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**GOVERNING COUNCIL**  
**99<sup>th</sup> session (B)**  
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UNIDROIT 2020  
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### **SUMMARY CONCLUSIONS**

***Item 1 on the agenda: Adoption of the annotated draft agenda*** ([C.D. \(99\) B.1 rev.](#))

1. The Governing Council adopted the agenda as proposed in document [C.D. \(99\) B.1 rev.](#)

***Item 2 on the agenda: Appointments of the First and Second Vice-Presidents of the Governing Council*** ([C.D. \(99\) B.1 rev.](#))

2. The Council renewed the appointments of Mr Arthur Hartkamp, as First Vice President, and Mr Alexander Komarov, as Second Vice President, for the second part of the 99<sup>th</sup> session.

***Item 3 on the agenda: Reports***

***(a) Annual Report 2019*** ([C.D. \(99\) B.2](#))

3. The Council took note of the Secretary-General's report on the activities of the Institute during 2019 and expressed their satisfaction with the work. Further, the Council congratulated Ms Maria Chiara Malaguti for her appointment as President of UNIDROIT.

***(b) Report on the UNIDROIT Foundation***

4. The Council took note of the report of the UNIDROIT Foundation, showed appreciation for the good work, and expressly supported the nomination of Ms Maria Chiara Malaguti for the Foundation's Board of Governors.

***Item 4 on the agenda: Update and determination of scope of certain projects on the 2020-2022 Work Programme***

***(a) Best Practices of Effective Enforcement*** ([C.D. \(99\) B.3](#))

5. The Council took note of the activities undertaken by the Secretariat for the Best Practices for Effective Enforcement project since the Governing Council's remote meeting held in April/May 2020.

6. The Council approved the guidelines provided by the Secretariat regarding the proposed scope of the project, confirmed the high priority status assigned to the project, and authorised the establishment of a Working Group.

**(b) Work on Artificial Intelligence, Smart Contracts and DLT** ([C.D. \(99\) B.4 rev.](#))

7. The Council took note of the Secretariat's preparatory work for the proposed Digital Assets Project undertaken since the 99<sup>th</sup> Governing Council remote meeting held in April/May 2020 and confirmed the high priority status given to the project, allowing the Secretariat to establish a Working Group.

8. The Governing Council approved the temporary change of name of the project to "Digital Assets and Private Law" and decided in favour of an "enhanced" structure for the project which would entail setting up a Steering Committee composed of additional experts from different technical and legal fields and reflecting a diversity in terms of legal systems background and geography.

**(c) Legal Structure of Agricultural Enterprises** ([C.D. \(99\) B.5](#))

9. The Governing Council took note of the feasibility study and authorised the Secretariat to conduct further research and preliminary consultations with a view to convene a colloquium and subsequently establish a core expert group to define the potential scope, content, and form of such an instrument.

**(d) Bank Insolvency** ([C.D. \(99\) B.6](#))

10. The Governing Council took note of the information provided and agreed with the proposed action plan leading to the drafting of a feasibility study to be presented to the Governing Council at its 100<sup>th</sup> session.

**Item 5 on the agenda: Model Law on Warehouse Receipts** ([C.D. \(99\) B.7](#))

11. The Governing Council took note of the preparatory work undertaken by the Secretariat for the proposed Model Law on Warehouse Receipts Project since the remote meeting of the 99<sup>th</sup> Governing Council session held in April/May 2020, and confirmed their recommendation that the General Assembly approve the inclusion of this item in the 2020-2022 work programme.

**Item 6 on the agenda: Development of a Model Law on Factoring** ([C.D. \(99\) B.8](#))

12. The Governing Council took note of the progress made by the Factoring Model Law Working Group at its first session.

**Item 7 on the agenda: UNIDROIT instruments in the COVID-19 pandemic** ([C.D. \(99\) B.9](#))

13. The Council took note and commended the Secretariat for its work in preparing a series of guidance documents regarding the impact of COVID-19 on the application of a number of leading UNIDROIT instruments (e.g., the Note of the UNIDROIT Secretariat on the UNIDROIT Principles of International Commercial Contracts (UPICC) and the COVID-19 Health Crisis, as well as the UNIDROIT, the Food and Agriculture Organization of the United Nations (FAO) and the International Fund for Agricultural Development (IFAD) joint document providing guidance on the legal implications of the COVID-19 pandemic on contract farming operations).

14. The Council encouraged the Secretariat to continue its additional COVID-related work on ALIC and the International Wills Convention, as well as its related outreach initiatives.

**Item 8 on the agenda:        *Transnational civil procedure: Adoption of ELI-UNIDROIT regional rules (C.D. (99) B.10 rev.)***

15. The Governing Council welcomed the update relating to the joint European Law Institute (ELI)/UNIDROIT project on the development of regional rules based on the adaptation of the American Law Institute (ALI)/ UNIDROIT Principles.

16. The Council congratulated UNIDROIT and ELI for the extraordinary work and agreed with the adoption of the ELI- UNIDROIT Model European Rules of Civil Procedure.

**Item 9 on the agenda:        *International Sales Law: Adoption of Tripartite Legal Guide to Uniform Legal Instruments in the Area of International Commercial Contracts (with a focus on sales) (C.D. (99) B.11)***

17. The Governing Council took note of the discussions held during the 53<sup>rd</sup> session of the commission of the United Nations Commission on International Trade Law (UNCITRAL) and acknowledged the work undertaken by the Hague Conference on Private International Law (HCCH).

18. The Council expressed its gratitude for the work of the three sister organisations and authorised the publication of the Tripartite Legal Guide to Uniform Legal Instruments in the Area of International Commercial Contracts (with a focus on sales), with the limited adjustments approved by the UNCITRAL Commission at its 53<sup>rd</sup> session (July 2020).

**Item 10 on the agenda:        *Private Law and Agricultural Development: Adoption of a Legal Guide on Agricultural Land Investment Contracts (C.D. (99) B.12)***

19. The Council expressed its appreciation for the finalisation of another joint project and approved the UNIDROIT/FAO/IFAD Legal Guide on Agricultural Land Investment Contracts, subject to possible minor adjustments during the process leading to the approval by the partner organisations.

20. The Council noted the prospective programme of activities for the implementation of the Legal Guide in 2020-2021.

**Item 11 on the agenda:        *International Interests in Mobile Equipment***

**(a)        *Implementation and status of the Luxembourg Rail Protocol and of the Space Protocol (C.D. (99) B.13)***

21. The Council welcomed the information provided by the Secretariat on the Institute's depositary functions and on the activities undertaken for the promotion of the implementation of both the Luxembourg Rail Protocol and the Space Protocol.

**(b)        *Implementation and status of the MAC Protocol (C.D. (99) B.14)***

22. The Council commended the Secretariat for the outcomes of the Diplomatic Conference and noted the update regarding the activities held after the Conference and the results of the first meeting of the Preparatory Commission.

**Item 12 on the agenda: *International protection of cultural property: the 25<sup>th</sup> anniversary of the 1995 UNIDROIT Convention on Stolen or Illegally Exported Cultural Objects and Project on the Private Art collections* ([C.D. \(99\) B.15](#))**

23. The Governing council congratulated UNIDROIT for the 25<sup>th</sup> anniversary of the 1995 Convention on Stolen or Illegally Exported Cultural Objects and took note with appreciation of the activities undertaken and partnerships developed for its promotion.

24. The Council took note of the further work to be done on private art collections to examine the subject and to raise awareness among private collectors about ethical acquisition.

**Item 13 on the agenda: *Q&A on other documents***

**(a) *Update on the publication of the Principles of Reinsurance Contracts and future work* ([C.D. \(99\) B.16](#))**

25. The Council took note of the progress of the work of the PRICL Working Group following the publication of the Principles of Reinsurance Contract Law and welcomed the information regarding the process of future translations of the text.

**(b) *UNIDROIT Library and research activities* ([C.D. \(99\) B.17](#))**

26. The Governing Council took note of developments regarding the library, the internship and scholarships programmes, and supported the activities undertaken for the digitisation of the library's collections.

**(c) *UNIDROIT information resources and policy* ([C.D. \(99\) B.18](#))**

27. The Council took note of the development of the information resources policy, including the plans for future publications, the modernising of the website and the initiation of electronic publishing.

**(d) *Measures taken by the UNIDROIT Secretariat in relation to the COVID-19 Pandemic* ([C.D. \(99\) B.19](#))**

28. The Council took note of the actions taken by the Secretariat during the COVID-19 pandemic and its impacts on the activities of the Secretariat.

**(e) *Report of the Secretary-General on the implementation of the new compensation and social security scheme applicable to UNIDROIT staff* ([C.D. \(99\) B.20](#))**

29. The Council took note of the update regarding the implementation of the new compensation and social security scheme applicable to UNIDROIT staff and approved the proposal made in the Report of the International Service for Remunerations and Pensions (ISRP) – CAF (Committee for the Administration of Funds).

**Item 14 on the agenda: *Date and venue of the 100<sup>th</sup> session of the Governing Council* ([C.D. \(99\) B.1rev.](#))**

30. The Council agreed that the 100<sup>th</sup> session of the Governing Council should be held from 19 – 21 May 2021, at the seat of UNIDROIT in Rome.