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Item No. 5 on the agenda: Preliminary endorsement and authorisation to proceed with consultation

(a) Collaborative Legal Structures for Agricultural Enterprises

(prepared by the Secretariat)

<i>Summary</i>	<i>Update on the joint UNIDROIT/FAO/IFAD project on Collaborative Legal Structures for Agricultural Enterprises; submission of the draft Legal Guide for discussion and authorisation to proceed with public consultation</i>
<i>Action to be taken</i>	<i>The Governing Council is invited to take note of the progress achieved by the Working Group established to develop the joint UNIDROIT/FAO/IFAD project on Collaborative Legal Structures for Agricultural Enterprises. In addition, the Governing Council is invited to consider authorising the Secretariat to launch a targeted consultation on the draft instrument, as further revised by the Working Group.</i>
<i>Mandate</i>	<i>Work Programmes 2020-2022, 2023-2025, 2026-2028</i>
<i>Priority level</i>	<i>High</i>
<i>Related documents</i>	<i>UNIDROIT 2019 – C.D. (98) 14 rev. 2; UNIDROIT 2020 – C.D. (99) B.5; UNIDROIT 2021 – C.D. (100) B.5; UNIDROIT 2021 – C.D. (100) B.24; UNIDROIT 2021 – A.G. (80) 10; UNIDROIT 2022 – C.D. (101) 21; UNIDROIT 2022 – A.G. (81) 9; UNIDROIT 2023 – C.D. (102) 9; UNIDROIT 2024 – C.D. (103) 6; UNIDROIT 2025 – C.D. (105) 9</i>

I. INTRODUCTION

1. This document provides an update on the work undertaken by the Secretariat and the Working Group established for the preparation of an international guidance instrument on Collaborative Legal Structures for Agricultural Enterprises (hereinafter “CLSAE Project”, or “the draft Legal Guide”). Section II provides background information on the CLSAE Project and composition of the Working Group. Section III summarises recent developments and the main outcomes of the eighth and ninth sessions of the Working Group. Section IV presents an overview of the draft Legal Guide, a copy of which is included in the Annexe to this document on a confidential basis. Lastly,

Section V outlines the proposed consultations and other next steps for consideration and authorisation by the Governing Council.

II. BACKGROUND OF THE PROJECT AND WORKING GROUP

2. The development of the CLSAE Project began during the 2020-2022 UNIDROIT Work Programme, initially with a medium priority level, following two proposals received from the United States Department of State and the Ministry of Justice of Hungary.¹ The CLSAE Project constitutes the third project developed in partnership with the Food and Agriculture Organization of the United Nations (FAO) and the International Fund for Agricultural Development (IFAD). As a first step, the Secretariat prepared a [feasibility study](#) (2020) and organised a [consultation webinar](#) (2021) to identify the main legal issues in which UNIDROIT, in cooperation with FAO and IFAD, could make a meaningful contribution and avoid overlap with existing international initiatives. During the 2023-2025 Work Programme, the CLSAE Project's priority level was elevated to high by the UNIDROIT Governing Council² and General Assembly, and a Working Group was established.³

3. Pursuant to the mandate received from the Governing Council, the Secretariat set up a Working Group which was chaired until the end of 2023 by then Governing Council Member Justice Ricardo Lorenzetti (Argentina). As of May 2024, the Working Group is chaired by Governing Council Member Professor Maria Ignacia Vial Undurraga (Chile). The project is coordinated by Professor Fabrizio Cafaggi (Judge at the Council of State of Italy and Professor at the University of Trento and LUISS, Rome). The Working Group is composed of experts selected for their expertise in the fields of contract law, corporate law, cooperative law, property law, digital technology, and sustainability. Non-legal experts, such as economists, have also been invited to participate in the Working Group.

4. The Working Group includes representatives of the legal departments of FAO and IFAD, as well as technical experts from other departments, such as FAO's "Agrifood Economics Division" and "Food Systems and Food Safety Division" and IFAD's "Results and Impact Assessment (RIA) Division" and "Sustainable Production, Markets and Institutions (PMI) Division." Moreover, a number of international and regional intergovernmental organisations, farmers' associations, non-governmental organisations, and academic institutions have also participated as observers in the Working Group, such as the Asian Farmers' Association (AFA), the Eastern Africa Farmers Federation (EAFF), the Organization for the Harmonisation of Business Law in Africa (OHADA), the International Cooperative Alliance (ICA), the International Development Law Organization (IDLO), the Organization of American States (OAS), the United Nations Commission on International Trade Law (UNCITRAL), the World Bank Group (WBG), the World Food Programme (WFP), and the World Food Law Institute. The complete list of participants in the Working Group is available at the CLSAE Project's dedicated [webpage](#).

5. Furthermore, within the framework of the MAECI-DGCS/UNIDROIT Chair Programme supported by the Directorate General for Development Cooperation of the Italian Ministry of Foreign Affairs and International Cooperation, a senior researcher and a senior legal consultant joined the UNIDROIT Secretariat to assist with the development of the CLSAE Project.⁴ From November 2022 to November 2024, the Secretariat welcomed the first Chair holder: Dr Keni Muguongo Kariuki, a Kenyan lawyer, political economist and PhD from the School of Oriental and African Studies (SOAS) of the University of London. Additionally, from February 2024 to April 2025, the Secretariat welcomed Ms Jeannette Tramhel as a Senior Legal Consultant. As an experienced Canadian lawyer and former

¹ [UNIDROIT 2019 – C.D. \(98\) 14 rev. 2](#), paras 78-82 and [UNIDROIT 2019 – A.G. \(78\) 12](#), para. 51.

² [UNIDROIT 2022 – C.D. \(101\) 21](#).

³ [UNIDROIT 2022 – A.G. \(81\) 9](#).

⁴ For more information on the MAECI-DGCS/UNIDROIT Chair Programme, see [UNIDROIT 2025 – C.D. \(105\) 24](#).

senior legal officer of the Organization of the American States, Ms Tramhel's contribution to the development of the CLSAE Project was highly appreciated.

III. PROJECT ACTIVITIES SINCE THE 105th SESSION OF THE GOVERNING COUNCIL

6. As of May 2026, nine sessions of the Working Group established for the development of the CLSAE Project have been held.⁵ Following the 105th session of the Governing Council (20-23 May 2025), the Working Group convened two additional sessions, as described below.

A. Eighth session of the Working Group (19-21 November 2025)

7. During its eighth session, the Working Group considered the preliminary draft of the future instrument ("Master Copy") and focused its discussions on the refinement of concepts and terminology, structure, and comparative analysis across the different legal structures addressed in the instrument. The Working Group also considered the intended audience and practical use of the Guide, including whether smallholders themselves or intermediary organisations and advisors would be the primary users. Discussions further addressed the inclusion of a glossary, the treatment of domestic and global value chains, and the importance of further distinguishing economic concepts from legal concepts throughout the draft.

8. Extensive discussions were held on the draft chapter on multiparty contracts. Among the topics considered, participants discussed how multiparty contracts may evolve over time from flexible contractual arrangements into more institutionalised organisational structures, sometimes combined with companies or cooperatives to provide limited liability and asset holding functions. Considerable attention was given to the importance of default rules, particularly regarding governance and exit mechanisms, with participants of the Working Group noting that contractual autonomy should be exercised carefully because general contract law is often designed for bilateral rather than collaborative multiparty relationships.

9. The discussion on the draft chapter on cooperatives focused on clarifying the distinctive features, terminology, and practical functioning of cooperative structures within the future Legal Guide. Participants emphasised the need for greater terminological consistency, particularly regarding the use of concepts such as "objective", "purpose", "mission" and "member". The differences between registration and formation processes of cooperatives, as well the importance of identifying common member needs during formation, were also discussed. The Working Group broadly agreed that the future Legal Guide should remain practical, balanced and attentive to the diversity of cooperative models across jurisdictions.

10. The draft chapter on companies also received significant attention, with participants debating the various business forms covered in the chapter, including sole proprietorship, partnerships, corporations, and limited liability companies across both civil and common law traditions. It was noted that the revised chapter had incorporated sections on shareholders' agreements, voting trusts, governance mechanisms, and dispute resolution. The discussion also addressed digitalisation, including decentralised autonomous organisations and the use of digital communication tools for governance and shareholder meetings, which were identified as areas requiring further drafting work and coordination with the chapter on digital platforms.

11. The discussion on the draft chapter on digital platforms focused primarily on the role of digitalisation as a cross-cutting factor influencing collaborative legal structures, governance, sustainability, and participation in agrifood value chains. Members of the Subgroup on Digital

⁵ For more information on the work undertaken in the previous Working Group sessions, see the CLSAE Project's dedicated [webpage](#).

Platforms emphasised that digital collaboration is not always fully voluntary or intentional. It was observed that smallholders may become integrated into collaborative structures through the routine use of digital tools such as messaging applications and online platforms. Participants of the Working Group therefore stressed the need for the future Legal Guide to recognise both the opportunities and risks associated with digital platforms. The Working Group also considered the relationship between digitalisation and cooperatives and corporate structures, particularly regarding governance, data pooling, and access to finance. Participants discussed how agricultural data could be addressed more systematically within the relevant chapters and suggested strengthening cross-references between discussions on digitalisation and organisational forms.

12. The draft comparative chapter's discussion focused on identifying the core variables and analytical framework that would allow readers to compare the different collaborative legal structures addressed in the future Legal Guide. Participants emphasised that the comparative chapter would play a central role in linking the Introduction and the substantive chapters and should help users of the Guide assess the advantages, disadvantages, and suitability of multiparty contracts, cooperatives, companies and digital platforms in different contexts. Several functional variables were proposed for comparative analysis, including duration, governance structures, decision-making arrangements, shared resources, entry and exit mechanisms, and the degree of flexibility associated with each legal structure. Participants also stressed the importance of examining how collaborative arrangements evolve over time and how different legal structures may be combined in practice.

13. The meeting concluded with broad agreement on the need to further harmonise terminology across the various chapters of the draft Master Copy and to finalise the chapters relating to each legal structure in light of the developments reflected in the draft comparative chapter. Following the eighth session, the Working Group convened virtually on 23 and 24 February 2026 to discuss revisions to the draft chapters, with particular focus on the work carried out on the draft comparative chapter.

B. Ninth session of the Working Group (8-10 April 2026)

14. During the ninth session, the main focus of the discussions of the Working Group continued to be on the updated draft Master Copy and on the sections of the various chapters that had not yet been fully developed.

15. With regard to the draft Preface and Introduction, the Working Group emphasised the importance of sustainability and inclusiveness, including whether these concepts should be defined in a glossary. The Working Group also considered revisions to the definition of collaboration, stressing the need to reflect long-term collaboration and shared objectives while acknowledging forms of collaboration outside formal legal structures. Discussions further addressed the coherence between the Preface, Introduction and comparative chapter, especially regarding the objectives, needs, challenges, and drivers of collaboration. Participants debated the proposed order of presentation of the drivers of collaboration, such as sustainability, access to credit, digitalisation, and access to markets, with some proposing a merger of sections to improve clarity and avoid overlap. Additional comments focused on refining technical references, ensuring consistency across chapters, and strengthening discussion of the challenges and constraints faced by smallholders and agri-MSMEs.

16. The Working Group discussed revisions to the draft chapter on multiparty contracts, focusing primarily on the definition, scope, and legal characteristics of multiparty contracts within the draft Legal Guide. It was considered whether the definition should explicitly refer to agriculture and producers. Moreover, the Working Group discussed the minimum number of parties required for a multiparty contract, the distinction between collaborative and exchange contracts, and the relationship between multiparty contracts, partnerships and companies, recognising differences across legal systems, particularly between civil law and common law jurisdictions. Additional discussions addressed the need for clearer guidance for users unfamiliar with multiparty contracts and stronger consideration of smallholder concerns, such as land access, lock-in risks, unfair

contractual terms, and effective remedies. It was also suggested to align the contractual terminology used in the draft chapter with the terminology of the UNIDROIT Principles of International Commercial Contracts, including the use of terms such as “non-performance” instead of “breach” and “performance” instead of “execution”.

17. Concerning the draft chapter on cooperatives, the discussions focused on improving consistency and ensuring the text accurately reflect the nature and operation of cooperatives. Participants pointed out the need to distinguish cooperative audits from ordinary company audits because of their broader social and member-oriented objectives. The Working Group further discussed the integration of cooperatives within value chains to ensure that the text included in the chapter reflect operational realities.

18. With regard to the draft chapter on companies, the Working Group further discussed the distinction between civil and commercial entities and types of remedies described in the chapter. Clarification was sought on the derivative action and the oppression remedy and whether they were both targeted at directors and concerned directors’ breach of fiduciary duties. It was noted that the section on remedies still needed to be contextualised with regard to collaboration in agriculture. Thus, it was suggested to provide more examples where there was a breach of fiduciary duties by the directors that harmed the pursuit of the objectives of collaboration in agriculture, and to explain to what extent these procedures were also useful for the cases in which the shareholders did not contribute to collaboration. Regarding the accessibility of statutory remedies and just access to courts, it was suggested that the Guide should be realistic by clearly acknowledging that this was a major obstacle for many smallholders.

19. The Working Group also considered the efforts made to synthesise the draft chapter on digital platforms and to link it to the other chapters. The examples of agricultural digital platforms provided by IFAD were also integrated into the draft chapter, and it was suggested that the list of examples provided be made publicly available on UNIDROIT’s website once the CLSAE Guide would be adopted. Participants also discussed whether the distinction between the participatory platforms and non-participatory platforms could be reflected more clearly in the comparative analysis. It was suggested to include a few paragraphs outlining the types of trade-offs that might be involved in choosing a participatory platform and a non-participatory one, so that the readers could draw their own conclusions as to the kind of platforms they would like to adopt.

20. Lastly, the Working Group discussed the draft comparative chapter focusing on answering the questions that remained less developed. Particular attention was devoted to termination and dissolution. Participants also considered limiting the number and simplifying the questions proposed to guide the choice of legal structures.

IV. THE FUTURE LEGAL GUIDE

21. Following the Working Group’s ninth session and building upon the recommendations made, the Secretariat in coordination with Working Group members and the partner organisations worked to consolidate and revise the various chapters of the draft Master Copy of the future Legal Guide. In addition to the ordinary intersessional meetings of the Subgroups, the Working Group held an online meeting on 27 April 2026 to discuss the progress of the revision process. The most revised and updated version of the draft Legal Guide is enclosed in the Annexe to this document (confidentially submitted to the Members of the Governing Council). It is envisaged that the draft Legal Guide will be further reviewed by the Working Group prior to the launch of the public consultation. This section provides a brief overview of the target audience, purpose, and scope, as well as the content of each chapter of the future Legal Guide.

A. Target audience

22. The draft Legal Guide is primarily intended for those who provide advisory and capacity-building support to smallholders and agri-MSMEs, including those involved in drafting contracts and internal regulations. It is expected that the future Guide will be useful for local associations of agricultural entrepreneurs and organisations of producers, alongside non-legal technical experts such as representatives of non-governmental organisations, international agricultural and food conglomerates, chambers of commerce, representatives of international organisations, and development agencies. The target audience may also include national and international legislators and those shaping local policies.

B. Purpose and scope

23. The draft Legal Guide aims at providing guidance on collaborative legal structures with a particular focus on smallholders, producers, and agricultural micro, small and medium-sized enterprises (“agri-MSMEs”) to support their increased participation in agrifood value chains and to best suit their needs. It is presupposed that greater engagement of these actors should result in more inclusive value chains and, in turn, transformation towards more efficient and resilient agrifood systems, sustainable economic growth, and reduced poverty. The purpose of the future instrument is to provide a “menu” of illustrative collaborative legal structures, not with the intention to promote one legal structure over another but rather to outline the various options.

24. While recognising that a variety of forms for collaboration exist, and many different types of business organisations and commercial contracts may be used for carrying out activities such as production, processing and distribution in the agricultural sector, the emphasis of the Guide is on collaboration through the use of legal structures and digital platforms. Three categories of legal structures are considered: (i) multiparty contracts, (ii) cooperatives, and (iii) companies. Digital platforms are considered not as a legal structure but rather as an organisational tool that may be used by, and thus governed through, these three different legal structures for collaboration purposes.

25. The Guide does not favour one structure over another but rather seeks to highlight how the features discussed address particular needs and challenges. The analysis is premised on the complementarity of the collaborative legal structures rather than seeing them as distinct alternatives. The fundamental similarities and differences between the legal structures covered in the CLSAE Guide are explained by considering their purposes, formation and entry requirements, governance and decision-making procedures, scope of liability, remedies and sanctions for breach, requirements for exit and dissolution, and dispute prevention and resolution mechanisms.

C. Structure and content

26. The draft Legal Guide consists of a Preface, Introduction and five chapters: Multiparty Contracts (Chapter I); Cooperatives (Chapter II); Companies (Chapter III); Digital Platforms (Chapter IV); and a final chapter on Comparing the Collaborative Legal Structures (Chapter V), which are summarised below.

27. As mentioned above, to ensure comparability across the different concepts examined in the fields of contracts, cooperatives, companies and digital platforms, the table of contents of each chapter was structured around functionally equivalent categories. Accordingly, each chapter includes a description and recommendations relating to comparable topics, such as: the objectives of the legal structure; entry requirements and formation; governance and decision-making; financial resources; liability; remedies; mechanisms for dispute prevention and resolution; exit and dissolution. These topics are also reflected in the comparative chapter.

- *Preface and Introduction.* The Preface and Introduction explain the motivation for the development of the CLSAE Guide by UNIDROIT, in partnership with FAO and IFAD. The Preface describes the purpose of the CLSAE Guide, the definition of collaboration, and the relationship between the CLSAE Guide and other UNIDROIT, FAO and IFAD instruments, and it highlights the distinctive comparative approach of the CLSAE Guide. The types of agricultural enterprises concerned, the target audience, and the structure of the Guide are also explained in the Preface. The Introduction provides an overview of the challenges posed by agrifood value chains and further develops on the drivers of the use of collaborative legal structures, including access to credit, sustainability, and digitisation and digitalisation. The Introduction then discusses the role of collaboration in addressing the needs and challenges of smallholders and agri-MSMEs and presents the collaborative legal structures covered in the Guide.
- *Chapter I: Multiparty Contracts.* The first section of this Chapter introduces the multiparty contract (MPC) and explains its unique characteristics as distinct from other contractual forms, the function of collaborative MPCs in global value chains, and regulation. Section II outlines the design and content of MPCs, with a focus on choice of terms and obligations. The third and fourth sections review entry requirements and formation, governance, management and decision-making. Section V explains contractual execution, with details on independent and interdependent performance, resource-sharing, use of a common fund, and performance monitoring. The sixth section considers non-performance, followed by the seventh section on joint and several liability. Section VIII reviews remedies for non-performance, including a hierarchy of choices that include correction, restitution and compensation. The final section (Section IX) explores the options of voluntary and forced exit, dissolution of the MPC, and post-contractual obligations.
- *Chapter II: Cooperatives.* This Chapter sets out the objectives of cooperatives (Section II) and highlights their member-centred nature, which distinguishes them from other types of enterprises (Section I). The Chapter takes into account the definition, principles, and values – the “Cooperative Identity” – as enshrined in the 1995 Statement on the Cooperative Identity of the International Cooperative Alliance (ICA). Considerations when forming an agricultural cooperative (Section III) and the centrality of membership (Section IV) are also described, for example, through the “open door” principle for admission. On governance (Section V), a clear distinction is drawn between the bodies of the cooperative (e.g., general assembly, supervisory council and board of directors). The Chapter also addresses financial resources and income distribution (Section VI), stressing the importance of internal financing through member shares and indivisible reserve funds over external capital to safeguard the cooperative’s autonomy and avoid conflicts with investor interests. The Chapter further covers collaboration among cooperatives and with other entities (Section VII); remedies, dispute prevention, and resolution (Section VIII), focusing on corrective measures like the right to cure; structural changes like mergers, demergers and transformation (Section IX); and dissolution and liquidation (Section X). The growing impact and challenges of digitalisation and data management on cooperatives is also considered in the last section of this Chapter (Section XI).
- *Chapter III: Companies.* This Chapter focuses on profit-oriented business organisations, particularly general and limited partnerships, limited liability companies, and corporations (Section II). It covers the formation requirements across company forms (Section III) and devotes considerable attention to separate legal personality (Section IV), scope of liability of the members (Section V), and asset partitioning (Section VI). Membership rules and mechanisms for the protection of minority shareholders are covered in Section VII. The Chapter lists the different types of member contributions and underlines the growing importance of in-kind contributions in the agricultural sector (Section VIII). The sections devoted to governance (Section IX), decision-making (Section X) and management (Section

XI) draw a key distinction between partnerships, which tend to favour equal rights and equal voice for members, and corporations, which tend to concentrate decision-making authority in a board of directors and allocate voting power in proportion to the value of members' contributions. The Chapter also includes recommendations on fiduciary duties, the business judgment rule, and the growing trend towards ESG-related management requirements. The Chapter's final sections provide guidance on financial (Section XII) and transfer rights (Section XIII), as well as on exit and withdrawal of a member (Section XIV). Guidance is also provided on the duration and dissolution of a company (Section XV) and on corporate groups (Section XVI). Lastly, a comprehensive menu of remedies, dispute prevention, and resolution mechanisms is presented (Section XVII).

- *Chapter IV: Digital platforms in agriculture.* This Chapter identifies features that distinguish digital platforms as a mode of collaboration (Section II) and analyses the process of “platformisation” of conventional legal structures (Section III). It proposes a taxonomy covering platforms for exchanging commodities, offering services, and data management improvement (Section IV). Additionally, the Chapter defines the main actors in digital platforms in agriculture (e.g., platform operators, members, and users), recognising that the categories may be blurred (Section V). The benefits and challenges of digital platforms for rural development (e.g., the role that digital platforms can play in facilitating the sale of agricultural products, in particular through e-commerce) are also described (Section VI). Moreover, the distinction between participatory and non-participatory governance models of digital platforms is explored (Section VII), and an analysis is also devoted to the legal structures through which the platforms may operate: (i) purely contractual platforms, and (ii) organisation-based platforms (Section VIII). In addition, specific sections of the Chapter address the rules on entry and exit (Section IX), regulatory and monitoring power within digital platforms (Section X), liability management (Section XI), and the variety of means through which disputes may be resolved (Section XII).
- *Chapter V: Comparing the collaborative legal structures.* While there is considerable flexibility when choosing a legal structure, since each of the legal structures considered in the CLSAE Guide can in principle be used for collaboration in agriculture, some structures may be better suited to addressing specific objectives or challenges. This last Chapter therefore examines some of the questions and factors that are relevant to deciding whether one structure may be better suited than another to pursuing particular purposes or activities, how to “design” the legal entity of choice to attain a certain benefit, or how to combine the different options to achieve the most efficient result. The Chapter introduces twelve guiding questions for choosing a legal structure for collaboration to illustrate when the use of one legal structure may, in practice, be preferred over another, as well as when it may be desirable to combine different legal structures. The guiding questions for choosing a legal structure for collaboration relate to: i) who influences and decides the legal structures for collaboration; ii) why the collaboration takes place and about what; iii) number of participants; iv) formation requirements; v) ease of entry; vi) decision-making; vii) contributions and financing plans; viii) participants' liability; ix) ability to bind participants and remedies; x) ability to establish contracts with third parties; xi) ease of exit and removal of a participant; and xii) termination and dissolution. Throughout the analysis, attention is paid not only to the advantages of particular legal structures, but also to the limitations of different legal structures, in light of the context in which collaboration is being considered. Chapter V does not aim to identify the best legal structure for collaboration. Because each legal structure can be used for collaboration and because there is typically flexibility with respect to the legal structures one can use, no one structure can be said to be the best by which to structure collaboration.

V. PROPOSED NEXT STEPS

28. Subject to the Governing Council's authorisation, the Secretariat envisages launching a broad consultation of a further refined and updated draft⁶ in the near future to seek stakeholder input on the future Legal Guide and to revise it accordingly prior to finalisation and proposal for adoption at the 108th session of the Governing Council on 9 December 2026.

29. As currently contemplated and subject to the Governing Council's guidance, the Secretariat intends to undertake the following consultation-related steps after the first full draft of the document has been finalised: (a) an online consultation; (b) targeted consultations; (c) regional consultation events; and (d) other consultation activities. The Secretariat would seek input on the consolidated draft by circulating it with a two-page summary document providing an overview of the future Legal Guide and background on its preparation, emphasising the importance of the consultation in reviewing, revising and finalising the Legal Guide.

- (a) *Online consultation.* The Secretariat is planning to hold an open online consultation – as was done for the Legal Guide on Contract Farming and the Legal Guide on Agricultural Land Investment Contracts – by which the draft will be made publicly available on UNIDROIT's website for review and submission of comments. Once the draft Legal Guide is posted, the Secretariat will collaborate with FAO and IFAD, as well as with members and observers of the Working Group, to promote the webpage and facilitate broad dissemination of the draft Legal Guide to relevant stakeholders. In addition, as a means of raising awareness of the online consultation, the Secretariat is considering organising a series of blog discussions on key online platforms in this area (e.g., the Global Forum on Food Security and Nutrition – [FSN Forum](#) and the [Afronomicslaw blog](#)).
- (b) *Targeted consultations.* Personalised letters will be sent to individuals, experts' academic and professional networks, and institutions the input of which is deemed necessary. In particular, and by way of example, international and regional organisations that were not involved in the Working Group and private-sector stakeholders will be invited to provide input.
- (c) *Virtual regional workshops.* In addition, the Secretariat is also considering holding virtual regional workshops targeted for the regions of Africa, Asia-Pacific, Latin America and the Caribbean, and Europe. These events could consist of two-hour virtual sessions with short presentations of the future Legal Guide by Working Group experts and observers to facilitate discussions and solicit input on specific topics from different stakeholder groups. FAO and IFAD will be asked to assist in identifying and reaching out to relevant stakeholders in the regions and eventually hosting and moderating the virtual workshops.
- (d) *Other consultation activities.* The Secretariat also intends to participate in other events to draw attention to the online and regional consultations, to raise awareness about the Legal Guide, and to seek further input. Such activities may include, but are not limited to, a presentation at the technical meeting of the [Africa Ministerial Cooperative Conference](#); an [ICA workshop](#) organised by the International Cooperative Alliance on 22 August 2026; and a presentation at the [International Symposium on Cooperative Law](#) in Panama on 16-17 September 2026. In addition, UNIDROIT, FAO and IFAD will apply for a co-organised side event during the Committee on World Food Security (19-23 October 2026) and the FAO Global Conference on Smart Farming (1-3 July 2026).

30. After the consultation period, at least one more Working Group session will be held in 2026 to allow the Working Group to duly consider the comments received on the draft Legal Guide during

⁶ The Secretariat will make the revised draft of the Legal Guide to be shared for public consultation available to the Governing Council members upon request.

the consultation period. The tenth session of the CLSAE Working Group is scheduled to take place on 5-8 October 2026. Then the Secretariat and partner organisations would have until mid-November to finalise the draft Legal Guide and submit it for approval by UNIDROIT, FAO and IFAD at the 108th session of the Governing Council in December 2026.

VI. ACTION TO BE TAKEN

31. *The Governing Council is invited to take note of the progress achieved by the Working Group established to develop the joint UNIDROIT, FAO and IFAD project on Collaborative Legal Structures for Agricultural Enterprises. In addition, the Governing Council is invited to consider authorising the Secretariat to launch a targeted consultation on the draft instrument, as further revised by the Working Group.*