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Item No. 3 on the agenda: Reports

(b) Report on the UNIDROIT Foundation

(prepared by the Secretariat)

<i>Summary</i>	<i>Update on the activities of the UNIDROIT Foundation</i>
<i>Action to be taken</i>	<i>The Governing Council is invited to take note of the Report on the activities of the UNIDROIT Foundation</i>
<i>Related documents</i>	<i>UNIDROIT 2024 – C.D. (103) 3</i> ; <i>UNIDROIT 2024 – C.D. (103) 30</i>

I. INTRODUCTION

1. The Foundation for the support of UNIDROIT (the “UNIDROIT Foundation” or “Foundation”) is a Dutch not-for-profit organisation established in 1996 with the objective of supporting UNIDROIT’s activities.¹ The Foundation may, in particular, facilitate and provide support for: (i) research into uniform law and comparative law and the dissemination thereof; (ii) the formulation of international instruments and the promotion of awareness and understanding of such instruments and activities; (iii) fellowships, studentships, scholarships and bursaries; and (iv) the establishment and expansion of databases, library materials, and other information systems and facilities to support and make generally available such education, study and research.

2. At the time of its establishment, the Foundation’s main focus was on supporting UNIDROIT financially. While fundraising for UNIDROIT activities continues to be a core objective, the Foundation also supports substantive projects that are complementary to and supportive of UNIDROIT’s work.

3. The Foundation is overseen by a Board of Governors, which includes the President and the Secretary-General of UNIDROIT, and Professor Carla Sieburgh (Member of the UNIDROIT Governing Council). See [Annexe II](#) for the full composition of the Board. The Board of Governors is assisted in the execution of its duties by members of the UNIDROIT Secretariat.

¹ The Foundation’s Statute is available in English on its website: <https://unidroitfoundation.org/>.

II. ACTIVITIES

4. The Foundation's activities are divided into two thematic categories, namely (i) Economic Development; and (ii) Education and Research.

5. Regarding Economic Development, the Foundation is supporting three substantive projects that take place under the auspices of the Cape Town Convention Academic Project: (i) Best Practices in the Field of Electronic Registry Design and Operation ("BPER Project"); (ii) the Economic Evaluation of International Commercial Law Reform ("EE Project"); and (iii) the Implementation of, and Compliance with, International Commercial Law Treaties ("Treaty Project"). Each of these projects is fully funded by donors and is complementary to UNIDROIT's work and mandate.

6. Regarding Education and Research, the Foundation manages the UNIDROIT Alumni Association; contributes funding to the UNIDROIT Scholarship, Internship and Research Programme; and promotes UNIDROIT's instruments and activities through the organisation of Essay Competitions.

7. For more information on the Foundation's activities in 2024 and the first months of 2025, see the Report in [Annexe I](#).

III. ACTION TO BE TAKEN

8. The Governing Council is invited to take note of the Report on the activities of the UNIDROIT Foundation (Annexe I).

ANNEXE I**I. INTRODUCTION**

1. This document summarises the activities of the UNIDROIT Foundation in the year 2024 and the first two months of 2025, divided into the two thematic categories represented in the illustration below.

**II. ECONOMIC DEVELOPMENT**

2. The UNIDROIT Foundation supports three substantive projects, which are conducted under the auspices of the [Cape Town Convention Academic Project](#) (CTCAP), a joint partnership between UNIDROIT and the University of Cambridge, with the Aviation Working Group (AWG) as the founding sponsor.

A. [Best Practices in the Field of Electronic Registry Design and Operation](#)

3. The Best Practices in the Field of Electronic Registry Design and Operation ("BPER") Project, sponsored by Aviareto (the Registrar of the Cape Town Convention's Aircraft Protocol), identifies policy and technical best practices in the design and implementation of electronic registries. In 2021, a first guide was finalised through the BPER Project: the [Guide on Best Practices for Electronic](#)

[Collateral Registries](#).² Since the sixth workshop in September 2022, the Project's focus has switched to developing best practices for electronic *business* registries.

4. From November 2023 until December 2024, Ms Ieva Tarailienė³ was engaged as an expert consultant for the Project and prepared a substantially revised draft Guide on Best Practices for Electronic Business Registry Design and Operation, which is to be finalised by the UNIDROIT Foundation with technical support from Aviareto.

5. The seventh workshop, which took place between 13 and 14 February 2024 at the seat of UNIDROIT in Rome and online, featured the presentation of Ms Tarailienė's outline and a reassessment of the prospective Guide's scope, content, and structure. It also included a review of the existing 17 Critical Performance Factors (CPFs), with the purpose of identifying possible adaptations needed in the context of business registries, as well as a discussion of proposed additional critical performance factors. Finally, the meeting allowed for the collection of input from various national and international organisations involved in the design and operation of business registries, and examined other international instruments in this area. A Summary Report for the seventh workshop can be found [here](#).

6. The eighth workshop took place on 16 September 2024 at the seat of UNIDROIT in Rome and online. Prior to the Workshop, a draft of the prospective Guide was circulated to the group of experts to solicit their comments in writing. Based on the feedback received, the Workshop participants agreed upon the definitions and core content of some key CPFs, particularly relevant in the context of electronic business registries. A Summary Report for the eighth workshop can be found [here](#).

7. Following the eighth workshop, an online intersessional meeting took place on 12 February 2025. The participants reviewed the Project's intersessional work, including the results of a survey on the collection, registration, and disclosure of business-related information that was distributed to business registries in December 2024, and discussed the content of an Annexe to the Guide dedicated to the scope of publicly available information.

8. The ninth workshop is planned to take place in Rome and online on 18 and 19 June 2025 with a view to finalising the draft Guide on Best Practices for Electronic Business Registry Design and Operation and launching it during the Cape Town Convention Academic Project Annual Conference in the first week of September 2025.

B. [Economic Evaluation of International Commercial Law Reform](#)

9. The Economic Evaluation of International Commercial Law Reform ("EE") Project started in 2015 and is aimed at producing guidance on how to *ex ante* evaluate the economic impact of international commercial law reform. To this end, the EE Project Group, consisting of experts with legal and economic backgrounds, developed a formula consisting of five factors covering (i) the direct impact of the new rules introduced by the law reform; (ii) the impact of the new rules as a network; (iii) the systemic (indirect) impact of the law reform; (iv) the effective application of the new rules; and (v) the cost of creating and transitioning to the new rules (the "Framework").

10. The Secretariat prepared a preliminary draft Guide to the Framework for the Economic Evaluation of International Commercial Law Reform based on information from previous sessions,

² The Guide can be accessed free of charge electronically and purchased in hard copy here: <https://ctcap.org/best-practices-in-the-field-of-electronic-registry-design-and-operation>.

³ Ms Ieva Tarailienė holds the position of Head of Registry Practice and principal consultant roles in Norway Registers Development AS. She has extensive working experience at the State Enterprise Centre of Registers, Lithuania, and has been a regional contributor to the World Bank Doing Business report since 2013.

input from economic consultants Professor Oren Sussman (University of Oxford) and Professor Jordi Paniagua (University of Valencia), as well as additional research conducted by the Secretariat.

11. Following the ninth (restricted) workshop on 14 and 15 February 2024 and three intersessional meetings, the EE Project held two additional workshops between 2024 and 2025 to refine the Framework and the accompanying Guide.

12. The tenth (restricted) workshop took place on 17 September 2024 at the seat of UNIDROIT and online, with 16 participants. This session aimed at developing further guidance to support the Framework. The discussions focused on an updated version of the Framework and the Guide, and tested their practical use and application through two Case Studies, prepared by the UNIDROIT Secretariat in cooperation with Professor Paniagua, who was engaged as a consultant in 2024-2025. The Case Studies included a hypothetical *ex-ante* economic evaluation of the UNIDROIT Principles on Digital Assets and Private Law, and the UNIDROIT Draft Legislative Guide on Bank Liquidation. During discussions, the group examined different aspects of the Framework and the Guide, and also decided to replace the term “assessment” with “evaluation” and rename the Project to better reflect its purpose.

13. The eleventh (restricted) and final workshop was held on 23 January 2025 at the University of Cambridge and online, bringing together 11 participants. This session focused on finalising the Framework and the Guide by examining their applicability through a new Case Study. The Case Study explored a hypothetical legislative proposal for Dispute Resolution for Cross-border Transactions of Micro, Small and Medium Entities (MSMEs) and Rural Communities, and was prepared by the UNIDROIT Secretariat and Professor Paniagua. The Project group recommended a few final adjustments and agreed to proceed with finalisation. The next step involves a targeted consultation, followed by a Consultation Workshop in June 2025.

14. The Guide to the Framework for the Economic Evaluation of International Commercial Law Reform is expected to be launched by the end of 2025.

C. Implementation of and Compliance with International Commercial Law Treaties

15. Following the approval by the UNIDROIT Foundation’s Board of Governors at its 28th session in May 2023, a new project commenced on the Implementation of and Compliance with International Commercial Law Treaties (“Treaty Project”). This project is financially supported by the Aviation Working Group and Aviareto. The purpose of the Treaty Project is to (i) identify and help address the complexities associated with the implementation of and compliance with international commercial law treaties; and (ii) provide guidance and best practices on implementation and compliance.

16. A planning session on the Treaty Project took place on 15 February 2024, in Rome and online, with 12 participants. The session focused on defining the scope of the Project and determining the approach to be taken. The participants agreed on an interdisciplinary, comparative methodology to explore different strategies for incentivising implementation and compliance with commercial law treaties. This approach involves engaging experts from various treaty areas to analyse implementation and compliance issues in their respective fields. As part of the comparative analysis, the Secretariat prepared targeted questionnaires following the workshop, which were subsequently completed by experts from 11 different treaty areas.

17. The first workshop of the Treaty Project took place on 21 and 22 January 2025 at the Lauterpacht Centre for International Law, University of Cambridge, and online. The session was attended by 20 participants, including academics from leading universities.

18. The workshop focused on target treaty areas which could serve as examples of, and comparisons for, the provision of implementation and compliance incentives. Experts from various treaty disciplines, who had previously responded to the targeted questionnaires, shared their insights. Discussions centred on compliance strategies across different treaty areas and explored how they could be applied to international commercial law treaties. Building on these discussions, participants agreed that the Treaty Project would proceed on two levels involving: (i) the development of a Best Practices Guide for Implementation of and Compliance with International Commercial Law Treaties; and (ii) further academic research into treaty compliance, beyond commercial law.

19. The next meeting for the Treaty Project will take place on 4 September 2025 at the University of Cambridge's Lauterpacht Centre for International Law, which is a key collaborator of the Project.

III. EDUCATION AND RESEARCH

20. The Foundation's work on Education and Research comprises efforts towards supporting the UNIDROIT Library, the UNIDROIT Scholarship, Internship and Research Programme, and the promotion of UNIDROIT instruments.

A. Library Project

21. In August 2022, the Foundation concluded an agreement with the Dutch foundation "*Stichting Largesse*" concerning a substantial donation (EUR 200,000) by the latter to the UNIDROIT Foundation for the improvement of the UNIDROIT library (the "Library Project"). The Library Project consisted of: (i) expanding the UNIDROIT Library by renovating and transforming storage spaces into a Library Annexe; (ii) purchasing up-to-date legal literature; and (iii) digitising priority sections of the Library's collection. In 2023, renovation work led to the expansion of the Library by transforming former storage spaces into Library spaces, which also host UNIDROIT's Nordic Law Centre and the newly-established UNIDROIT Asian Transnational Law Centre. In 2024, the Library Project was concluded with the approval by *Stichting Largesse* of the final evaluation report and final financial statement drawn up by the UNIDROIT Foundation.

B. UNIDROIT Alumni Association

22. The [UNIDROIT Alumni Association](#) was founded in 2020 as a platform for guests who have joined UNIDROIT as part of the Institute's Scholarship, Internship and Research Programme since 1993. Members of the Association receive a range of benefits, including newsletters with updates on the activities of UNIDROIT, notifications about upcoming events and conferences organised by UNIDROIT and its partners worldwide, and access to a closed group on LinkedIn where they can engage with other members of the Association, as well as with members of the UNIDROIT Secretariat.

23. The annual membership fee for the Association is EUR 50 for lawyers, jurists, academics, and others and EUR 25 for young professionals and students (under the age of 35). Proceeds from the Association go towards supporting the UNIDROIT Scholarship, Internship and Research Programme.

24. Following a period of adjustment to more stringent membership calculation during 2024, and challenges associated with the transition between free and paid memberships, a series of measures were implemented beginning in November 2024. These steps included: (i) automating the billing process for new and current members' subscriptions; (ii) updating the online registration form and the information regarding Alumni Association benefits on the UNIDROIT Foundation website; (iii) revising the welcome email for new members; (iv) redesigning the Alumni Association logo and subsequently releasing a redesigned Alumni Association Newsletter; and (v) involving Digital

Communications Interns in developing a comprehensive communication plan to improve alumni engagement.

25. Upon implementation of the abovementioned steps, the Alumni Association membership increased to 60 by March 2025. The average age of current Alumni Association members is 41. Members represent 27 countries, with the largest contingents coming from Germany, Italy, and Spain.

C. UNIDROIT Scholarship, Internship and Research Programme

26. In 2024, the Brazilian law firm MadrugaBTW renewed its support to the UNIDROIT Scholarship, Internship and Research Programme. In 2024, the MadrugaBTW-UNIDROIT Scholarship allowed a Brazilian national, Ms Sofia Mello, to conduct a two-month funded internship with the UNIDROIT Secretariat. During her internship, Ms Mello focused her research on the promotion and implementation of the [MAC Protocol](#) in Brazil.

27. Furthermore, in 2024, the Foundation donated EUR 7,000 from its general funds to support UNIDROIT's Scholarship, Internship and Research Programme.⁴

D. Funding for the establishment of the Asian Transnational Law Centre

28. In 2024, the Foundation concluded a Sponsorship Agreement with [Yingke Law Firm](#) in support of the establishment of a law centre at UNIDROIT focused on Asian legal systems. The objectives of the Asian Transnational Law Centre are to promote the work of UNIDROIT, UNIDROIT international instruments and UNIDROIT projects in the Asia-Pacific region, and strengthen connections between Asia and UNIDROIT. These aims will be achieved through the following activities: (i) translation of UNIDROIT instruments into Asian languages; (ii) provision of legal publications from the Asia-Pacific region for the UNIDROIT Library; (iii) sponsorship of talented legal scholars from the Asia-Pacific region to undertake research stays at the UNIDROIT Library; (iv) sponsorship of talented law students from the Asia-Pacific region to undertake internships at UNIDROIT; (v) financial support for legal experts from the Asia-Pacific region to participate in UNIDROIT projects, events, and other UNIDROIT activities; (vi) the organisation of consultation and promotion events for UNIDROIT projects and instruments in the Asia-Pacific region; and (vii) other initiatives that help promote the objectives, international instruments, and projects of UNIDROIT in the Asia-Pacific region and strengthen connections between Asia and UNIDROIT.

29. Thanks to Yingke Law Firm's donation through the UNIDROIT Foundation, the UNIDROIT Asian Transnational Law Centre was established in 2024 and held the [inaugural session of its Seminar Series in January 2025](#), focused on the theme of "Digital Assets and Their Legal Application and Development in Asia".

⁴ The Foundation contributes to the UNIDROIT Scholarship, Internship and Research Programme with the funding received through the Alumni Association, private donations, and the overhead fee it charges on its receipts.

E. Promotion of UNIDROIT Instruments

30. In 2023-2024, with support from the [International Law Institute](#) and that of its President, Professor Don Wallace, in his personal capacity, the Foundation facilitated an [Essay Competition](#) on “30 Years of the UNIDROIT Principles of International Commercial Contracts”. Interested individuals were invited to submit an essay in English between 2,000 and 3,000 words, examining the use of the UNIDROIT Principles of International Commercial Contracts in contract drafting and dispute settlement, as well as their influence on domestic laws and other international instruments, and their possible role in new frontiers of contract law.

31. The competition received over 110 contributions. Five winning essays and an essay awarded an Honourable Mention were presented by the authors in a [webinar on 9 December 2024](#). The top three winners received prize money.



32. In view of the successful collaboration for the Essay Competitions from 2022 to 2024, the United Rule of Law Appeal (UROLA), an affiliate of the International Law Institute, generously agreed to provide funding for an Essay Competition in 2025 on the “Tenth Anniversary of the UNIDROIT/FAO/IFAD Legal Guide on Contract Farming”. The Essay Competition will be launched on 3 March 2025 and will accept submissions until 31 May 2025. Participants will be invited to author an essay in English or French between 2,000 and 3,000 words (excluding footnotes and references) examining the use of the UNIDROIT/FAO/IFAD Legal Guide on Contract Farming, its impact on sustainable agriculture practices, and its contribution to food security in a

changing global environment. As usual, the top three essays will receive a monetary prize, and a webinar will be organised to allow the authors of the best five essays to present their work.

IV. OTHER MATTERS

33. On 7 May 2024, the UNIDROIT Foundation’s Board of Governors met for its 29th session. During the meeting, the Board noted the resignation of Mr Kurt Siehr as Secretary and member of the Board, and sincerely thanked him for his contributions to the Foundation over the years.

34. The Board approved the Foundation’s (i) [Annual Report for 2023](#); (ii) [Accounts for 2023](#); (iii) [Policy Plan for 2025](#); and (iv) Budget for 2024. The Board also discussed the Foundation’s activities since the 28th session in May 2023 and took note of an update on UNIDROIT’s activities. In addition, the Board approved the final documentation for the Library Project.

35. The Board of Governors will meet for its 30th session on 19 May 2025.



ANNEXE II**Board of Governors of the Foundation:**

- Jeffrey Wool (*President*)
- Don Wallace, Jr. (*Vice-President*)
- Ignacio Tirado (*Treasurer*)
- Georges Affaki
- Claude Brandes
- Alban Caillemer du Ferrage
- Antonio De Palmas
- Marcello Gioscia
- Louise Gullifer
- Maria Chiara Malaguti
- Carla Sieburgh

Managers of the Foundation:

- William Brydie-Watson
- Myrte Thijssen
- Theodora Kostoula
- Kateryna Bovsunovska