeated.

2. - Votes shall be taken by show of hands unless a representative requests a vote by roll-call. In such circumstances, the Governments represented shall be called in the French alphabetical order.

3. - Notwithstanding the provisions of paragraph 2 of the present article, decisions concerning persons shall be taken by secret ballot.

4. - If no name obtains a majority on the first ballot, a further ballot shall be held for the two candidates who have obtained the highest number of votes. If the number of votes cast for each candidate is equal, the older candidate shall be deemed to be elected.

5. - When the Assembly is called upon to proceed simultaneously to several appointments under identical conditions, candidates with an absolute majority of votes shall be elected. Should the number of candidates elected be lower than that of the appointments to be made, a second ballot shall be held among the remaining candidates and those obtaining the highest number shall be elected."

² The version of the Regulations put before the Committee includes amendments up to 26 November 1991.

- an explanatory note describing the business of the Committee (A.G./A.H.C. Doc.2) (“the explanatory note”),
- a proposal by the representative of Spain for the amendment of Article 7 (A.G./A.H.C. Doc.3), and
- a further such proposal by the representative of South Africa (put before the Committee during its deliberations) (A.G. /A.H.C. Doc.4).

The texts of the Spanish and the South African proposals are set out in Appendix II to this Report.

4. The Secretary General outlined the provision made by Article 6 of the Statute³ in relation to membership of the Governing Council and explained that to amend the relevant Article of the Statute would involve a lengthy and cumbersome procedure⁴. The more practical approach, favoured by the Governing Council, was for the General Assembly to amend Article 7 of the Regulations.

5. The Ambassador of Ireland was elected Chairman of the Committee. He invited the Committee to consider the issues referred to in the mandate given to it by the General Assembly. The substance of its work was the preparation of proposals for amending Article 7. The Chairman drew the attention of the Committee to the explanatory note in which the Secretariat described an approach that the Committee might take to the main issue, the amendment of Article 7 to ensure that each region is guaranteed representation on the Governing Council. A second issue, related to this, was the division of UNIDROIT'S membership into geographic regions for the purpose of the amendment. The Committee was to consider these issues and make recommendations for the consideration of the Governing Council to be held in Rome from 18 to 20 April 2005 and subsequently, by the December meeting of the General Assembly.

Proposals for amending Article 7 of the Regulations

6. The Committee examined the specific proposals for the amendment of Article 7 made by the representatives of Spain and South Africa. The representative of Spain explained that the Spanish proposal was intended to provide that, in the exceptional case in which, in relation to any geographic region, no candidate from that region had been elected to the Governing Council, the candidate from that region who had obtained the most votes of any candidate from that region would be deemed to have been elected in place of the candidate from any other region who had obtained the least number of votes cast for those candidates that had been elected. As to what geographic areas were to constitute regions for this purpose the representative of Spain

³ Article 6 of the Statute provides-

“1. - The Governing Council shall consist of the President and twenty-five members.

2. - The President shall be appointed by the Italian Government.

3. - The members shall be appointed by the General Assembly. The Assembly may appoint, in addition to the members mentioned in paragraph 1, one other member chosen from among the judges in office of the International Court of Justice.”.

⁴ Article 19 of the Statute provides inter alia that amendments to the Statute passed by the General Assembly are not to come into force until approved by a majority of two thirds of the participating Governments and requires each Government to communicate its approval in writing to the Italian Government which must then inform the other participating Governments and the President of the Institute.

suggested that the most satisfactory solution would be to adopt the four described in the explanatory note as "...Africa, the Americas, the Asia/Pacific region and Europe..."⁵.

7. The representative of South Africa described the South African proposal as similar in intent to that made by the representative of Spain. It provided for an amendment to be made to Article 7 (5), to the effect that, when a division of the membership into regions was agreed (and provided there were candidates for election from each region), the election of a specific number of those who had received the most votes in each region would be guaranteed. As to the most appropriate division of the Institute's membership into regions for this purpose, the representative of South Africa suggested that adopted by the international body closest in function to the Institute, the United Nations Commission on International Trade Law ("UNCITRAL"). UNCITRAL adopts the regional structure of division into five regions adopted by the United Nations' General Assembly, i.e. Africa, Asia, Latin America and the Caribbean, Eastern Europe and Western Europe and other States.

8. In the ensuing debate, several representatives commented on the proposals made by the Spanish and South African representatives. The representative of the United States of America indicated that, although his delegation did not have a specific proposal, his delegation wished to take this opportunity to raise some more general issues relating to the composition of the Governing Council and the membership of the Institute. The Committee had been given the opportunity to make a significant change. The outcome of the last election had prejudiced the Institute's attempts to widen membership of the Governing Council, the only organ of the Institute which regularly reviews its work. There was a level of disaffection which discouraged some States from becoming members of the Organisation. This might be addressed if the Committee were to propose either that the top two candidates from each region be elected or for there to be a division into seven regions similar to that adopted by the Food and Agriculture Organisation ("the FAO"), an Agency of the United Nations⁶.

9. There was very broad support within the Committee for the South African proposal for amendment of Art 7, as it would ensure that the Governing Council would be representative of all the regions from which members of the Institute were drawn. The Chairman concluded that there was a general consensus in favour of the South African proposal for the amendment of Article 7, subject to the proviso that Article 7 of the regulations, as revised, should be expressed clearly to apply only to elections to the Governing Council⁷. That conclusion was accepted. That completed the first part of the task before the Committee.

Division of UNIDROIT's membership into geographic regions

10. Turning to the second issue for consideration, the Committee examined in turn suggestions that had been made for division into four, into five and into seven, regions (in the context of the Institute's present membership of four members from Africa, eight from Asia-Pacific, thirteen from the Americas and thirty four from Europe). It was suggested that the four region formula would protect the two most vulnerable regions with the lowest membership. Considerable support was expressed by a significant minority - and in particular, by the representative from Mexico strongly supported by representatives from other Latin American

⁵ See the final sentence of paragraph 13 of the explanatory note.

⁶ For the purpose of elections the FAO divides its members into seven regions, Africa, America, Europe, Latin America and the Caribbean, the Near East, North America and South West Pacific.

⁷ Article 7 *bis* of the Statute provides in its second paragraph for the election of members of the Administrative Tribunal by the General Assembly.

States- for a division of the membership into either five regions. The four region formula might not be adequate to protect their interests. Latin American States had common legal traditions and enjoyed a common legal culture which ought to be represented on the Governing Council. A five region formula might offer a guarantee of that. There was some, albeit less, support for the seven region formula. Some delegations felt, however, that the five region formula appeared to offer no further significant benefit whilst to adopt a seven region formula might guarantee too great a level of representation to regions that were not well represented among member States.

11. A few delegations suggested that categorisation according to legal cultures or families might be an option. The representative of Japan cautioned against any rule that would tend towards politicising the Organisation.

12. When the Chairman invited members of the Committee to take a clear position, a broad majority indicated that they were in favour of the four region formula and of its being reviewed periodically, a choice consistent with the proposal made by the representative of Spain. It would redress the difficulty created by the latest election to the Governing Council whilst leaving the principle of election on the basis of merit in place. It was the optimum solution in the circumstances both as one having a clear geographic basis and one which would guarantee the representation of Africa on the Governing Council.

13. In relation to the merit principle representatives described article 7(4)⁸ (which provides for the older of two candidates for which an equal number of votes has been cast to be deemed to be the candidate that has been elected) as an anomaly that should be addressed.

14. The Chairman concluded that the Committee could report to the General Assembly that, in discussing the implementation of the proposed new form of Article 7(5), in the context of the definition of regions to be used for that purpose, a considerable majority of delegates supported division into four regions -i.e. Africa, the Americas, the Asia/Pacific region and Europe. The Committee recommended that the suggested formula for division of the membership into these four regions should be reviewed periodically so as to reflect changes in its composition. The Secretariat was asked to draft a suitable text for consideration by the Governing Council and the Assembly. This draft text is set out⁹ below.

15. The representative of France suggested, and the Chairman agreed, that mention should be made in his report of concern that, in addressing wider constitutional issues and designing policies aimed at attracting more developing countries, the Committee might be going beyond its mandate.

16. The Committee agreed that the report should ask the Governing Council and, ultimately, the General Assembly to consider the deletion or amendment of Article 7 (4). The representative from Canada suggested not only that it be deleted but that it should be replaced by specific provision for a second ballot, whenever two or more candidates received equal votes in an election, between those candidates. The Chairman agreed to reflect this suggestion in his report.

⁸ The text of Article 7(4) of the regulations appears in the first footnote to the content of the Report.

⁹ "5 *ter.*- For the purposes of the preceding paragraph, the term "region" shall refer to each of the geographic regions into which the membership of the Institute is divided by the General Assembly. The General Assembly, at its 59th session held in Rome on 1December 2005, fixed these regions as Africa, the Americas, the Asia-Pacific region and Europe."

17. The Chairman invited the Secretariat to prepare a draft, annexed to this document as Appendix III, in the English and French languages, of an amended Article 7 that took account of the fact that the amendment applied to elections to the Governing Council and no other. It was agreed that the draft report be circulated to the Committee for approval before submission to the Governing Council in its final form ¹⁰.

18. The Chairman thanked members of the Committee for their cooperation in a very full discussion and in reaching a conclusion which will prevent a repetition of the election that had resulted in one region being unrepresented in the membership of the Council. It was agreed that there was no need for the Committee to meet again.

¹⁰ The report has accordingly been circulated to, and approved by, members of the Committee.

APPENDIX I**AD HOC COMMITTEE OF THE GENERAL ASSEMBLY TO PREPARE PROPOSALS
FOR THE AMENDMENT OF ARTICLE 7 OF THE UNIDROIT REGULATIONS****LIST OF PARTICIPANTS**

ARGENTINA	Mr Jorge Omar IREBA, Counsellor Embassy of Argentina in Italy
AUSTRALIA	Mr Ross EDDINGTON, Second Secretary Embassy of Australia in Italy
BRAZIL	Mr João André PINTO DIAS LIMA, Counsellor Embassy of Brazil in Italy
CANADA	Mr Kent VACHON, Counsellor Embassy of Canada in Italy
COLOMBIA	Ms Paula TOLOSA ACEVEDO, First Secretary Embassy of Colombia in Italy
EGYPT	Mr Hatem ABDELKADER, First Secretary Embassy of the Arab Republic of Egypt in Italy
FINLAND	Mr Renne KLINGE, Counsellor Embassy of Finland in Italy
FRANCE	M. Alexandre GIORGINI, Premier Secrétaire Ambassade de France in Italie
GERMANY	Ms Katharina SERINI, Referendar Embassy of Germany in Italy
GREECE	Mr Spyridon VOULGARIS, First Secretary Embassy of Greece in Italy
INDIA	Mr Parimal KAR, Second Secretary Embassy of India in Italy
IRAN	Mr Sajad SOLTANZADEH, Third Secretary Embassy of the Islamic Republic of Iran in Italy
IRELAND	H.E. Mr John F. COGAN Ambassador of Ireland in Italy Mr John McINNES, Second Secretary Embassy of Ireland in Italy
ITALY	Mr Agostino CHIESA ALCIATOR, Counsellor; Head, Office II (Treaties and Multilateral Affairs), Office of the Legal Adviser, Ministry of Foreign Affairs

	Mr Pietro POPONCINI, Attaché Office of the Legal Adviser, Ministry of Foreign Affairs
JAPAN	Mr Kazumi ENDO, Counsellor Embassy of Japan in Italy
LUXEMBOURG	Mlle Catherine DECKER, Chargée de Mission Ambassade du Luxembourg en Italie
MEXICO	Ms Ursula DOZAL, Second Secretary Embassy of Mexico in Italy
NETHERLANDS	Mr Loek TEN HAGEN, Second Secretary Embassy of the Netherlands in Italy
NIGERIA	Mr Eyo ASUQUO, Minister Counsellor Embassy of Nigeria in Italy
PORTUGAL	Ms Carla SARAGOÇA, First Secretary Embassy of Portugal in Italy
REPUBLIC OF KOREA	Mr Eun-chul LEE, First Secretary Embassy of the Republic of Korea in Italy
SLOVAKIA	Mr Milan PAKSI, Permanent Representative of the Slovak Republic to the Food and Agriculture Organization, World Food Programme and UNIDROIT, Embassy of the Slovak Republic in Italy
SOUTH AFRICA	Ms Tienie DU TOIT, First Secretary Embassy of South Africa in Italy
SPAIN	Mr Luis CUESTA, First Secretary Embassy of Spain in Italy
TUNISIA	Mme Sihem SELTENE, Premier Conseiller Ambassade de Tunisie en Italie
UNITED KINGDOM	Ms Lynne McGREGOR, Political Assistant Embassy of the United Kingdom in Italy
UNITED STATES OF AMERICA	Mr Bruce BERTON, Alternate Permanent Representative, United States Mission to the United Nations Agencies for Food and Agriculture in Rome
VENEZUELA	Ms María Elena DOS SANTOS R, Third Secretary Embassy of the Bolivarian Republic of Venezuela in Italy

UNIDROIT

Mr Herbert KRONKE, Secretary-General
Mr Martin STANFORD, Deputy Secretary-General a.i.
Ms Alison McMILLAN, Research Officer

APPENDIX II**PROPOSALS FOR THE AMENDMENT OF ARTICLE 7 OF THE UNIDROIT REGULATIONS
(by the representatives of Spain and South Africa)****PROPOSAL BY THE REPRESENTATIVE OF SPAIN**

1. In my view, the amendment of Article 7 of the Regulations of UNIDROIT could consist of a very simple addendum to paragraph 5, or of an additional paragraph 6, with the following text: "If once the vote is finished it emerged that there were one or several geographical regions which had not seen any of the candidates from any of its member countries elected, the most voted candidate from each excluded region will be considered automatically elected, in replacement of the less voted candidate/s from among the 25 previously elected for the Governing Council" (I am sure that the translation services of UNIDROIT will be able to refine it).

2. As per the criteria to determine the geographic regions and the minimum of members to be elected per region, two considerations: first of all, this would be an exceptional measure to resort to; secondly, its aim would be to ensure a minimum presence of all regions (in particular those comprising more developing countries) in a body that is "per se" independent and not representative of member States or Governments. Therefore, I believe that it would be enough to guarantee the presence of at least one representative per region and to keep the number of regions limited to the ones already considered by the Secretariat (for working purposes only) in paragraph 10 of the document that has been distributed –A.G./A.H.C. Doc..2- (namely: Africa, Asia/Pacific, Americas and Europe – or Europe plus Other Countries).

3. The largest number of member countries is concentrated in Europe and the Americas and therefore it would not make much sense to break those two regions into smaller sub-regions (Central/South America; Eastern/Western Europe), since most likely they will not have any problem in ensuring the presence of at least one candidate coming from either of them in the Governing Council. As per Africa, the existence of only four member States makes it unnecessary to divide them further into smaller groups. I do not think that there is enough "critical mass" to divide the region of Asia/Pacific into one containing "Middle East" or "Arab" countries (which would be problematic anyway), another one comprising Continental/South Eastern Asia (which would only have five to six members) and another one including countries from the Pacific (just one).

4. I am aware of the fact that the adscription of some countries such as the U.S., Canada, Turkey (and maybe others) to one group or another might be arguable. I would thus be in favour of letting each of these countries decide in which regional group they want to be included. I would seek the legal advice of the Secretariat on this, but maybe the number of regions could be reviewed periodically by the Governing Council itself and ratified by the General Assembly, according to the evolution of membership.

PROPOSAL BY THE REPRESENTATIVE OF SOUTH AFRICA

We looked at Article 7 and thought that the simplest way to accommodate all regions (that the Committee will decide on) would be to assign the first seats to the candidate who receives the most votes in each of the regions. Paragraph 5 could be changed to accommodate this proposal (see **bold**). Each of the regions would then be assured of at least one seat.

As regards the regions, UNCITRAL follows the General Assembly, which is African States, Asian States, Eastern European States, Latin American and Caribbean States and Western Europe and Other States.

Article 7 of the Regulations is worded as follows:

“1. – Except when otherwise set forth in the Statute, decisions of the Assembly shall be valid when taken by a majority of members present and casting a vote. In the event of an equal number of votes being cast for and against a proposal, another vote shall be taken. If, after a third vote, no majority has been obtained, the proposal shall be deemed to be defeated.

2. – Votes shall be taken by show of hands unless a representative requests a vote by roll-call. In such circumstances, the Governments represented shall be called in the French alphabetical order.

3. – Notwithstanding the provisions of paragraph 2 of the present article, decisions concerning persons shall be taken by secret ballot.

4. – If no name obtains a majority on the first ballot, a further ballot shall be held for the two candidates who have obtained the highest number of votes. If the number of votes cast for each candidate is equal, the older candidate shall be deemed to be elected.

5. – When the Assembly is called upon to proceed simultaneously to several appointments under identical conditions, **the first (number) seats shall be allocated to the candidate in each region who received the most votes, thereafter** candidates with an absolute majority of votes shall be elected. Should the number of candidates elected be lower than that of the appointments to be made, a second ballot shall be held among the remaining candidates and those obtaining the highest number of votes shall be elected.”

APPENDIX III**DRAFT TEXT OF ARTICLE 7 (5) OF THE UNIDROIT REGULATIONS AS AMENDED IN ACCORDANCE WITH THE CONCLUSIONS REACHED BY THE *AD HOC* COMMITTEE**

(amendments highlighted in italics)

Article 7 (5)

5.- When the Assembly is called upon to proceed simultaneously to several appointments, *other than appointments to the Governing Council*, under identical conditions, candidates with an absolute majority of votes shall be elected. Should the number of candidates be lower than that of the appointments to be made, a second ballot shall be held among the remaining candidates and those obtaining the highest number of votes shall be elected.

5bis.- *When the Assembly is called upon to proceed simultaneously to several appointments to the Governing Council under identical conditions, the first [four] appointments shall be reserved for the candidates having secured the highest number of votes from each region and the remaining appointments shall be filled by those of the other candidates having secured an absolute majority of votes. Should the number of candidates elected be lower than that of the appointments to be made, a second ballot shall be held among the remaining candidates and those obtaining the highest number of votes shall be elected.*

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