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GOVERNING COUNCIL
95th session
Rome, 18 - 20 May 2016

UNIDROIT 2016
C.D. (95) 1 rev. 2
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REVISED ANNOTATED DRAFT AGENDA (2)

1. Adoption of the annotated draft agenda (C.D. (95) 1 rev. 2)
2. Appointment of the First and Second Vice-Presidents of the Governing Council (C.D. (95) 1 rev. 2)
3. Reports
 - (a) Annual Report 2015 (C.D. (95) 2)
 - (b) Report of the Uniform Law Foundation
4. International Commercial Contracts: adoption of additional rules and comments to the UNIDROIT Principles of International Commercial Contracts concerning long-term contracts (C.D. (95) 3)
5. International Interests in Mobile Equipment
 - (a) Implementation and status of the Luxembourg Rail Protocol and of the Space Protocol (C.D. (95) 4)
 - (b) Preliminary Draft Protocol to the Cape Town Convention on Matters Specific to Agricultural, Mining and Construction Equipment (C.D. (95) 5)
6. Transactions on Transnational and Connected Capital Markets: Principles and Rules Capable of Enhancing Trading in Securities in Emerging Markets (C.D. (95) 6 rev.)
7. Private Law and Agricultural Development
 - (a) Follow-up activities and promotion of the UNIDROIT/FAO/IFAD Legal Guide on Contract Farming (C.D. (95) 7(a))
 - (b) Possible preparation of an international guidance document on land investment contracts (C.D. (95) 7(b))
8. Transnational civil procedure - formulation of regional rules (C.D. (95) 8)
9. Promotion of UNIDROIT instruments (C.D. (95) 9)

10. Correspondents (C.D. (95) 10)
11. Library and research activities (C.D. (95) 11)
12. UNIDROIT information resources and policy (C.D. (95) 12)
 - (a) Uniform Law Review/ *Revue de droit uniforme* and other publications
 - (b) The UNIDROIT Web Site and Depository Libraries for UNIDROIT documentation
13. Proposals for the Work Programme for the triennial period 2017 – 2019 and comments received by the Secretariat (C.D. (95) 13 rev. and Addenda)
14. Preparation of the draft budget for the 2017 financial year (C.D. (95) 14)
15. Date and venue of the 96th session of the Governing Council (C.D. (95) 1 rev. 2)
16. Any other business
17. International Contract Law Conference jointly with the CISG Advisory Council (20 May 2016)

ANNOTATIONS

Item No. 2 – Appointment of the First and Second Vice-Presidents of the Governing Council

1. Since 1977, the Governing Council has at its annual session elected a First and a Second Vice-President who, in accordance with Article 11 of the Regulations of the Institute, hold office until the following session. At present, the post of First Vice-President is occupied by the *doyen* of the Council and that of Second Vice-President by one of the most senior Council members, the latter on the basis of the criterion of rotation since 1994.

Item No. 13 – Proposals for the Work Programme for the triennial period 2016 – 2019

2. Pursuant to Article 11(2) of the Statute of UNIDROIT, the Governing Council draws up the Work Programme of the Institute and makes a proposal to the General Assembly which is then called to approve it (Article 5(3) of the Statute). The Governing Council will be called to make such a proposal at its 92nd session in 2013, on the basis of proposals by the Secretariat and suggestions received from member States, correspondents and other individuals and entities to whom the Secretariat's proposals have been circulated (see document C.D. (95) 13).

Item No. 16 – Date and venue of the 96th session of the Governing Council

3. In accordance with the decision taken by the Governing Council at its 91st session (Rome, 7-9 May 2012) that its future sessions should start on Wednesdays, rather than Mondays, and avoiding weeks around the Easter holidays, the Governing Council may wish to consider holding its 96th session on 3 to 5, 10 to 12, or 17 to 19 May 2017.

Item No. 18 – International Contract Law Conference

4. In view of the close relationship between the UNIDROIT Principles of International Commercial Contracts and the United Nations Convention on Contracts for the International Sale of Goods (CISG), the Chairman of the Working Group that prepared the Principles, Professor M.J. Bonell, has been a member of the CISG Advisory Council since its creation. In recent years, both the Secretary-General and the Deputy Secretary-General have been invited to attend meetings of the Advisory Council. UNIDROIT offered to host this year's meeting of the CISG Advisory Council, from 21-23 May 2016, which will be preceded by a joint conference on selected topics of contract law under the UNIDROIT Principles and the CISG (see the programme hereafter).

The United Nations Convention
on Contracts for the International Sale of Goods (CISG)
UNIDROIT Principles of International Commercial Contracts
Contrast and Convergence

Rome, 20 May 2016

Chair: Professor Alberto Mazzoni, President, UNIDROIT

- 9.30-9.40 *Welcome*
José Angelo Estrella Faria, Secretary General, UNIDROIT
Ingeborg Schwenzer, Chair, CISG Advisory Council
- 9.40-10.10 *Interpretation and gap filling: the CISG approach*
Professor María del Pilar Perales-Viscasillas (Carlos III University, Madrid)
- 10.10-10.40 *Interpretation and gap filling under the UNIDROIT Principles*
Professor Alexander S. Komarov (Lomonosov Moscow State University)
Member, UNIDROIT Governing Council
- 10.40-11.00 *Discussion*
- 11.30-12.00 *Coffee break*
- 12.00-12.30 *Contract validity and the CISG*
Professor Ulrich Schroeter (University of Mannheim)
- 12.30-13.00 *Contract validity and the UNIDROIT Principles*
Professor Lauro Gama Jr. (Catholic University of Rio de Janeiro)
Member, Working Group for the preparation of the UNIDROIT PRINCIPLES (2010)
- 13.00-13.20 *Discussion*
- 13.20-15.00 *Lunch*
- 15.00-15.30 *Good faith and the CISG*
Professor Michael Bridge (London School of Economics and Political Science)
- 15.00-15.30 *Good faith in the UNIDROIT Principles*
Professor Daniel Tricot (former Chamber President, Cour de Cassation)
Member, UNIDROIT Governing Council
- 15.30-16.00 *Discussion*
- 16.00-16.30 *Ethical standards and international sales contracts*
Professor Ingeborg Schwenzer (University of Basel)
Chair, CISG Advisory Council
- 16.30-17.00 *Ethical standards under the UNIDROIT Principles*
Professor Henry Gabriel (Elon University)
Member, UNIDROIT Governing Council
- 17.00-17.30 *Discussion and closing*