

A Guide to UNCITRAL

Basic facts about
the United Nations Commission
on International Trade Law



Further information may be obtained from:

UNCITRAL secretariat, Vienna International Centre,
P.O. Box 500, 1400 Vienna, Austria

Telephone: (+43-1) 26060-4060
Internet: www.uncitral.org

Telefax: (+43-1) 26060-5813
E-mail: uncitral@uncitral.org

UNITED NATIONS COMMISSION ON INTERNATIONAL TRADE LAW

A Guide to UNCITRAL

Basic facts about the
United Nations Commission
on International Trade Law



UNITED NATIONS
Vienna, 2013

Note

Symbols of United Nations documents are composed of capital letters with figures. Mention of such a symbol indicates a reference to a United Nations document.

© United Nations, January 2013. All rights reserved.

The designations employed and the presentation of material in this publication do not imply the expression of any opinion whatsoever on the part of the Secretariat of the United Nations concerning the legal status of any country, territory, city or area, or of its authorities, or concerning the delimitation of its frontiers or boundaries.

This publication has not been formally edited.

Publishing production: English, Publishing and Library Section, United Nations Office at Vienna.

Contents

	<i>Page</i>
I. Origin, mandate and membership of UNCITRAL	1
A. Origin	1
B. Mandate	1
C. Membership	2
II. General information on UNCITRAL	3
A. UNCITRAL website	3
B. Document numbering/symbols	4
C. UNCITRAL Law Library	5
III. Organization and methods of work	5
A. UNCITRAL (the Commission)	5
B. Working groups	7
C. Participation at sessions of UNCITRAL and its working groups	8
D. Secretariat	9
1. Work programme	9
2. Technical cooperation and assistance to law reform	10
3. Other activities	10
4. Interns and visiting scholars	10
IV. Work of UNCITRAL	11
A. Selection of the work programme	11
B. Techniques of modernization and harmonization	13
1. Legislative techniques	13
(a) Conventions	13
(b) Model laws	14
(c) Legislative guides and recommendations	16
(d) Model provisions	17
(e) Finalization and adoption of legislative texts	17
2. Contractual techniques	18
3. Explanatory techniques	19
(a) Legal guides	19
(b) Practice and other information guides	19
(c) Interpretative declarations	20
C. Uniform interpretation of legislative texts: Case law on UNCITRAL texts	21
D. Coordinating the work of other organizations	22
E. UNCITRAL's position within the United Nations system	25
F. Technical cooperation and assistance to law reform	26
1. Technical cooperation and assistance activities	26
2. Regional centres	27

	<i>Page</i>
G. Special events.....	28
H. General Assembly resolutions relating to UNCITRAL	29

Annexes

I. General Assembly resolution 2205 (XXI).....	31
II. UNCITRAL member States	37
III. Chairpersons of UNCITRAL.....	43
IV. UNCITRAL working groups and chairpersons	45
V. Secretaries of UNCITRAL and further information	49
VI. UNCITRAL texts	51



I. Origin, mandate and membership of UNCITRAL

A. Origin

1. In an increasingly economically interdependent world, the importance of an improved legal framework for the facilitation of international trade and investment is widely acknowledged. The United Nations Commission on International Trade Law (UNCITRAL), established by the United Nations General Assembly by resolution 2205 (XXI) of 17 December 1966 (see annex I), plays an important role in developing that framework in pursuance of its mandate to further the progressive harmonization and modernization of the law of international trade¹ by preparing and promoting the use and adoption of legislative and non-legislative instruments in a number of key areas of commercial law. Those areas include dispute resolution, international contract practices, transport, insolvency, electronic commerce, international payments, secured transactions, procurement and sale of goods. These instruments are negotiated through an international process involving a variety of participants, including member States of UNCITRAL, non-member States, and invited intergovernmental and non-governmental organizations. As a result of this inclusive process, these texts are widely accepted as offering solutions appropriate to different legal traditions and to countries at different stages of economic development. In the years since its establishment, UNCITRAL has been recognized as the core legal body of the United Nations system in the field of international trade law.

B. Mandate

2. UNCITRAL gives effect to its mandate by:

“(a) Coordinating the work of organizations active in this field and encouraging cooperation among them;

¹For details concerning the mandate for the progressive development of the law of international trade, see the report of the Secretary-General, *Official Records of the General Assembly, Twenty-first Session, A/6396* (1966); the report of the Fifth Committee of the General Assembly at its twenty-first session, *Official Records of the General Assembly, Twenty-first Session, A/6594* (1966); and the relevant summary records of the proceedings of the Sixth Committee, which are contained in the *Official Records of the General Assembly, Twenty-first Session, Sixth Committee, 947th-955th meetings (A/C.6/SR.947-955)*.

“(b) Promoting wider participation in existing international conventions and wider acceptance of existing model and uniform laws;

“(c) Preparing or promoting the adoption of new international conventions, model laws and uniform laws and promoting the codification and wider acceptance of international trade terms, provisions, customs and practices, in collaboration, where appropriate, with the organizations operating in this field;

“(d) Promoting ways and means of ensuring a uniform interpretation and application of international conventions and uniform laws in the field of the law of international trade;

“(e) Collecting and disseminating information on national legislation and modern legal developments, including case law, in the field of the law of international trade;

“(f) Establishing and maintaining a close collaboration with the United Nations Conference on Trade and Development;

“(g) Maintaining liaison with other United Nations organs and specialized agencies concerned with international trade; and

“(h) Taking any other action it may deem useful to fulfil its functions.”²

C. Membership

3. Members of UNCITRAL are selected from among States Members of the United Nations and represent different legal traditions and levels of economic development. The original membership comprised 29 States.³ It was expanded by the United Nations General Assembly in 1973⁴ to 36 States and again in 2002⁵ to 60 States. The expansion reflected the broader participation and contribution by States beyond the then existing member States and stimulated interest in UNCITRAL's expanding work programme. For detailed information concerning the membership of UNCITRAL, see annex II.

4. Structured to ensure that the various geographic regions and the principal economic and legal systems of the world are represented, the 60 member States include 14 African States, 14 Asian States, 8 Eastern European States, 10 Latin American

²General Assembly resolution 2205 (XXI), sect. II, para. 8, set forth in annex I to this publication.

³Ibid., para. 1.

⁴See General Assembly resolution 3108 (XXVIII), para. 8.

⁵See General Assembly resolution 57/20, para. 2. The expansion was effective from the opening day of the thirty-seventh annual session of UNCITRAL, in 2004.

and Caribbean States and 14 Western European and other States. The General Assembly elects members for terms of six years; every three years the terms of half of the members expire.⁶ As a general rule, elections are held towards the end of the year before the year in which membership expires.⁷ The actual date of expiry is the day immediately before the day on which the Commission session to be held in that year commences. Membership is typically discussed before the election within the various regional groupings, each of which has the fixed number of seats in the Commission as noted above and Member States submit their candidatures through their Permanent Missions in association with the chairpersons of their respective regional groups. Membership does not entail any additional financial contribution, as UNCITRAL is a permanent commission of the General Assembly and its secretariat is part of the United Nations Secretariat. The UNCITRAL secretariat is not involved in the election of members of the Commission.

II. General information on UNCITRAL

A. UNCITRAL website: www.uncitral.org

5. UNCITRAL's website is available in all six of the official languages of the United Nations (Arabic, Chinese, English, French, Russian and Spanish). It is frequently updated and includes all recent UNCITRAL documents, including those prepared for sessions of working groups and the Commission; information relating to meetings and other activities of UNCITRAL, its working groups and the UNCITRAL secretariat; adopted UNCITRAL texts and the related explanatory notes;⁸ a list indicating the current status of adoption and implementation of

⁶See annex II to the present publication, endnotes a and c.

⁷See annex II for the terms of members. Updated information is available from: <http://www.uncitral.org/uncitral/en/about/origin.html>

⁸To date, explanatory notes have been prepared for the following texts: (a) United Nations Convention on the Carriage of Goods by Sea, (Hamburg, 1978) (A/CN.9/306); (b) United Nations Convention on Contracts for the International Sale of Goods (Vienna, 1980) (A/CN.9/307); (c) Convention on the Limitation Period in the International Sale of Goods (New York, 1974) (A/CN.9/308); (d) UNCITRAL Model Law on International Commercial Arbitration (1985) (A/CN.9/309); (e) United Nations Convention on International Bills of Exchange and International Promissory Notes (New York, 1988) (A/CN.9/386); (f) United Nations Convention on the Liability of Operators of Transport Terminals in International Trade (Vienna, 1991) (A/CN.9/385); (g) UNCITRAL Model Law on International Credit Transfers (1992) (A/CN.9/384); (h) United Nations Convention on Independent Guarantees and Stand-by Letters of Credit (New York, 1995) (A/CN.9/431); and (i) United Nations Convention on the Assignment of Receivables in International Trade (New York, 2001) (A/CN.9/557).

conventions and model laws; case abstracts and digests of case law from the Case Law on UNCITRAL Texts (CLOUT) system; General Assembly resolutions relating to the work of UNCITRAL; a bibliography of scholarly writings on UNCITRAL texts; UNCITRAL publications, including reports of special events (see paras. 75-76 below); information on official document numbering and symbols; press releases; and summary records of meetings of UNCITRAL.⁹ Working Group and Commission documents are also available from the United Nations Official Document System (ODS) at <http://ods.un.org>.

6. The *Yearbook of the United Nations Commission on International Trade Law* (the *UNCITRAL Yearbook*) is a compilation of all substantive documents issued by the Secretariat in relation to the work of the Commission and its working groups for a given year, as well as other information, including reports of the Sixth Committee of the General Assembly.¹⁰ The *UNCITRAL Yearbook* is published in English, French, Russian and Spanish and is available in libraries around the world that function as United Nations depository libraries, as well as from the UNCITRAL website (see annex V for further information).

B. Document numbering/symbols

7. Individual documents prepared for consideration by UNCITRAL and its working groups bear the symbol “A/CN.9/”. “A” indicates that the document is a General Assembly document and “CN.9” indicates that the document is for UNCITRAL, as the ninth permanent commission to report to the General Assembly. On documents prepared for the annual session of the Commission, this symbol is followed by a consecutive number (e.g. A/CN.9/421). On working group documents, the symbol is followed by “WG” and the number assigned to the particular working group,¹¹ and then by “WP” (meaning “working paper”) and the consecutive number assigned to the specific document (e.g. A/CN.9/WG.II/WP.23).

⁹The Secretary General provides summary records of those parts of the meetings of the Commission, including committees of the whole established by the Commission for the duration of its annual session, relating to the formulation of normative texts. These records are reproduced in the relevant *UNCITRAL Yearbook*.

¹⁰The Sixth Committee is one of the main committees of the General Assembly and considers legal matters, including the annual report of UNCITRAL.

¹¹As of 2012, there are six working groups of the Commission which are numbered I to VI. The current task before each of the working groups is indicated in parentheses following the number of the working group (I Procurement; II Arbitration and Conciliation; III Online Dispute Resolution; IV Electronic Commerce; V Insolvency Law; VI Security Interests) see A/CN.9/638/Add.1, para. 28.

8. Since its third session in 1970, annual reports of UNCITRAL have been published as Supplement Number 17 to the Official Records of the General Assembly and bear the symbol “A/[. . .]/17” (the middle number indicating the number of the applicable annual session of the General Assembly).

C. UNCITRAL Law Library

9. The UNCITRAL Law Library is the specialized trade law library of the United Nations. It was established in 1979 in Vienna as a reference and research library for the UNCITRAL secretariat and participants in intergovernmental meetings convened by UNCITRAL. Since its establishment, the Library has also supported the research needs of permanent missions, other Vienna-based international organizations, and legal scholars and practitioners. The Library prepares and publishes an annual bibliography of scholarly writings on UNCITRAL texts; the bibliographies prepared since 1968 have been compiled into a consolidated version, which is available on the UNCITRAL website, together with monthly bibliographic updates.

III. Organization and methods of work¹²

10. UNCITRAL's work is organized and conducted at three levels. The first level is UNCITRAL itself, often referred to as the Commission, which works through an annual plenary session. The second level is the intergovernmental working groups, which to a large extent undertake the development of the topics on UNCITRAL's work programme, while the third is the secretariat, which assists the Commission and its working groups in the preparation and conduct of their work.

A. UNCITRAL (the Commission)

11. UNCITRAL carries out its work at annual sessions held alternately in New York and Vienna.¹³ The work at these sessions typically includes finaliza-

¹²See http://www.uncitral.org/uncitral/en/about/methods_documents.html

¹³See the report of the Committee on Conferences (*Official Records of the General Assembly, Thirty-fourth Session, Supplement No. 32 (A/34/32)* (1979), para. 32 (e) (iii)). Prior to the relocation of the UNCITRAL secretariat from New York to Vienna, sessions of the Commission alternated between New York and Geneva (see General Assembly resolution 2205 (XXI), sect. II, para. 6; General Assembly resolution 31/140, sect. I, para. 4 (c); and General Assembly resolution 40/243, part one, para. 4 (c); see also General Assembly resolution 66/94, para. 20.

tion and adoption of draft texts referred to the Commission by the working groups; consideration of progress reports of the working groups on their respective projects; selection of topics for future work or further research; reporting on technical cooperation and assistance activities and coordination of work with other international organizations; monitoring of developments in the CLOUT system and the status and promotion of UNCITRAL legal texts; consideration of General Assembly resolutions on the work of UNCITRAL; and administrative matters.

12. Comprising a chairperson, three vice-chairpersons and a rapporteur, the bureau of the Commission is elected by the member States at the commencement of each annual session and serves until the commencement of the following annual session. The bureau represents each of the five regions from which the members of the Commission are drawn.¹⁴ For a list of the chairpersons of UNCITRAL, see annex III.

13. In addition to States members of UNCITRAL, other United Nations Member States, as well as international and regional organizations (both intergovernmental and non-governmental) with expertise in the topics under discussion are invited to attend both UNCITRAL annual sessions and working group sessions as observers.¹⁵

14. Decisions in the Commission are taken by member States of the Commission. The views of non-member States and observer organizations are for the benefit of member States, who may take such views into account in determining their positions on the issues to be decided upon. The long-standing practice in the Commission is to reach decisions by consensus.¹⁶ In 2010, the Commission formalised this practice, resolving that decisions should be reached by consensus as far as possible; in the absence of consensus, decisions are to be taken by voting in accordance with the relevant rules of procedure of the General Assembly.¹⁷

¹⁴See para. 4 above and *Official Records of the General Assembly, Twenty-third Session, Supplement No. 16 (A/7216)* (1968), para. 14.

¹⁵For information on the participation of observers in UNCITRAL meetings, see Note by the Secretariat: UNCITRAL rules of procedure and methods of work (A/CN.9/638/Add.5), section IV. Status of observers; and *Official Records of the General Assembly, Sixty-fifth session, Supplement No. 17 (A/65/17)* (2010), Annex III: UNCITRAL Rules of procedure and methods of work.

¹⁶Ibid; see also Note by the Secretariat: UNCITRAL rules of procedure and methods of work (A/CN.9/638/Add.4), section III, I.2 Decision-making in the Commission.

¹⁷*Official Records of the General Assembly, Sixty-fifth session, Supplement No. 17 (A/65/17)* (2010), Annex III: UNCITRAL Rules of procedure and methods of work, Summary of conclusions, para. 2).

15. A report of the proceedings at annual sessions is formally adopted by UNCITRAL for submission to the General Assembly. In accordance with the resolution establishing UNCITRAL,¹⁸ the annual report is also provided to the United Nations Conference on Trade and Development (UNCTAD) for comment.

B. Working groups

16. The substantive preparatory work on topics on UNCITRAL's work programme is usually assigned to working groups,¹⁹ which generally hold one or two sessions per year and report on the progress of their work to the Commission. The membership of the working groups currently includes all member States of UNCITRAL. Once assigned a topic, a working group is generally left to complete its substantive task without intervention from the Commission, unless it asks for guidance or requests the Commission to make certain decisions with respect to its work, such as clarification of the Working Group's mandate on a particular topic or approval of the policy settings of a particular text.²⁰ At each working group session, member State delegations select a chairperson and rapporteur from among member State delegations.²¹ For a list of the working groups and their chairpersons, see annex IV.

17. The secretariat of each working group comprises staff members of the UNCITRAL secretariat. The secretariat is responsible for preparing working papers for working group meetings, providing administrative services to that working group and reporting on working group sessions. Reports are considered and formally adopted at the end of each working group session for submission to the annual session of UNCITRAL. On several occasions, when the topics being

¹⁸General Assembly resolution 2205 (XXI), para. 10 (see annex I to this publication).

¹⁹See *Official Records of the General Assembly, Thirty-third Session, Supplement No. 17 (A/33/17)* (1978), para. 67.

²⁰In 2002, for example, Working Group V requested the Commission to, inter alia, approve in principle the draft of the Legislative Guide on Insolvency Law (see *Official Records of the General Assembly, Fifty-eighth Session, Supplement No. 17 (A/58/17)* (2002), paras. 172-197). A similar approach was adopted in 2006 with respect to the recommendations of the Legislative Guide on Secured Transactions (see *Official Records of the General Assembly, Sixty-first Session, Supplement No. 17 (A/61/17)* (2006), para.13).

²¹On a limited number of occasions, the chair of a working group has been appointed in a personal capacity on the basis of expertise and experience in the topic under consideration (see annex IV to the present publication).

considered by different working groups have intersected, joint sessions have been held to coordinate the work and ensure consistency.²²

C. Participation at sessions of UNCITRAL and its working groups

18. Documentation for annual UNCITRAL sessions and working group sessions is posted on the UNCITRAL website and is available in the six official languages of the United Nations. Sessions are facilitated by simultaneous interpretation in all six official languages.

19. Discussion takes place in a formal manner, with the chairperson of the meeting according delegations the opportunity to speak.

20. The size and composition of member and non-member State delegations to annual sessions and working groups is a matter for those States and may vary according to the subject matter under consideration. Member and non-member State delegations typically include Government officials, academics, experts or private sector lawyers. Delegations from invited intergovernmental organizations typically comprise staff members of those organizations. The delegations of invited non-governmental organizations are limited to five representatives and typically include academics, private sector lawyers or other experts. The membership of some delegations remains relatively constant throughout a single project, while others may change from meeting to meeting.

21. To facilitate the development of legislative texts, and in particular to identify and resolve issues of terminology and translation in order to achieve uniformity between the different language versions, drafting group meetings are often held in conjunction with the annual session of UNCITRAL and with working group sessions. Delegates and observers from the six official language groups are invited to participate in these meetings with relevant officers of the secretariat and the United Nations editors and translators responsible for the instrument under discussion.

²²Working Groups V (Insolvency Law) and VI (Security Interests) held joint sessions in 2003 and again in 2004 to coordinate insolvency aspects of the Legislative Guide on Secured Transactions (A/CN.9/535 and A/CN.9/550). In 2005, an informal joint meeting of experts from Working Group IV (Electronic Commerce) and Working Group III (Transport Law) took place in London to consider the provisions of the draft instrument on the carriage of goods [wholly or partly] [by sea] as they related to electronic commerce (A/CN.9/WG.III/WP.47).

D. Secretariat

1. *Work programme*

22. The International Trade Law Division of the Office of Legal Affairs of the United Nations Secretariat provides the secretariat for UNCITRAL. Originally located at United Nations Headquarters in New York, the Division was relocated to the United Nations Office at Vienna in September 1979, while formally remaining a part of the Office of Legal Affairs in New York. Professional staff members of the Division include a small number of qualified lawyers from different countries and legal traditions,²³ with the Director of the Division serving as the Secretary of UNCITRAL (see annex V).

23. To assist the work of UNCITRAL, the secretariat undertakes a variety of different tasks, which includes preparation of studies, reports and draft texts on topics that are being considered for possible future inclusion in the work programme; legal research; drafting and revision of working papers and legislative texts on topics already included in the work programme; reporting on Commission and working group meetings; and providing a range of administrative services to UNCITRAL and its working groups. In preparing its work, the secretariat may seek the assistance of outside experts from different legal traditions, conducting ad hoc consultations with individuals or convening meetings of groups of experts in a particular field, as required. Such groups have included academics, practising lawyers, judges, bankers, arbitrators and members of various international, regional and professional organizations.

24. On several occasions, substantive preparation of a text has not been undertaken by a Working Group, but by the secretariat in consultation with experts. For example, a preliminary draft of the 1976 arbitration rules, with commentaries, was prepared by the secretariat in consultation with experts in the field²⁴ and then presented to the Commission and subsequently revised by the secretariat in light of the Commission's deliberations. Draft chapters of the Legislative Guide on Privately Financed Infrastructure Projects were prepared by the secretariat and reviewed and adopted by the Commission. A similar approach was taken with the Practice Guide on Cross-Border Insolvency Cooperation (2009), The UNCITRAL Model Law on Cross-Border Insolvency: the judicial perspective

²³In December 2012, the UNCITRAL secretariat included 14 regular budget-funded posts for legal officers, including the Secretary of the Commission, recently supported by one extra-budgetary programme manager at the Regional Centre for Asia and the Pacific.

²⁴See Report of the Secretary-General: preliminary draft set of arbitration rules for optional use in ad hoc arbitration relating to international trade (UNCITRAL Arbitration Rules), A/CN.9/97 and Add.1-4.

(2011) and Promoting Confidence in Electronic Commerce: Legal Issues on International Use of Electronic Authentication and Signature Methods (2007).

2. *Technical cooperation and assistance to law reform*

25. The work of UNCITRAL does not end with the finalization and adoption of a text but, as noted above, includes promotion of the use and adoption of those legislative and non-legislative texts. This work is organized through the secretariat and is discussed in detail below (see paras. 69-73).

3. *Other activities*

26. The secretariat also assists the Commission in its functions of coordinating the work of other organizations; promoting the work of UNCITRAL within the broader United Nations agenda (see paras. 67-68); promoting the uniform interpretation of legal standards through the CLOUT system; and organizing special events. These functions are discussed in more detail in the following paragraphs.

4. *Interns and visiting scholars*

27. Each year a limited number of persons who have a first level university degree and are enrolled in a degree programme in a graduate school (working towards a second university degree or higher) at the time of application and throughout the internship, in commercial law, international trade law or private international law are given the opportunity to work as interns in the International Trade Law Division.²⁵ Interns are assigned specific tasks in connection with UNCITRAL's work programme and projects being undertaken by the secretariat. Individuals participating in this programme are able to familiarize themselves with the work of UNCITRAL and to increase their knowledge of specific areas of international trade law. Legal scholars may, by arrangement with the secretariat, use the UNCITRAL Law Library for private research on projects related to international trade law.

²⁵http://www.uncitral.org/uncitral/en/vacancies_internships.html

IV. Work of UNCITRAL

A. Selection of the work programme

28. After considering a number of suggestions by member States, at its first session in 1968, the Commission adopted nine subject areas as the basis of its work programme: international sale of goods; international commercial arbitration; transportation; insurance; international payments; intellectual property; elimination of discrimination in laws affecting international trade; agency; and legalization of documents.²⁶ Some of these subjects have not been taken up by the Commission, for example, insurance, elimination of discrimination in laws affecting international trade, agency and legalization of documents. Priority status initially was accorded to international sale of goods, international commercial arbitration and international payments. Other topics, such as trade financing contracts, transport, electronic commerce, procurement, international commercial conciliation, insolvency, security interests, online dispute resolution and micro-finance have subsequently been added.

29. On a number of occasions since that first session, the Commission has considered and revised its work programme on the basis of new developments in technology, changes in business practices, international trends and developments, economic and financial crises and other forces affecting and shaping international trade. Proposals for consideration of new topics can arise in a number of ways: they may be made directly to the Commission by Governments (for example the proposal for future work on insolvency law in 1999);²⁷ they may arise from consultation with various international organizations (for example with the International Maritime Committee on international carriage of goods (see para.76)); from special colloquiums and seminars (such as the 1992 Congress on International Trade Law (see para. 75), the 1994 Colloquium on Cross-Border Insolvency,²⁸ the 1998 New York Convention Day,²⁹ and various colloquiums on

²⁶Official Records of the General Assembly, Twenty-third Session, Supplement No. 16 (A/7216) (1968), paras. 40 and 48.

²⁷See document A/CN.9/462/Add.1; also Official Records of the General Assembly, Fifty-fourth Session, Supplement No. 17 (A/54/17) (1999), para. 381.

²⁸See the report on the UNCITRAL-INSOL Colloquium on Cross-Border Insolvency (A/CN.9/398) and the Official Records of the General Assembly, Forty-ninth Session, Supplement No. 17 (A/49/17) (1994), paras. 215-222. For information on subsequent insolvency colloquiums, see <http://www.uncitral.org/uncitral/en/commission/colloquia.html>.

²⁹See "Possible future work in the area of international commercial arbitration" (A/CN.9/460). For the texts of the 1958 New York Convention Day speeches, see *Enforcing Arbitration Awards under the New York Convention: Experience and Prospects*, available from <http://www.uncitral.org/uncitral/publications/publications.html>.

transport, privately financed infrastructure projects, international commercial fraud, secured transactions and online dispute resolution³⁰); or they may arise as topics that are related to subjects already under discussion in the working groups (for example, the need for a text on electronic signatures was identified during development of the Model Law on Electronic Commerce and the possibility of developing model provisions on privately financed infrastructure projects was identified during the development of the legislative guide on that topic).

30. Topics may also arise from experience gained in the implementation and application of an existing text, which may suggest the need for revision of that text³¹ or further development of the explanatory material accompanying that text, such as a guide to enactment in the case of a model law.³² In considering whether particular topics should be added to the programme, factors such as global significance, special interest to developing countries, developments in technology and changing trends in commercial practice are taken into account.

31. The Commission initially considered some of the topics currently on the programme as not likely to produce an agreed, harmonized legal text. However, developments in international trade law and practices, as well as the successful conclusion by UNCITRAL of work on related topics, have since created a demand for reconsideration of those topics and made the development of legal texts feasible (for example harmonization of national insolvency and secured transactions law). Aspects of other topics that generally fall within the mandate of specialized international organizations, such as intellectual property, have been the subject of coordinated work.³³

³⁰See paras. 75-76 below and generally <http://www.uncitral.org/uncitral/en/commission/colloquia.html>.

³¹For example, the decision in 2004, to revise the Model Law on the Procurement of Goods, Construction and Services (1994) to address issues arising from its implementation and the development of electronic procurement practice (see A/CN.9/WG.I/WP.34). In 2010, the Commission adopted revisions to the UNCITRAL Arbitration Rules, to conform them to current practices in international trade and to address developments in arbitral practice over the previous 30 years (*Official Records of the General Assembly, Sixty-fifth Session, Supplement No. 17 (A/65/17)* (2010), para. 187).

³²Jurisprudence emerging from application and interpretation of the Model Law on Cross-Border Insolvency led to a proposal to address issues related to the concept of "centre of main interests" as used in the Model Law. At the date of this publication, the work is being implemented through revision of the Guide to Enactment of the Model Law (see Report of Working Group V on the work of its fortieth session, A/CN.9/738, para. 13).

³³The *UNCITRAL Legislative Guide on Secured Transactions: Supplement on Security Rights in Intellectual Property* (2010) was developed in cooperation with the World Intellectual Property Organization (WIPO) and other intellectual property organizations.

B. Techniques of modernization and harmonization

32. UNCITRAL has adopted a flexible and functional approach with respect to the techniques it uses to perform its mandate to modernize and harmonize the law of international trade.³⁴ These techniques fall into three broad categories, which operate at different levels and involve different types of compromise or acceptance of difference: legislative, contractual and explanatory (for a comprehensive list of UNCITRAL texts, see annex VI). To some extent, these techniques also show the process of modernization and harmonization occurring at different stages of business development. While the process typically works to bring long-established practices closer together, there are cases that might be seen as examples of “preventive” harmonization—establishing new principles and practices that will minimize divergence when national laws on new issues are developed. This has been typical in areas affected by new technology or new business practices, such as electronic commerce, arbitration and procurement.

1. *Legislative techniques*

33. UNCITRAL has produced several different types of legislative texts: conventions; model laws; legislative guides; and model provisions.

(a) *Conventions*

34. A convention is designed to unify law by establishing binding legal obligations. To become a party to a convention, States are required formally to deposit a binding instrument of ratification or accession with the depositary (for conventions prepared by UNCITRAL, the Secretary-General of the United Nations). The entry into force of a convention is usually dependent upon the deposit of a minimum number of instruments of ratification.³⁵

³⁴In this connection, see also the report of the Secretary-General entitled “Question of coordination: direction of the work of the Commission” (A/CN.9/203, paras. 99-122); and the note by the Secretariat entitled “Alternative methods for the final adoption of conventions emanating from the work of the Commission” (A/CN.9/204).

³⁵These minimum numbers are specified in the following articles: United Nations Convention on Contracts for the International Sale of Goods (Vienna, 1980), art. 99, para. 1; the Hamburg Rules, art. 30, para. 1; United Nations Convention on Independent Guarantees and Stand-by Letters of Credit (New York, 1995), art. 28, para. 1; United Nations Convention on the Assignment of Receivables in International Trade (New York, 2001), art. 45, para. 1; United Nations Convention on the Use of Electronic Communications in International Trade (New York, 2005), art. 23, para. 1; and the Rotterdam Rules, art. 94, para. 1.

35. A convention is often used where the objective is to achieve a high degree of harmonization of law in the participating States, reducing the need for a party to undertake research of the law of another State party. The international obligation assumed by that State on adoption of the convention is intended to provide an assurance that the law in that State is in line with the terms of that convention.³⁶ If a high degree of harmonization cannot be achieved or a greater degree of flexibility is desired and is appropriate to the subject matter under consideration, a different technique of harmonization, such as a model law or legislative guide, might be used.

36. Except to the extent that they permit reservations or declarations, conventions afford little flexibility to adopting States. The conventions negotiated by UNCITRAL generally do not allow reservations or declarations by States or allow them only to a very limited extent.³⁷ In some cases, the ability to make a reservation or declaration represents a compromise that will enable some States to become a party to the convention without being obliged to comply with the provision to which the reservation or declaration relates.

(b) Model laws

37. A model law is a legislative text that is recommended to States for enactment as part of their national law.

38. A model law is an appropriate vehicle for modernization and harmonization of national laws when it is expected that States will wish or need to make adjustments to the text of the model to accommodate local requirements that vary from system to system, or where strict uniformity is not necessary or desirable. It is precisely this flexibility that makes a model law potentially easier to negotiate than a text containing obligations that cannot be altered, and can promote greater acceptance of a model law than of a convention dealing with the same

³⁶See, for example, the joint survey developed in cooperation with Committee D (now known as the Arbitration Committee) of the International Bar Association to monitor legislation giving effect to the New York Convention (*Official Records of the General Assembly, Fiftieth Session, Supplement No. 17 (A/50/17)* (1995), paras. 401-404.

³⁷See, for example, the United Nations Convention on Contracts for the International Sale of Goods (Vienna, 1980) articles 92-96. Although there may be limited provision for reservations or derogations by States, the legal regimes of UNCITRAL conventions may be subject to contractual derogation, for example, United Nations Convention on Contracts for the International Sale of Goods (Vienna, 1980), art. 6, United Nations Convention on the Use of Electronic Communications in International Trade (New York, 2005), art. 3, and United Nations Convention on the Assignment of Receivables in International Trade (New York, 2001), art. 6. For a list of States parties to these Conventions and relevant declarations and reservations, see http://www.uncitral.org/uncitral/en/uncitral_texts.html.

subject matter. Notwithstanding this flexibility, in order to increase the likelihood of achieving a satisfactory degree of unification and to provide certainty about the extent of unification, States are encouraged to make as few changes as possible when incorporating a model law into their legal systems.

39. Model laws are generally finalized and adopted by UNCITRAL at its annual session, as opposed to adoption of a convention, which requires the convening of a diplomatic conference. This factor may make preparation of a model law less expensive than the preparation of a convention, unless the convention is adopted by the General Assembly performing the function of a diplomatic conference, as has been the case for most of the recent conventions prepared by UNCITRAL (see paras. 47-49).

40. Recent model laws completed by UNCITRAL have been accompanied by a “guide to enactment” setting forth background and other explanatory information to assist Governments and legislators in using the text.³⁸ The guides include, for example, information that would assist States in considering what, if any, provisions of the model law might have to be varied to take into account particular national circumstances, information relating to discussions in the working group on policy options and considerations, and matters not addressed in the text of the model law that may nevertheless be relevant to the subject matter of the model law.

41. Within the category of model laws prepared by UNCITRAL, a comparison of two texts, the UNCITRAL Model Law on International Commercial Arbitration (1985) and the UNCITRAL Model Law on Electronic Commerce (1996), illustrates how the model law form can be adapted to the subject matter under consideration and to the degree of flexibility sought by the drafters. The Model Law on International Commercial Arbitration, which could be described as a procedural instrument, provides a discrete set of interdependent articles. It is recommended that, in adopting this Model Law, very few amendments or changes are made. As a rule, relatively few deviations from this text have been made by States adopting enacting legislation, suggesting that the procedures it establishes are widely accepted and understood as forming a coherent basis for international commercial arbitration. The Model Law on Electronic Commerce, on the other hand, is a more conceptual text. The legislation that has been based on this

³⁸The Model Laws on International Credit Transfers and International Commercial Arbitration include short explanatory notes prepared by the secretariat of UNCITRAL for information purposes. The Model Laws on Electronic Commerce; Electronic Signatures; Cross-Border Insolvency; International Commercial Conciliation and Public Procurement include more extensive, official guides to enactment. These guides were considered by the Commission and generally adopted together with the text of each model law.

Model Law largely reflects the principles of the text, although there are some departures from it in terms not only of drafting, but also in the combination of provisions adopted.³⁹

42. As noted above, revision of one model law, the Model Law on the Procurement of Goods, Construction and Services (1994) was completed in 2011 (now entitled the UNCITRAL Model Law on Public Procurement) and the accompanying Guide to Enactment was completed in 2012.

(c) Legislative guides and recommendations

43. For a number of reasons, it is not always possible to draft specific provisions in a suitable or discrete form, such as a convention or a model law, for incorporation into national legal systems: national legal systems often use widely disparate legislative techniques and approaches for solving a given issue, States may not yet be ready to agree on a single approach or common rule, there may not be consensus on the need to find a uniform solution to a particular issue, or there may be different levels of consensus on the key issues of a particular subject and how they should be addressed. In such cases, it may be appropriate not to attempt to develop a uniform text, but to limit the work to a set of principles or legislative recommendations.

44. In order to advance the objective of harmonization, and offer a legislative model, the principles or recommendations would need to do more than simply state general objectives. The text would provide a set of possible legislative solutions to certain issues, but not necessarily a single set of model solutions for those issues. In some cases, it may be appropriate to include variants, depending upon applicable policy considerations. By discussing the advantages and disadvantages of different policy choices, the text would assist the reader to evaluate different approaches and to choose the one most suitable in a particular national context. It could also be used to provide a standard against which Governments and legislative bodies could review the adequacy of existing laws, regulations, decrees and similar legislative texts in a particular field and update those laws or develop new laws.

45. UNCITRAL's first legislative recommendation was adopted in 1985, to stimulate review of legislative provisions on the legal value of computer records.⁴⁰

³⁹For a list of the States that have enacted UNCITRAL Model Laws, see http://www.uncitral.org/uncitral/en/uncitral_texts.html.

⁴⁰Recommendations to Governments and international organizations concerning the legal value of computer records (1985), *Official Records of the General Assembly, Fortieth Session, Supplement No. 17 (A/40/17)*, para. 360.

(d) *Model provisions*

46. When a number of conventions deal with a particular question in a way that may require unification and modernization, model provisions can be developed and recommended for use in future conventions and in revisions of existing ones. In 1982, for example, UNCITRAL formulated a model provision establishing a universal unit of account of constant value that could be used, in particular, in international transport and liability conventions, for expressing amounts in monetary terms.⁴¹ In conjunction with that model provision, UNCITRAL adopted two alternative model provisions for the adjustment of an amount set forth in an international convention: a sample price index clause and a sample amendment procedure for a limit of liability. Model provisions may also assist in supplementing a provision of a convention. The United Nations Convention on the Assignment of Receivables in International Trade (New York, 2001) contains an annex (of optional substantive law provisions) supplementing the conflicts of laws rules of the Convention that deal with priority issues. In 2003, UNCITRAL adopted the Model Legislative Provisions on Privately Financed Infrastructure Projects, which complement the legislative guide on the same topic.⁴²

(e) *Finalization and adoption of legislative texts*

47. After a working group has prepared a draft text of a convention, model law or other legislative instrument, it is submitted for the consideration of UNCITRAL at its annual session. If appropriate, the text may be accompanied by an explanatory commentary prepared by the secretariat in order to assist the Commission, Governments and international organizations in their deliberations. Generally, the draft text and the commentary (if prepared) are circulated, before the applicable annual session, to Governments and interested international organizations for comment. The comments received may be compiled by the secretariat and provided to the Commission to facilitate its consideration of the draft text.⁴³

⁴¹Provisions on a universal unit of account and on adjustment of the limit of liability in international transport conventions (1982), *Official Records of the General Assembly, Thirty-seventh Session, Supplement No. 17* and corrigenda (A/37/17 and Corr.1 and 2), para. 63. See the report of the Working Group on International Negotiable Instruments on the work of its twelfth session (A/CN.9/215), para. 97; and *Official Records of the General Assembly, Thirty-seventh Session, Supplement No. 17 (A/37/17)* (1982), para. 63.

⁴²*Official Records of the General Assembly, Fifty-eighth Session, Supplement No. 17 (A/58/17)* (2003), annex I.

⁴³This procedure was first followed in respect of the draft model law on legal aspects of electronic data interchange and related means of communication (later adopted as the Model Law on Electronic Commerce). See for example the compilation of comments by Governments and international organizations on the Draft convention on contracts for the international carriage of goods wholly or partly by sea (A/CN.9/658 and Add.1-14), the Model Law on Public Procurement (A/CN.9/730 and Add.1-2) and the Judicial Materials on the Model Law on Cross-Border Insolvency (A/CN.9/733 and Add.1).

48. Different procedures apply to the finalization and adoption of different types of text. If the text concerned is, for example, a draft convention, UNCITRAL cannot finalize it alone and action by the General Assembly is required. While a Diplomatic Conference is desirable, the General Assembly can act as a conference of plenipotentiaries⁴⁴ to finalize and adopt the convention and open it for signature.⁴⁵

49. If the draft text is to be a model law or a legislative guide, UNCITRAL itself can finalize the text and formally adopt it; adoption by a conference of plenipotentiaries is not required. Although the General Assembly may adopt a resolution on that text, that resolution typically expresses its support for the UNCITRAL process, echoing the decision of the Commission and recommending that States give the text due consideration when modernizing and reforming their laws (see para. 78).⁴⁶

2. Contractual techniques

50. In the drafting of contracts, there are issues that can be resolved by reference to a standard or uniform clause or set of clauses or rules. The process of standardization of these clauses or rules has a number of advantages. It can identify all of the issues that parties should address in such clauses or rules; ensure that the clause is effective and not (as sometimes occurs in the case of agreements to arbitrate), ineffective or invalid (pathological); and provide internationally recognized and up-to-date solutions to specific issues. One common example is in the field of dispute resolution, where a contract can include a standard dispute resolution clause referring to the use of internationally recognized rules for conduct of dispute resolution proceedings. The UNCITRAL Arbitration Rules (1976, revised in 2010) and the UNCITRAL Conciliation Rules (1980) are examples of such internationally recognized uniform rules. This type of text is finalised and adopted by the Commission. A list of contractual texts adopted by UNCITRAL is included in annex VI.

⁴⁴This occurred, for example, with respect to the United Nations Convention on International Bills of Exchange and International Promissory Notes (New York, 1988), the United Nations Convention on Independent Guarantees and Stand-by Letters of Credit (New York, 1995), the United Nations Convention on the Assignment of Receivables in International Trade (New York, 2001) and the United Nations Convention on the Use of Electronic Communications in International Contracts (New York, 2005).

⁴⁵See the decision of the Commission at its forty-first session with respect to the Rotterdam Rules, *Official Records of the General Assembly, Sixty-third Session, Supplement No. 17 (A/63/17)* (2008), para. 298 and General Assembly resolution 63/122.

⁴⁶See, for example, General Assembly resolution 66/95 on the Model Law on Public Procurement; and General Assembly resolution 65/23 on the UNCITRAL Legislative Guide on Secured Transactions: Supplement on Security Rights in Intellectual Property.

3. Explanatory techniques

(a) Legal guides

51. When it is not feasible or necessary to develop a standard or model set of contract rules, an alternative may be a legal guide giving explanations concerning contract drafting. Parties negotiating complex international contracts, such as construction contracts, often experience difficulties in negotiating and drafting appropriate contract clauses for reasons such as lack of specific expertise, resources or reference materials. Because such contracts must be tailored to the circumstances of the case, it is normally not possible to develop a model contract text that would be usable in a sufficient number of cases to justify the expense of its preparation. Parties can be assisted, however, by a legal guide that discusses various issues underlying the drafting of a particular type of contract; considers various solutions to those issues; describes implications, advantages and disadvantages of those solutions; and recommends the use of certain solutions in particular circumstances. Such legal guides may also include sample contract clauses to illustrate particular solutions. The first legal guide adopted by the Commission was the *UNCITRAL Legal Guide on Drawing up International Contracts for the Construction of Industrial Works* (1987). That was followed by the *UNCITRAL Legal Guide on International Countertrade Transactions* (1992) and, in 1996, the *UNCITRAL Notes on Organizing Arbitral Proceedings*.

52. The focus of a legal guide may not be exclusively on contract drafting, but may have a broader purpose of discussing issues that would also be of interest to legislators and regulators. One example is the *UNCITRAL Legal Guide on Electronic Funds Transfers* (1986), which discusses issues relating to the use of electronic means of communication in making international payments.

53. A further example is the comprehensive reference document published by the Commission in 2009 entitled “Promoting Confidence in Electronic Commerce: Legal Issues on International Use of Electronic Authentication and Signature Methods”, which discusses certain elements required to establish a favourable legal framework for electronic commerce.

(b) Practice and other information guides

54. Other guides have been prepared for use by judges and legal practitioners. In 2009, the Commission adopted a practice guide—*The UNCITRAL Practice Guide on Cross-Border Insolvency Cooperation*—providing information on practical aspects of cross-border insolvency cooperation and coordination and in particular compiling information on practical experience with the negotiation and use of

cross-border insolvency agreements (also known as protocols). In 2011, the Commission adopted a text—The UNCITRAL Model Law on Cross-Border Insolvency: the judicial perspective—developed in conjunction with judges and other insolvency experts to provide information and assistance to judges with respect to questions arising under the Model Law on Cross-Border Insolvency.

(c) *Interpretative declarations*

55. A further example of an explanatory text is a declaration that could be used to achieve a uniform interpretation of a particular text, or texts, where the desirability of that interpretation is dictated by widespread changes in commercial practices, developments in technology, emerging divergence in interpretation by the courts, or some other factor affecting the application of the text. Such an instrument may be particularly useful in the case of a convention, where amendment of the text might pose significant technical problems. The possibility of using this technique was discussed in the context of the writing requirement set forth in article II, paragraph 2, of the New York Convention and more generally in the context of the interpretation of article VII, paragraph 1, of that Convention.⁴⁷ Ultimately, a recommendation regarding the interpretation of articles II and VII was adopted by the Commission.⁴⁸ The use of such a text to achieve a uniform interpretation was also discussed in the context of electronic commerce and the desirability of interpreting a number of international trade law instruments by reference to the UNCITRAL Model Law on Electronic Commerce. That question of interpretation has now been settled by the use of a different instrument—the United Nations Convention on the Use of Electronic Communications in International Contracts (New York, 2005), article 20.

⁴⁷For a discussion on the New York Convention, see *Official Records of the General Assembly, Fifty-fifth Session, Supplement No. 17 (A/55/17)* (2000), paras. 410-412; the Reports of the Working Group on Arbitration on the work of its thirty-second session (A/CN.9/468, paras. 88-106); thirty-third session (A/CN.9/485, paras. 60-77), thirty-fourth session (A/CN.9/487, paras. 42-63); thirty-sixth session (A/CN.9/508, paras. 40-50); and forty-fourth session (A/CN.9/592, paras. 82-88).

⁴⁸Recommendation regarding the interpretation of article II (2) and article VII (1) of the Convention on the Recognition and Enforcement of Foreign Arbitral Awards (New York, 1958), adopted by the Commission in 2006 and subsequently endorsed in General Assembly resolution 61/33.

C. Uniform interpretation of legislative texts: Case law on UNCITRAL texts (CLOUT)

56. Since a number of UNCITRAL's legislative texts include an article promoting uniform interpretation,⁴⁹ in 1988, the Commission decided to establish a system for the collection and dissemination of court decisions and arbitral awards relating to UNCITRAL legislative texts⁵⁰ to assist in achieving uniformity in the interpretation and application of those texts. The system is intended to provide information for use by judges, arbitrators, lawyers, parties to commercial transactions, academics, students and other interested persons.

57. The system is known as Case Law on UNCITRAL Texts or CLOUT. The majority of cases reported concern the United Nations Convention on Contracts for the International Sale of Goods (Vienna, 1980) and the UNCITRAL Model Law on International Commercial Arbitration (1985). Other texts include the UNCITRAL Model Law on Electronic Commerce (1996), the UNCITRAL Model Law on Cross-Border Insolvency (1997), the Hamburg Rules; the New York Convention⁵¹ and the Convention on the Limitation Period in the International Sale of Goods (New York, 1974, both amended and unamended versions). Other UNCITRAL texts will be included in the system as relevant case law develops.

58. The CLOUT system relies on national correspondents designated either by States parties to a convention or by States having enacted legislation based on a model law.⁵² National correspondents are requested to collect decisions and awards, prepare abstracts of them in one of the official languages of the United Nations and forward both the text and the abstract to the UNCITRAL

⁴⁹Article 7 of the United Nations Convention on Contracts for the International Sale of Goods (Vienna, 1980) has served as a model for subsequent texts, providing that "In the interpretation of this Convention, regard is to be had to its international character and to the need to promote uniformity in its application and the observance of good faith in international trade."

⁵⁰See *Official Records of the General Assembly, Forty-third Session, Supplement No. 17 (A/43/17)* (1988); and the note by the Secretariat entitled "Collection and dissemination of information on UNCITRAL legal texts" (A/CN.9/312).

⁵¹Prior to 2000, cases on the New York Convention were collected and reported in the year-books of the International Council for Commercial Arbitration (see <http://www.arbitration-icca.org>). Additional cases can be found at <http://www.newyorkconvention1958.org>.

⁵²See *Official Records of the General Assembly, Forty-third Session, Supplement No. 17 (A/43/17)* (1988), para. 100. Since the twenty-second session of the Commission (1989), meetings of national correspondents are usually held in Vienna in conjunction with alternate annual sessions of the Commission. In 2009, the Commission agreed that national correspondents be appointed for a period of 5 years to ensure that the collection system was sustainable over time and could respond to changing circumstances (*Official Records of the General Assembly, Sixty-fourth Session, Supplement No. 17 (A/64/17)* (2009), para. 370).

secretariat. CLOUT abstracts are then edited, translated into the six official languages of the United Nations and issued as part of the regular documentation of UNCITRAL. In order to increase the collection of case law, submissions from “voluntary contributors”, whether individuals or associations, are also welcomed. This practice is consistent with the Commission’s request that the Secretariat utilize all available sources of information that might supplement the information provided by the national correspondents.

59. In December 2004, UNCITRAL published an analytical digest of court and arbitral decisions identifying trends in the interpretation of the United Nations Convention on Contracts for the International Sale of Goods (Vienna, 1980), based on the case law collected through CLOUT. A second edition of the Digest was released in 2008 and a third edition in 2012. In June 2012, UNCITRAL published a digest of case law on the Model Law on International Commercial Arbitration. In 2012, the Commission approved the preparation of a digest of case law on the Model law on Cross-Border Insolvency.⁵³

60. Both CLOUT abstracts and the Digests are available in the six United Nations official languages from the UNCITRAL website. Upon request, texts of decisions and awards reported in CLOUT are available in the original language from the UNCITRAL secretariat.

61. The CLOUT system is instrumental in promoting the uniform interpretation of UNCITRAL texts through their application by courts and arbitral tribunals worldwide, contributing to the development and refinement of a global interpretation of those texts, and enhancing their acceptability. It is also an important resource for those countries and regions where there may be limited opportunities to develop knowledge and expertise on UNCITRAL texts. The CLOUT system has also proved useful in assisting those tasked with drafting and executing commercial contracts, as well as courts and arbitral tribunals in dealing with disputes arising from international transactions involving the application of an UNCITRAL text and those researching UNCITRAL texts and their application. CLOUT also functions as an “indirect source” of information providing references and abstracts to other similar repositories of information.

D. Coordinating the work of other organizations

62. An important part of the mandate of UNCITRAL is to coordinate the work of organizations active in the field of international trade law, both within and

⁵³ *Official Records of the General Assembly, Sixty-seventh Session, Supplement No. 17 (A/67/17)* (2012), para. 156.

outside the United Nations system, in order to encourage cooperation between them, avoid duplication of effort and promote efficiency, consistency and coherence in the modernization and harmonization of international trade law. In recent years there has been a growing number of rule-making bodies developing texts in areas of law that affect international trade, making UNCITRAL's coordination function increasingly important. To implement its mandate, UNCITRAL maintains close links with international and regional organizations, both intergovernmental and non-governmental, that are active participants in the work of UNCITRAL and in the field of international trade law in order to facilitate the exchange of ideas and information. It is represented, through its secretariat, at meetings of those organizations and actively follows and participates in their work where it relates to topics on UNCITRAL's work programme. Those organizations include the Hague Conference on Private International Law; the International Institute for the Unification of Private Law (Unidroit); the International Maritime Committee (CMI); the Organization of American States (OAS); the Organization for Economic Cooperation and Development (OECD); the United Nations regional commissions; UNCTAD; the World Bank; the World Customs Organization (WCO); World Intellectual Property Organization (WIPO); and the World Trade Organization (WTO).

63. To assist the Commission in its task of monitoring activities and developments in international trade law, the secretariat prepares general surveys of the legislative and technical assistance activities of other organizations related to international trade law,⁵⁴ as well as in-depth reports on the activities of organizations on individual international trade law topics.⁵⁵ International organizations active in the field of international trade law have the opportunity, at annual sessions of UNCITRAL, to present reports (both formal and informal) on their activities.⁵⁶

64. As a further part of this coordination function, UNCITRAL undertakes work, such as studies and seminars, in conjunction with other international organizations, both governmental and non-governmental. Examples include a

⁵⁴Reports are prepared pursuant to General Assembly resolution 34/142. See, for example, "Current activities of international organizations related to the harmonization and unification of international trade law", a report prepared for the forty-third session of the Commission (2010) (A/CN.9/707 and Add.1).

⁵⁵See *Official Records of the General Assembly, Thirty-sixth Session, Supplement No. 17 (A/36/17)* (1981), para. 100. See also, for example, papers related to current activities of other international organizations in the areas of procurement (A/CN.9/598/Add.1) and security interests (A/CN.9/598/Add.2) prepared for the thirty-ninth session (2006) and procurement (A/CN.9/657/Add.2), prepared for the forty-first session (2008).

⁵⁶For example, *Official Records of the General Assembly, Sixty-seventh Session, Supplement No. 17 (A/67/17)* (2012), paras. 169-173.

survey developed in cooperation with Committee D (now known as the Arbitration Committee) of the International Bar Association to monitor the implementation, in national laws, of the Convention on the Recognition and Enforcement of Foreign Arbitral Awards (New York, 1958);⁵⁷ a series of judicial colloquiums on cross-border insolvency in conjunction with INSOL International and, since 2007, the World Bank⁵⁸ and a paper prepared jointly by the secretariats of UNCITRAL and Unidroit and the Permanent Bureau of the Hague Conference, with the assistance of outside experts, comparing and analysing the major features of international instruments relating to secured transactions.⁵⁹ It has also undertaken work to develop joint international standards with, for example, the World Bank in the areas of insolvency law and secured transactions law.⁶⁰

65. UNCITRAL has prepared publications in conjunction with other organizations, such as the Commonwealth Secretariat, to explain substantive provisions and various technical aspects of incorporating an UNCITRAL text into domestic legal systems (known as “accession kits”).⁶¹

66. When appropriate, UNCITRAL recommends the use or adoption of instruments related to international trade law developed by other organizations. For example, UNCITRAL has encouraged the widest possible adherence to the Convention on the Recognition and Enforcement of Foreign Arbitral Awards (New York, 1958),⁶² as well as ratification of the European Convention on International Commercial Arbitration (Geneva, 1961).⁶³ It has recommended the use of a number of texts prepared by the International Chamber of Commerce, including

⁵⁷United Nations, *Treaty Series*, vol. 330, No. 4739, p. 3. See *Official Records of the General Assembly, Fiftieth Session, Supplement No. 17 (A/50/17)* (1995), paras. 401-404; *Official Records of the General Assembly, Fifty-first Session, Supplement No. 17 (A/51/17)* (1996), paras. 238-243; and *Official Records of the General Assembly, Fifty-second Session, Supplement No. 17 (A/52/17)* (1997), paras. 257-259.

⁵⁸For reports of the colloquiums held since 1995, see note 28 and <http://www.uncitral.org/uncitral/en/commission/colloquia.html>.

⁵⁹“Comparison and analysis of major features of international instruments relating to secured transactions”, A/CN.9/720, The paper was approved by the Commission in 2011: see *Official Records of the General Assembly, Sixty-sixth Session, Supplement No. 17 (A/66/17)* (2011), paras. 280-282.

⁶⁰See the Creditor Rights and Insolvency Standard, based on the World Bank Principles for effective insolvency and creditor/debtor regimes and the UNCITRAL Legislative Guide on Insolvency Law, available from http://siteresources.worldbank.org/INTGILD/Resources/FINAL_ICRStandard_Jan2011_withC16and17.pdf (last visited 15/10/2012).

⁶¹Accession kits have been published for the New York Convention, the United Nations Convention on Contracts for the International Sale of Goods (Vienna, 1980), the UNCITRAL Model Law on International Commercial Arbitration (1985) and the Hamburg Rules.

⁶²United Nations, *Treaty Series*, vol. 330, No. 4739, p. 3.

⁶³United Nations, *Treaty Series*, vol. 484, No. 7041, p. 349. See also *Official Records of the General Assembly, Twenty-eighth Session, Supplement No. 17 (A/9017)* (1973), para. 85.

the International Rules for the Interpretation of Trade Terms (Incoterms),⁶⁴ Incoterms 2000⁶⁵ and Incoterms 2010;⁶⁶ the Uniform Customs and Practice for Documentary Credits (UCP 400, 500 and 600);⁶⁷ the Rules on International Standby Practices (ISP98); the Uniform Rules for Contract Bonds;⁶⁸ and the 2010 revision of the Uniform Rules for Demand Guarantees (URDG 758).⁶⁹ It has also recommended the use of the 2004 and 2010 UNIDROIT Principles of International Commercial Contracts.⁷⁰ A number of other organizations have recommended and endorsed the adoption of UNCITRAL texts.

E. UNCITRAL's position within the United Nations system

67. As the core legal body in the United Nations system in the field of international trade law, UNCITRAL is an integral part of the United Nations system and its work is relevant to the broader United Nations agenda in a number of fields, including rule of law, legal empowerment of the poor, business and human rights and the Millennium Development Goals.

⁶⁴Official Records of the General Assembly, Twenty-fourth Session, Supplement No. 18 (A/7618) (1969), para. 60 (subpara. 3). See also Official Records of the General Assembly, Forty-sixth Session, Supplement No. 17 (A/46/17) (1991), paras. 350-352. The INCOTERMS 1990 are reproduced in the annex to document A/CN.9/348.

⁶⁵See Official Records of the General Assembly, Fifty-fifth Session, Supplement No. 17 (A/55/17) (2000), paras. 428-434. The INCOTERMS 2000 are reproduced in annex II to the report of the Secretary-General on ICC INCOTERMS 2000 (A/CN.9/479). The text is also available from the International Chamber of Commerce in publication No. 560.

⁶⁶See Official Records of the General Assembly, Sixty-seventh Session, Supplement No. 17 (A/67/17) (2012), paras. 141-144. The text is available from the International Chamber of Commerce in publication No. 715.

⁶⁷See Official Records of the General Assembly, Thirtieth Session, Supplement No. 17 (A/10017) (1975), para. 41; Official Records of the General Assembly, Thirty-ninth Session, Supplement No. 17 (A/39/17) (1984), para. 129; Official Records of the General Assembly, Forty-ninth Session, Supplement No. 17 (A/49/17) (1994), paras. 230 and 231; report of the Secretary-General on uniform customs and practice for documentary credits (A/CN.9/395); Official Records of the General Assembly, Sixty-fourth Session, Supplement No. 17 (A/64/17) (2009), paras. 356-357.

⁶⁸See Official Records of the General Assembly, Fifty-fifth Session, Supplement No. 17 (A/55/17) (2000), paras. 428-434; report of the Secretary-General on International Standby Practices (ISP98) (A/CN.9/477); report of the Secretary-General on Uniform Rules for Contract Bonds (URCB) (A/CN.9/478).

⁶⁹ See Official Records of the General Assembly, Sixty-sixth Session, Supplement No. 17 (A/66/17), (2011), paras. 247-249.

⁷⁰ See Official Records of the General Assembly, Sixty-second Session, Supplement No. 17 (A/62/17) (2007), paras. 209-213; Official Records of the General Assembly, Sixty-seventh Session, Supplement No. 17 (A/67/17) (2012), paras. 137-140. The text is available from the Unidroit website, <http://www.unidroit.org>.

68. Since 2008, in the rule of law context for example, the Commission has expressed its conviction that the promotion of the rule of law in commercial relations should be an integral part of the broader agenda of the United Nations to promote the rule of law at the national and international levels. In 2011, the Commission emphasized the relevance of the instruments and resources of the Commission for creating an environment of sustainable economic activity conducive to post-conflict reconstruction and preventing societies from sliding back into conflict. It called for innovative ways for the instruments and other tools of the Commission to be engaged at an early stage in the post-conflict recovery operations of the United Nations and other donors, and for increased awareness about the work of UNCITRAL throughout the United Nations system and beyond. Direct involvement by the UNCITRAL Secretariat in relevant inter-agency coordination and cooperation mechanisms has been an effective way to achieve results and ensure the wider recognition of UNCITRAL instruments and their use in relevant programmes (e.g. the United Nations Inter-agency Cluster on Trade and Productive Capacity⁷¹).

F. Technical cooperation and assistance to law reform

1. *Technical cooperation and assistance activities*

69. UNCITRAL undertakes a range of technical cooperation and assistance activities to promote its work and the use and adoption of the legislative and non-legislative texts it has developed. The adoption and effective use of uniform texts furthers the progressive harmonization and modernization of international trade law. These activities include organizing briefing missions and participating in seminars and conferences, organized at both national and regional levels; assisting countries in assessing their trade law reform needs, including by reviewing existing legislation; assisting with the drafting of national legislation to implement UNCITRAL texts; assisting bilateral and multilateral development agencies to use UNCITRAL texts in their law reform activities and projects; providing advice and assistance to international and other organizations, such as professional associations, organizations of attorneys, chambers of commerce and arbitration centres, on the use of UNCITRAL texts; and organizing training activities to facilitate the implementation and interpretation of legislation based on UNCITRAL texts by judges and legal practitioners.

⁷¹See, for example, Note by the Secretariat: Coordination Activities (A/CN.9/749, para. 9), prepared for the forty-fifth session of the Commission (2012).

70. Technical cooperation and assistance activities focus on regional approaches, including in cooperation with regional economic integration organizations, to promote newly adopted treaties, with a view to fostering their early adoption and the universal adoption of texts considered fundamental to the development of a framework for international trade. Initiatives to further these strategies complement technical cooperation and assistance efforts undertaken in reaction to requests for technical assistance that traditionally have been received from Governments and permanent missions to the United Nations, as well as from international and regional organizations and a range of commercial and professional organizations.

71. The CLOUT system and digests of case law, as well as teaching and other technical materials prepared by UNCITRAL, are useful in technical assistance activities, as well as to practitioners, academics and other users of the texts.

72. A report on technical cooperation and assistance activities conducted in the previous 12 months is provided to UNCITRAL at each annual session.⁷²

73. The demand for UNCITRAL technical assistance has grown dramatically in recent years. Because the regular budget does not include funds for such activities, these activities can only be conducted if funds can be obtained from other sources. UNCITRAL has established a trust fund to facilitate its response to these requests and the Commission and the General Assembly have made repeated appeals for contributions. The Commission welcomes the financial support of States, organizations and individuals. Contributions may be made for general technical assistance activities or for specific projects.⁷³

2. Regional centres

74. At its forty-fourth session in 2011, the Commission approved the establishment of the UNCITRAL Regional Centre for Asia and the Pacific in Incheon, Republic of Korea. The main objectives of the Regional Centre will be to enhance international trade and development in the Asia-Pacific region by promoting certainty in international commercial transactions through the dissemination of

⁷²See, for example, Note by the Secretariat: Technical cooperation and assistance (A/CN.9/753), prepared for the forty-fifth session of the Commission (2012).

⁷³Contributions, making specific reference to the “Trust Fund for UNCITRAL Symposia”, may be made to:

J. P Morgan Chase, International Agencies Banking, 277 Park Avenue, 23rd Floor, New York, NY, 10172-0003, USA, United Nations General Trust Fund, Account Number 485-001969, ABA Number 021-000-021, Swift Code CHASUS33.

international trade norms and standards, in particular those elaborated by UNCITRAL; to provide bilateral and multilateral technical assistance to States with respect to the adoption and uniform interpretation of UNCITRAL texts through workshops and seminars; to engage in coordination activities with international and regional organizations active in trade law reform projects in the region; and to function as a channel of communication between States in the region and UNCITRAL. The Centre was officially opened in January 2012.⁷⁴

G. Special events

75. UNCITRAL has organized a number of special events relating to different aspects of international trade law.⁷⁵ In the context of the United Nations Decade of International Law, for example, a congress on international trade law was held in May 1992 during the twenty-fifth session of UNCITRAL. The Congress considered accomplishments in the progressive unification and harmonization of international trade law during the previous 25 years and the needs that could be foreseen for the next 25 years.⁷⁶ In 1998, at its thirtieth session, UNCITRAL celebrated the fortieth anniversary of the Convention on the Recognition and Enforcement of Foreign Arbitral Awards (New York, 1958) with a symposium devoted to arbitration issues.⁷⁷ A Uniform Commercial Law Colloquium on current and potential topics of work in the areas of electronic commerce, privately financed infrastructure projects, receivables financing and cross-border insolvency followed the symposium. In 2007, a Congress, “Modern Law for Global Commerce” was convened to assess the current state of affairs in the field of the law of international trade and to consider ideas for the future.⁷⁸

76. Subject-specific colloquiums have also been convened, often in conjunction with other organizations, to discuss possible future work,⁷⁹ including on

⁷⁴See <http://www.uncitral.org/uncitral/en/tac/rcap.html>.

⁷⁵The proceedings of special events are available from <http://www.uncitral.org/uncitral/publications/publications.html> and from <http://www.uncitral.org/uncitral/en/commission/colloquia.html>.

⁷⁶For the report of the Congress proceedings, see *Uniform Commercial Law in the Twenty-first Century: Proceedings of the Congress of the United Nations Commission on International Trade Law*, New York, 18-22 May 1992, available from http://www.uncitral.org/uncitral/en/commission/colloquia_general.html.

⁷⁷For presentations, see *Enforcing Arbitration Awards under the New York Convention: Experience and Prospects*, available from <http://www.uncitral.org/pdf/english/texts/arbitration/NY-conv/NYCDay-e.pdf>.

⁷⁸See *Proceedings of the Congress of the United Nations Commission on International Trade Law held on the occasion of the Fortieth Session of the Commission*, available from http://www.uncitral.org/pdf/english/congress/09-83930_Ebook.pdf.

⁷⁹Reports of colloquiums are available from <http://www.uncitral.org/uncitral/en/commission/colloquia.html>.

transport,⁸⁰ insolvency,⁸¹ secured transactions,⁸² commercial fraud,⁸³ dispute resolution, microfinance, procurement and electronic commerce.⁸⁴

H. General Assembly resolutions relating to UNCITRAL

77. The General Assembly generally adopts one or more resolutions regarding UNCITRAL's annual work; one typically addresses the general work discussed at an annual session, while the others address the specific legal standard or text adopted at that session.⁸⁵ With the exception of conventions, which require action by the General Assembly (see para. 48), action by the General Assembly

⁸⁰In July 2000, a transport colloquium was organized jointly by UNCITRAL and the International Maritime Committee (CMI) to gather ideas and expert opinions on problems that arise in the international carriage of goods, in particular carriage by sea, identifying issues on which the Commission might consider undertaking future work. A further colloquium was held in 2010 following completion of that work in conjunction with the opening for signature of the United Nations Convention on Contracts for the International Carriage of Goods Wholly or Partly by Sea: <http://www.rotterdamrules2009.com/cms/index.php?page=about>; For a discussion of cooperation with the CMI, see *Official Records of the General Assembly, Fifty-sixth Session, Supplement No. 17 (A/56/17)* (2001), paras. 319-344.

⁸¹In December 2000, UNCITRAL, in conjunction with INSOL International and Committee J (now the Section on Insolvency, Restructuring and Creditors' Rights) of the International Bar Association, convened a global colloquium on insolvency law to discuss the work being undertaken by other international organizations on insolvency law and the feasibility, scope and form of future work that might be undertaken by UNCITRAL on that topic: see the report on the UNCITRAL-INSOL-IBA Global Insolvency Colloquium, (Vienna, 4-6 December 2000) (A/CN.9/495). A similar colloquium was held in November 2005, see the note by the Secretariat on "Insolvency law: possible future work" (A/CN.9/596).

⁸²In March 2002, a colloquium on secured transactions was organized in cooperation with the Commercial Finance Association, see the report of the Secretary-General on the UNCITRAL-CFA international colloquium on secured transactions (A/CN.9/WG.VI/WP.3); further colloquiums on aspects of secured transactions were held in 2007 and 2010, see http://www.uncitral.org/uncitral/en/commission/colloquia_security.html.

⁸³In April 2004, a colloquium on commercial fraud was organized with the Institute of International Banking Law and Practice and George Mason University, the International Institute for the Unification of Private Law (Unidroit), the Organization of American States and the Hague Conference on Private International Law: see the note by the secretariat on the UNCITRAL Colloquium on International Commercial Fraud (A/CN.9/555).

⁸⁴See generally <http://www.uncitral.org/uncitral/en/commission/colloquia.html>.

⁸⁵At its sixty-sixth session (2011), for example, the General Assembly adopted four resolutions concerning the work of UNCITRAL: A/RES/66/94 Report of the United Nations Commission on International Trade Law on the work of its forty-fourth session; A/RES/66/95 on the United Nations Commission on International Trade Law Model Law on Public Procurement; A/RES/66/96 on United Nations Commission on International Trade Law Model Law on Cross-Border Insolvency: The Judicial Perspective and A/RES/66/102 on The rule of law at the national and international levels.

is not required to finalize other types of legal text or to bring them into effect, but rather serves to echo the decisions adopted by UNCITRAL and amplify their impact.

Annex I

General Assembly resolution 2205 (XXI)

Establishment of the United Nations Commission on International Trade Law

The General Assembly,

Recalling its resolution 2102 (XX) of 20 December 1965, by which it requested the Secretary-General to submit to the General Assembly at its twenty-first session a comprehensive report on the progressive development of the law of international trade,

Having considered with appreciation the report of the Secretary-General on that subject,^a

Considering that international trade cooperation among States is an important factor in the promotion of friendly relations and, consequently, in the maintenance of peace and security,

Recalling its belief that the interest of all peoples, and particularly those of developing countries, demand the betterment of conditions favouring the extensive development of international trade,

Reaffirming its conviction that divergences arising from the laws of different States in matters relating to international trade constitute one of the obstacles to development of world trade,

Having noted with appreciation the efforts made by intergovernmental and nongovernmental organizations towards the progressive harmonization and unification of the law of international trade by promoting the adoption of international conventions, uniform laws, standard contract provisions, general conditions of sale, standard trade terms and other measures,

Noting at the same time that progress in this area has not been commensurate with the importance and urgency of the problem, owing to a number of factors, in particular insufficient coordination and cooperation between the organizations concerned, their limited membership or authority and the small degree of participation in this field on the part of many developing countries,

^aOfficial Records of the General Assembly, Twenty-first Session, Annexes, agenda item 88, documents A/6396 and Add.1 and 2.

Considering it desirable that the process of harmonization and unification of the law of international trade should be substantially coordinated, systematized and accelerated and a broader participation should be secured in furthering progress in this area,

Convinced that it would therefore be desirable for the United Nations to play a more active role towards reducing or removing legal obstacles to the flow of international trade,

Noting that such action would be properly within the scope and competence of the Organization under the terms of Article 1, paragraph 3, and Article 13, and of Chapters IX and X of the Charter of the United Nations,

Having in mind the responsibilities of the United Nations Conference on Trade and Development in the field of international trade,

Recalling that the Conference, in accordance with its General Principle Six,^b has a particular interest in promoting the establishment of rules furthering international trade as one of the most important factors in economic development,

Recognizing that there is no existing United Nations organ which is both familiar with this technical legal subject and able to devote sufficient time to work in this field.

I

Decides to establish a United Nations Commission on International Trade Law (hereinafter referred to as the Commission), which shall have for its object the promotion of the progressive harmonization and unification of the law of international trade, in accordance with the provisions set forth in section II below.

II

ORGANIZATION AND FUNCTIONS OF THE UNITED NATIONS COMMISSION ON INTERNATIONAL TRADE LAW

1. The Commission shall consist of twenty-nine States, elected by the General Assembly for a term of six years, except as provided in paragraph 2 of the present resolution. In electing the members of the Commission, the Assembly shall observe the following distribution of seats:

- (a) Seven from African States;
- (b) Five from Asian States;
- (c) Four from Eastern European States;

^bSee *Proceedings of the United Nations Conference on Trade and Development*, vol. I, *Final Act and Report* (United Nations publication, Sales No. 64.II.B.11), annex A.I.1, p. 18.

- (d) Five from Latin American States;
- (e) Eight from Western European and other States.

The General Assembly shall also have due regard to the adequate representation of the principal economic and legal systems of the world, and of developed and developing countries.

2. Of the members elected at the first election, to be held at the twenty-second session of the General Assembly, the terms of fourteen members shall expire at the end of three years. The President of the General Assembly shall select these members within each of the five groups of States referred to in paragraph 1 above, by drawing lots.

3. The members elected at the first election shall take office on 1 January 1968. Subsequently, the members shall take office on 1 January of the year following each election.

4. The representatives of members on the Commission shall be appointed by Member States insofar as possible from among persons of eminence in the field of the law of international trade.

5. Retiring members shall be eligible for re-election.

6. The Commission shall normally hold one regular session a year. It shall, if there are no technical difficulties, meet alternately at United Nations Headquarters and at the United Nations Office at Geneva.

7. The Secretary-General shall make available to the Commission the appropriate staff and facilities required by the Commission to fulfil its task.

8. The Commission shall further the progressive harmonization and unification of the law of international trade by:

(a) Coordinating the work of organizations active in this field and encouraging cooperation among them;

(b) Promoting wider participation in existing international conventions and wider acceptance of existing model and uniform laws;

(c) Preparing or promoting the adoption of new international conventions, model laws and uniform laws and promoting the codification and wider acceptance of international trade terms, provisions, customs and practices, in collaboration, where appropriate, with the organizations operating in this field;

(d) Promoting ways and means of ensuring a uniform interpretation and application of international conventions and uniform laws in the field of the law of international trade;

(e) Collecting and disseminating information on national legislation and modern legal developments, including case law, in the field of the law of international trade;

(f) Establishing and maintaining a close collaboration with the United Nations Conference on Trade and Development;

(g) Maintaining liaison with other United Nations organs and specialized agencies concerned with international trade;

(h) Taking any other action it may deem useful to fulfil its functions.

9. The Commission shall bear in mind the interests of all peoples, and particularly those of the developing countries, in the extensive development of international trade.

10. The Commission shall submit an annual report, including its recommendations, to the General Assembly, and the report shall be submitted simultaneously to the United Nations Conference on Trade and Development for comments. Any such comments or recommendations which the Conference or the Trade and Development Board may wish to make, including suggestions on topics for inclusion in the work of the Commission, shall be transmitted to the General Assembly in accordance with the relevant provisions of Assembly resolution 1995 (XIX) of 30 December 1964. Any other recommendations relevant to the work of the Commission which the Conference or the Board may wish to make shall be similarly transmitted to the General Assembly.

11. The Commission may consult with or request the services of any international or national organization, scientific institution and individual expert, on any subject entrusted to it, if it considers such consultation or services might assist it in the performance of its functions.

12. The Commission may establish appropriate working relationships with intergovernmental organizations and international non-governmental organizations concerned with the progressive harmonization and unification of the law of international trade.

III

1. *Requests* the Secretary-General, pending the election of the Commission, to carry out the preparatory work necessary for the organization of the work of the Commission and, in particular:

(a) To invite Member States to submit in writing before 1 July 1967, taking into account in particular the report of the Secretary-General,^c comments on a programme of work to be undertaken by the Commission in discharging its functions under paragraph 8 of section II above;

^cOfficial Records of the General Assembly, Twenty-first Session, Annexes, agenda item 88, documents A/6396 and Add.1 and 2.

(b) To request similar comments from the organs and organizations referred to in paragraph 8 (f) and (g) and in paragraph 12 of section II above.

2. *Decides* to include an item entitled “Election of the members of the United Nations Commission on International Trade Law” in the provisional agenda of its twenty-second session.

*1497th plenary meeting,
17 December 1966.*

Annex II

UNCITRAL member States^a

Algeria	1983-1989; 1995-2001; 2004-2016
Argentina ^{b,c}	1968-1980; 1986-2004; 2004-2007; 2010-2016
Armenia	2007-2013
Australia	1968-1989; 1995-2001; 2004-2016
Austria	1971-1989; 1992-2016
Bahrain	2007-2013
Barbados	1974-1980
Belarus ^l	2004-2011; 2013-2016
Belgium ^c	1968-1980; 2004-2007
Benin	2001-2013
Bolivia (Plurinational State of)	2007-2013
Botswana	1995-2001; 2010-2016
Brazil	1968-1989; 1995-2007; 2010-2016
Bulgaria	1974-1980; 1989-2001; 2007-2013
Burkina Faso	1998-2004
Burundi	1977-1983
Cameroon	1989-2013
Canada	1989-1995; 2001-2013
Central African Republic	1983-1989
Chile ^c	1968-1983; 1986-1998; 2004-2013
China	1983-2013
Colombia	1968-1971; 1977-1983; 1998-2016
Costa Rica	1989-2001
Croatia ^{c,l}	2004-2007; 2012-2016
Cuba	1980-1992
Cyprus	1974-1992
Czech Republic ^{d,l}	1968-1971; 1974-2013; 2015-2016
Democratic Republic of the Congo ^m	1968-1980
Denmark	1989-2001
Ecuador	1992-1998; 2004-2010

Egypt	1974-2001; 2007-2013
El Salvador	2007-2013
Fiji	1998-2016
Finland	1977-1983; 1995-2001
France	1968-2013
Gabon	1974-1980; 2004-2016
Georgia ^l	2011-2015
German Democratic Republic ^e	1977-1989
Germany ^e	1974-1986; 1989-2013
Ghana	1968-1983
Greece	1974-1980; 2007-2013
Guatemala	1980-1986; 2004-2010
Guyana	1971-1977
Honduras	1998-2004; 2007-2013
Hungary	1968-2004
India	1968-2016
Indonesia	1977-1983
Iran (Islamic Republic of) ^f	1968-1974; 1986-2016
Iraq	1980-1992
Israel	2004-2016
Italy	1968-1971; 1980-2016
Japan	1968-2013
Jordan ^e	2004-2007; 2010-2016
Kenya	1968-2016
Latvia	2007-2013
Lebanon	2004-2010
Lesotho	1986-1992
Libya ⁿ	1986-1992
Lithuania ^e	1998-2007
Madagascar	2004-2010
Malaysia	2007-2013
Malta	2007-2013
Mauritius	2010-2016
Mexico	1968-1980; 1983-2013
Mongolia	2004-2010
Morocco	1989-2013

Namibia	2007-2013
Nepal	1974-1977
Netherlands	1986-1992
Nigeria	1968-2016
Norway	1968-1977; 2007-2013
Pakistan	2004-2016
Paraguay	1998-2016
Peru	1980-1986
Philippines	1974-1986; 2010-2016
Poland ^l	1971-1977; 1992-1998; 2004-2012; 2014-2016
Qatar ^c	2004-2007
Republic of Korea ^c	2004-2013
Romania	1968-1974; 1998-2004
Russian Federation ^g	1968-2013
Rwanda ^c	2004-2007
Saudi Arabia	1992-1998
Senegal	1980-1986; 2007-2013
Serbia ^h	2004-2010
Sierra Leone ^c	1974-1992; 2004-2007
Singapore	1971-2013
Somalia	1974-1977
South Africa ^c	2004-2013
Spain	1968-1974; 1980-2016
Sri Lanka ^c	2004-2013
Sudan	1992-2004
Sweden	1983-1989; 2001-2007
Switzerland	2004-2010
Syrian Arab Republic ⁱ	1968-1980
Thailand	1968-1971; 1992-2016
The former Yugoslav Republic of Macedonia	2001-2007
Togo	1989-1995
Trinidad and Tobago	1980-1986
Tunisia ^c	1968-1974; 2004-2007
Turkey ^c	2004-2007; 2010-2016

Uganda	1980-1986; 1992-2016
Ukraine ^l	2010-2014
United Arab Emirates	1968-1977
United Kingdom of Great Britain and Northern Ireland	1968-2013
United Republic of Tanzania	1968-1989; 1992-1998
United States of America	1968-2016
Uruguay ^{e,j}	1986-2004, 2004-2007
Venezuela (Bolivarian Republic of)	2004-2016
Yugoslavia (former) ^k	1980-1992
Zimbabwe	2004-2010

^aPursuant to General Assembly resolution 2205 (XXI) of 17 December 1966, members of the Commission are elected by the General Assembly for a term of six years, the term of half of the members expiring every three years. By its resolution 3108 (XXVIII) of 12 December 1973, the Assembly increased the membership of the Commission from 29 to 36 States. The term of those members elected at the forty-ninth session of the General Assembly became effective on the opening day of the twenty-ninth regular annual session of the Commission, in 1996, and expired on the day preceding the opening of the thirty-fourth regular annual session, in 2001. The term of those members elected at the fifty-second session of the Assembly became effective on the opening day of the thirty-first regular annual session of the Commission, in 1998, and expired on the day preceding the opening of the thirty-seventh regular annual session, in 2004. By its resolution 57/20 of 19 November 2002, the Assembly further increased the membership of the Commission from 36 States to 60 States. Members were elected at the fifty-eighth session of the General Assembly, in 2003, and their term became effective on the opening day of the thirty-seventh regular annual session of the Commission, in 2004.

^bBetween 1998 and 2004, alternating annually with Uruguay starting in 1998.

^cMembers elected at the fifty-eighth session of the General Assembly, in 2003, with a three-year term expiring on the day preceding the opening of the fortieth regular annual session, in 2007.

^dBy the twenty-sixth session of the Commission (1993), the Czech and Slovak Federal Republic had been dissolved to become, respectively, the Czech Republic and the Slovak Republic.

^eBy the twenty-third session of the Commission (1990), the two German States had united to form one sovereign State, Germany.

^fBy the nineteenth session of the Commission (1986), Iran had changed its name to the Islamic Republic of Iran.

^gBy the twenty-fifth session of the Commission (1992), the Russian Federation continued the membership of the Union of Soviet Socialist Republics.

^hEffective 3 June 2006, the membership of Serbia and Montenegro in the United Nations was continued by Serbia.

ⁱBy the seventh session of the Commission (1974), Syria had changed its name to the Syrian Arab Republic.

^jBetween 1998 and 2004, alternating annually with Argentina starting in 1999.

^kBy the twenty-fifth session of the Commission (1992), the Socialist Federal Republic of Yugoslavia had been dissolved. The Republic of Bosnia and Herzegovina, the Republic of Croatia and the Republic

of Slovenia were admitted as members of the United Nations on 22 May 1992. The Federal Republic of Yugoslavia was admitted as a member of the United Nations on 1 November 2000.

^lThe following six State members elected by the General Assembly on 3 November 2009 agreed to alternate their membership among themselves until 2016 as follows: Belarus (2010-2011, 2013-2016), Czech Republic (2010-2013, 2015-2016), Poland (2010-2012, 2014-2016), Ukraine (2010-2014), Georgia (2011-2015) and Croatia (2012-2016).

^mZaire joined the United Nations on 20 September 1960. On 17 May 1997, its name was changed to the Democratic Republic of the Congo.

ⁿFollowing the adoption by the General Assembly of resolution 66/1, the Permanent Mission of Libya to the United Nations formally notified the United Nations of a Declaration by the National Transitional Council of 3 August 2011 changing the official name of the Libyan Arab Jamahiriya to “Libya” and changing Libya’s national flag.

Annex III

Chairpersons of UNCITRAL

<i>Number of session (Year)</i>	<i>Name (State)</i>
First (1968)	Emmanuel Kodjoe Dadzie (Ghana)
Second (1969)	Lászlo Réczei (Hungary)
Third (1970)	Albert Lilar (Belgium)
Fourth (1971)	Nagendra Singh (India)
Fifth (1972)	Jorge Barrera-Graf (Mexico)
Sixth (1973)	Mohsen Chafik (Egypt)
Seventh (1974)	Jerzy Jakubowski (Poland)
Eighth (1975)	Roland Loewe (Austria)
Ninth (1976)	Warren L. H. Khoo (Singapore)
Tenth (1977)	Nehemias Da Silva Gueiros (Brazil)
Eleventh (1978)	Samuel K. Date-Bah (Ghana)
Twelfth (1979)	Ludvik Kopac (Czechoslovakia)
Thirteenth (1980)	Rolf Herber (Federal Republic of Germany)
Fourteenth (1981)	Warren L. H. Khoo (Singapore)
Fifteenth (1982)	Rafael Eyzaguirre (Chile)
Sixteenth (1983)	Mohsen Chafik (Egypt)
Seventeenth (1984)	Iván Szász (Hungary)
Eighteenth (1985)	Roland Loewe (Austria)
Nineteenth (1986)	P. K. Kartha (India)
Twentieth (1987)	Ana Isabel Piaggi de Vanossi (Argentina)
Twenty-first (1988)	Henry M. Joko-Smart (Sierra Leone)
Twenty-second (1989)	Jaromir Ruzicka (Czechoslovakia)
Twenty-third (1990)	Michael Joachim Bonell (Italy)
Twenty-fourth (1991)	Kazuaki Sono (Japan)
Twenty-fifth (1992)	José Maria Abascal Zamora (Mexico)
Twenty-sixth (1993)	Sani L. Mohammed (Nigeria)
Twenty-seventh (1994)	David Morán Bovio (Spain)
Twenty-eighth (1995)	Goh Phai Cheng (Singapore)
Twenty-ninth (1996)	Ana Isabel Piaggi de Vanossi (Argentina)
Thirtieth (1997)	Joseph Fred Bossa (Uganda)

<i>Number of session (Year)</i>	<i>Name (State)</i>
Thirty-first (1998)	Dumitru Mazilu (Romania)
Thirty-second (1999)	Reinhard G. Renger (Germany)
Thirty-third (2000)	Jeffrey Chan Wah Tek (Singapore)
Thirty-fourth (2001)	Alejandro Ogarrío Reyes-España (Mexico)
Thirty-fifth (2002)	Henry M. Joko-Smart (Sierra Leone)
Thirty-sixth (2003)	Tore Wiwen-Nilsson (Sweden)
Thirty-seventh (2004)	Wisit Wisitsora-At (Thailand)
Thirty-eighth (2005)	Jorge Pinzón Sánchez (Colombia)
Thirty-ninth (2006)	Stephen Karangizi (Uganda)
Fortieth (2007)	Dobrosav Mitrović (Serbia)
Forty-first (2008)	Rafael Illescas Ortiz (Spain)
Forty-second (2009)	Soo-Geun Oh (Republic of Korea)
Forty-third (2010)	Ricardo Sandoval (Chile)
Forty-fourth (2011)	Salim Moollan (Mauritius)
Forty-fifth (2012)	Hrvoje Sikirić (Croatia)

Annex IV

UNCITRAL working groups and chairpersons

Working Group on the International Sale of Goods

First session (1970)- Fifth session (1974)	Jorge Barrera-Graf (Mexico)
Sixth session (1975)	Gyula Eörsi (Hungary)
Seventh session (1976)- Ninth session (1977)	Jorge Barrera-Graf (Mexico)

Working Group on Time-limits and Limitation (Prescription)

First session (1969)- Third session (1971)	Stein Rognlien (Norway)
---	-------------------------

Working Group I (Privately financed infrastructure projects) (renamed 2001)

Fourth session (2001)- Fifth session (2002)	Tore Wiwen-Nilsson (Sweden)
--	-----------------------------

Working Group I (Procurement)

Sixth session (2004)- Tenth session (2006)	Stephen Karangizi (Uganda)
Eleventh session (2007)	Tore Wiwen-Nilsson (Sweden)
Twelfth session (2007)- Twenty-first session (2012)	Tore Wiwen-Nilsson (elected in his personal capacity)

Working Group on International Contract Practices

First session (1979)	Jorge Barrera-Graf (Mexico)
Second session (1981)	Ihor Tarko (Austria)
Third session (1982)- Seventh session (1984)	Iván Szász (Hungary)
Eighth session (1984)- Eleventh session (1988)	Michael Joachim Bonell (Italy)
Twelfth session (1988)	Arthur S. Hartkamp (Netherlands)
Thirteenth session (1990)	Rafael Illescas Ortiz (Spain)
Fourteenth session (1990)- Twenty-third session (1995)	Jacques Gauthier (Canada)
Twenty-fourth session (1995)- Thirty-first session (1999)	David Morán Bovio (Spain)

Working Group on Arbitration (renamed following thirty-first session)

Thirty-second session (2000)- Thirty-fourth session (2001)	José María Abascal Zamora (Mexico)
---	---------------------------------------

Working Group II (Arbitration) (renamed 2001)

Thirty-fifth session (2001)- Forty-fourth session (2006)	José María Abascal Zamora (Mexico)
Forty-fifth session (2006)- Fifty-second session (2010)	Michael E. Schneider (Switzerland)
Fifty-third session (2010)- Fifty-seventh session (2012)	Salim Moollan (Mauritius)

Working Group on International Legislation on Shipping

First session (1971)	Nagendra Singh (India)
Second session (1971)	Rafael Lasalvia (Chile)
Third session (1972)	Nagendra Singh (India)
Fourth session (1972)- Fifth session (1973)	José Domingo Ray (Argentina)
Sixth session (1974)- Eighth session (1975)	Mohsen Chafik (Egypt)

Working Group III (Transport Law) (renamed 2001)

Ninth session (2002)- Twenty-first session (2008)	Rafael Illescas Ortiz (Spain)
--	-------------------------------

Working Group III (Online Dispute Resolution) (renamed 2010)

Twenty-second session (2010)- Twenty-fifth session (2012)	Soo-geun Oh (Republic of Korea)
Twenty-sixth session (2012)	Sr. D. Agustin Madrid Parra (Spain)

Working Group on International Negotiable Instruments

First session (1973)	Mohsen Chafik (Egypt)
Second session (1974)- Eleventh session (1981)	René Roblot (France)
Twelfth session (1982)	Joë Galby (France)
Thirteenth session (1985)- Fourteenth session (1985)	Willem Vis (elected in his personal capacity)
Fifteenth session (1987)	Willem Vis (Netherlands)

Working Group on International Payments (renamed after the fifteenth session)

Sixteenth session (1987)- Twenty-second session (1990)	José María Abascal Zamora (Mexico)
Twenty-third session (1991)	Michael Joachim Bonell (Italy)
Twenty-fourth session (1992)	José María Abascal Zamora (Mexico)

Working Group on Electronic Data Interchange (renamed after the twenty-fourth session)

Twenty-fifth session (1993)- Thirtieth session (1996)	José María Abascal Zamora (Mexico)
--	---------------------------------------

Working Group on Electronic Commerce (renamed after the thirtieth session)

Thirty-first session (1997)- Thirty-third session (1998)	Mads Bryde Andersen (elected in his personal capacity)
Thirty-fourth session (1999)- Thirty-eighth session (2001)	Jacques Gauthier (elected in his personal capacity)

Working Group IV (Electronic Commerce) (renamed 2001)

Thirty-ninth session (2002)- Forty-fourth session (2004)	Jeffrey Chan Wah Tek (Singapore)
Forty-sixth session (2012)	Sr. D. Agustin Madrid Parra (Spain)

Working Group on the New International Economic Order

First session (1980)	Kazuaki Sono (Japan)
Second session (1981)- Fourth session (1983)	Leif Sevón (Finland)
Fifth session (1984)- Ninth session (1987)	Leif Sevón (elected in his personal capacity)
Tenth session (1988)- Thirteenth session (1991)	Robert Hunja (Kenya)
Fourteenth session (1991)	Leonel Pereznieto (Mexico)
Fifteenth session (1992)	Robert Hunja (Kenya)
Sixteenth session (1993)- Seventeenth session (1994)	David Morán Bovio (Spain)

Working Group on Insolvency (renamed after the seventeenth session)

Eighteenth session (1995)- Twenty-first session (1997)	Kathryn Sabo (elected in her personal capacity)
Twenty-second session (1999)	Wisit Wisitsora-At (Thailand)
*Twenty-fourth session (2001)	Wisit Wisitsora-At (Thailand)

Working Group V (Insolvency Law) (renamed 2001)

Twenty-fifth session (2001)- Forty-second session (2012)	Wisit Wisitsora-At (Thailand)
---	-------------------------------

Working Group VI (Security Interests)

First session (2002)- Seventeenth session (2010)	Kathryn Sabo (Canada)
Eighteenth session (2010)- Twenty-second session (2012)	Rodrigo Labardini Flores (Mexico)

*The twenty-third session of the Working Group on Insolvency Law was convened as an additional session of the Working Group on International Contract Practices in December 2000 (chaired by David Morán Bovio of Spain), because of the need for an additional session to finalize the draft text of the United Nations Convention on the Assignment of Receivables in International Trade (New York, 2001).

Annex V

Secretaries of UNCITRAL and further information

Secretaries of UNCITRAL

Paolo Contini	1968-1969
John Honnold	1969-1974
Willem Vis	1974-1980
Kazuaki Sono	1980-1985
Eric Bergsten	1985-1991
Gerold Herrmann	1991-2001
Jernej Sekolec	2001-2008
Renaud Sorieul	2008-

Further information

A. Further information about UNCITRAL may be obtained from:

International Trade Law Division	Tel.: (+43-1) 26060-4060 or 4061
Office of Legal Affairs	Fax: (+43-1) 26060-5813
United Nations Office at Vienna	E-mail: uncitral@uncitral.org
P.O. Box 500	Internet: http://www.uncitral.org
1400 Vienna, Austria	

B. Please note that UNCITRAL publications, such as the *UNCITRAL Yearbook*, legal guides, etc., are United Nations sales publications and may be ordered from:

United Nations Publications	Tel.: (+1-888) 254-4286
Customer Service	Fax.: (+1-800) 338-4550
c/o National Book Network	E-mail: unpublications@nbnbooks.com
15200 NBN Way	Order at http://unp.un.org
PO Box 190	
Blue Ridge Summit, PA 17214	
United States of America	

To date, the following volumes of the *UNCITRAL Yearbook* have been published:

Volume	Sales number or document symbol
<i>UNCITRAL Yearbook</i> , vol. I: 1968-1970	E.71.V.1
<i>UNCITRAL Yearbook</i> , vol. II: 1971	E.72.V.4

<i>Volume</i>	<i>Sales number or document symbol</i>
UNCITRAL <i>Yearbook</i> , vol. III: 1972	E.73.V.6
UNCITRAL <i>Yearbook</i> , vol. IV: 1973	E.74.V.3
UNCITRAL <i>Yearbook</i> , vol. V: 1974	E.75.V.2
UNCITRAL <i>Yearbook</i> , vol. VI: 1975	E.76.V.5
UNCITRAL <i>Yearbook</i> , vol. VII: 1976	E.77.V.1
UNCITRAL <i>Yearbook</i> , vol. VIII: 1977	E.78.V.7
UNCITRAL <i>Yearbook</i> , vol. IX: 1978	E.80.V.8
UNCITRAL <i>Yearbook</i> , vol. X: 1979	E.81.V.2
UNCITRAL <i>Yearbook</i> , vol. XI: 1980	E.81.V.8
UNCITRAL <i>Yearbook</i> , vol. XII: 1981	E.82.V.6
UNCITRAL <i>Yearbook</i> , vol. XIII: 1982	E.84.V.5
UNCITRAL <i>Yearbook</i> , vol. XIV: 1983	E.85.V.3
UNCITRAL <i>Yearbook</i> , vol. XV: 1984	E.86.V.2
UNCITRAL <i>Yearbook</i> , vol. XVI: 1985	E.87.V.4
UNCITRAL <i>Yearbook</i> , vol. XVII: 1986	E.88.V.4
UNCITRAL <i>Yearbook</i> , vol. XVIII: 1987	E.89.V.4
UNCITRAL <i>Yearbook</i> , vol. XIX: 1988	E.89.V.8
UNCITRAL <i>Yearbook</i> , vol. XX: 1989	E.90.V.9
UNCITRAL <i>Yearbook</i> , vol. XXI: 1990	E.91.V.6
UNCITRAL <i>Yearbook</i> , vol. XXII: 1991	E.93.V.2
UNCITRAL <i>Yearbook</i> , vol. XXIII: 1992	E.94.V.7
UNCITRAL <i>Yearbook</i> , vol. XXIV: 1993	E.94.V.16
UNCITRAL <i>Yearbook</i> , vol. XXV: 1994	E.95.V.20
UNCITRAL <i>Yearbook</i> , vol. XXVI: 1995	E.96.V.8
UNCITRAL <i>Yearbook</i> , vol. XXVII: 1996	E.98.V.7
UNCITRAL <i>Yearbook</i> , vol. XXVIII: 1997	E.99.V.6
UNCITRAL <i>Yearbook</i> , vol. XXIX: 1998	E.99.V.12
UNCITRAL <i>Yearbook</i> , vol. XXX: 1999	E.00.V.9
UNCITRAL <i>Yearbook</i> , vol. XXXI: 2000	E.02.V.3
UNCITRAL <i>Yearbook</i> , vol. XXXII: 2001	E.04.V.4
UNCITRAL <i>Yearbook</i> , vol. XXXIII: 2002	E.05.V.13
UNCITRAL <i>Yearbook</i> , vol. XXXIV A-B: 2003	E.06.V.14
UNCITRAL <i>Yearbook</i> , vol. XXXV: 2004	E.08.V.8
UNCITRAL <i>Yearbook</i> , vol. XXXVI: 2005	E.10.V.4
UNCITRAL <i>Yearbook</i> , vol. XXXVII: 2006	A/CN.9/SER.A/2006
UNCITRAL <i>Yearbook</i> , vol. XXXVIII: 2007	A/CN.9/SER.A/2007
UNCITRAL <i>Yearbook</i> , vol. XXXIX: 2008	A/CN.9/SER.A/2008

Annex VI

UNCITRAL texts^a

A. Legislative texts

1. Conventions

Convention on the Recognition and Enforcement of Foreign Arbitral Awards (New York, 1958) (the “New York Convention”)

United Nations, *Treaty Series*, vol. 330, No. 4739, p. 3

Final Act and Convention on the Recognition and Enforcement of Foreign Arbitral Awards of the United Nations Conference on International Commercial Arbitration, New York, 20 May-10 June 1958 (United Nations publication, Sales No. 58.V.6)

Convention on the Limitation Period in the International Sale of Goods (New York, 1974)

United Nations, *Treaty Series*, vol. 1511, No. 26119, p. 3

Official Records of the United Nations Conference on Prescription (Limitation) in the International Sale of Goods, New York, 20 May-14 June 1974 (United Nations publication, Sales No. E.74.V.8), part I, p. 101

UNCITRAL Yearbook, vol. V: 1974, part three, annex I, sect. B

As amended by the Protocol of 11 April 1980 (Vienna)

United Nations, *Treaty Series*, vol. 1511, No. 26121, p. 99

Official Records of the United Nations Conference on Contracts for the International Sale of Goods, Vienna, 10 March-11 April 1980 (United Nations publication, Sales No. E.81.IV.3), part I, p. 191 (protocol only)

UNCITRAL Yearbook, vol. XI: 1980, part three, annex I, sect. C

United Nations Convention on the Carriage of Goods by Sea (Hamburg, 1978) (the “Hamburg Rules”)

United Nations, *Treaty Series*, vol. 1695, No. 29215, p. 3

Official Records of the United Nations Conference on the Carriage of Goods by Sea, Hamburg, 6-31 March 1978 (United Nations publication, Sales No. E.80.VIII.1), part I, p. 148

UNCITRAL Yearbook, vol. IX: 1978, part three, annex I, sect. B

^aAvailable on the UNCITRAL website (<http://www.uncitral.org>).

United Nations Convention on Contracts for the International Sale of Goods (Vienna, 1980)

United Nations, *Treaty Series*, vol. 1489, No. 25567, p. 3

Official Records of the United Nations Conference on Contracts for the International Sale of Goods, Vienna, 10 March-11 April 1980 (United Nations publication, Sales No. E.81.IV.3), part I, p. 178

UNCITRAL Yearbook, vol. XI: 1980, part three, annex I, sect. B

United Nations Convention on International Bills of Exchange and International Promissory Notes (New York, 1988)

General Assembly resolution 43/165, annex

UNCITRAL Yearbook, vol. XIX: 1988, part three, annex I

United Nations Convention on the Liability of Operators of Transport Terminals in International Trade (Vienna, 1991)

Official Records of the United Nations Conference on the Liability of Operators of Transport Terminals in International Trade, Vienna, 2-19 April 1991 (United Nations publication, Sales No. E.93.XI.3), part I, annex

UNCITRAL Yearbook, vol. XXIII: 1992, part three, annex I

United Nations Convention on Independent Guarantees and Stand-by Letters of Credit (New York, 1995)

United Nations, *Treaty Series*, vol. 2169, No. 38030, p. 163

General Assembly resolution 50/48, annex

United Nations Convention on the Assignment of Receivables in International Trade (New York, 2001)

General Assembly resolution 56/81, annex

United Nations Convention on the Use of Electronic Communications in International Contracts (New York, 2005)

General Assembly resolution 60/21, annex

United Nations Convention on Contracts for the International Carriage of Goods Wholly or Partly by Sea (New York, 2008) (the "Rotterdam Rules")

General Assembly resolution 63/122, annex

2. Model laws

UNCITRAL Model Law on International Commercial Arbitration (1985)

Official Records of the General Assembly, Fortieth Session, Supplement No. 17 (A/40/17), annex I

UNCITRAL Yearbook, vol. XVI: 1985, part three, annex I

UNCITRAL Model Law on International Commercial Arbitration (1985), with amendments as adopted in 2006

Official Records of the General Assembly, Sixty-first Session, Supplement No. 17 (A/61/17), annex I (revised articles only)

United Nations publication, Sales No. E.08.V.4

UNCITRAL Model Law on International Credit Transfers (1992)

Official Records of the General Assembly, Forty-seventh Session, Supplement No. 17 (A/47/17), annex I

UNCITRAL Yearbook, vol. XXIII: 1992, part three, annex II

UNCITRAL Model Law on Electronic Commerce with Guide to Enactment (1996)

General Assembly resolution 51/162, annex (model law only)

Official Records of the General Assembly, Fifty-first Session, Supplement No. 17 (A/51/17), annex I (model law only)

United Nations publication, Sales No. E.99.V.4^b

UNCITRAL Yearbook, vol. XXVII: 1996, part three, annex I (model law only)

UNCITRAL Model Law on Cross-Border Insolvency with Guide to Enactment (1997)

General Assembly resolution 52/158, annex (model law only)

Official Records of the General Assembly, Fifty-second Session, Supplement No. 17 (A/52/17), annex I (model law only)

UNCITRAL Yearbook, vol. XXVIII: 1997, part three, annexes I and II

UNCITRAL Model Law on Electronic Signatures with Guide to Enactment (2001)

General Assembly resolution 56/80, annex (model law only)

Official Records of the General Assembly, Fifty-sixth Session, Supplement No. 17 and corrigendum (A/56/17 and Corr.3), annex II (model law only)

United Nations publication, Sales No. E.02.V.8

UNCITRAL Yearbook, vol. XXXII: 2001, part three, annex II (model law only)

^bThe United Nations publication includes an additional article 5 bis, adopted in 1998.

UNCITRAL Model Law on International Commercial Conciliation with Guide to Enactment and Use (2002)

General Assembly resolution 57/18, annex (model law only)

Official Records of the General Assembly, Fifty-seventh Session, Supplement No. 17 (A/57/17), annex I (model law only)

UNCITRAL Yearbook, vol. XXXIII: 2002, part three, annexes I and II

UNCITRAL Model Law on Public Procurement (2011)^c

Official Records of the General Assembly, Sixty-sixth Session, Supplement No. 17 (A/66/17), annex I

3. Legislative guides and other texts

Unit of account provision and provisions for the adjustment of the limit of liability in international transport and liability conventions (1982)

Official Records of the General Assembly, Thirty-seventh Session, Supplement No. 17 and corrigenda (A/37/17 and Corr.1 and 2), para. 63

UNCITRAL Yearbook, vol. XIII: 1982, part one, sect. A, para. 63

UNCITRAL Legislative Guide on Privately Financed Infrastructure Projects (2000)

United Nations publication, Sales No. E.01.V.4 (A/CN.9/SER.B/4)

UNCITRAL Model Legislative Provisions on Privately Financed Infrastructure Projects (2003)

Official Records of the General Assembly, Fifty-eighth Session, Supplement No. 17 (A/58/17), annex I

UNCITRAL Yearbook, vol. XXXIV B: 2003, part three, annex I

UNCITRAL Legislative Guide on Insolvency Law (2004)

United Nations publication, Sales No. E.05.V.10

^cPrior to its adoption of the UNCITRAL Model Law on Public Procurement (2011), UNCITRAL had adopted the UNCITRAL Model Law on Procurement of Goods and Construction (1993), *Official Records of the General Assembly, Forty-eighth Session, Supplement No. 17 (A/48/17)*, annex I, *UNCITRAL Yearbook*, vol. XXIV: 1993, part three, annex I; and the UNCITRAL Model Law on Procurement of Goods, Construction and Services with Guide to Enactment (1994), *Official Records of the General Assembly, Forty-ninth Session, Supplement No. 17 and corrigendum (A/49/17 and Corr.1)*, annex I (model law only), *UNCITRAL Yearbook*, vol. XXV: 1994, part three, annexes I and II.

UNCITRAL Legislative Guide on Insolvency Law, Part Three: Treatment of enterprise groups in insolvency (2010)

Available from http://www.uncitral.org/uncitral/uncitral_texts/insolvency.html

UNCITRAL Legislative Guide on Secured Transactions (2007)

United Nations publication, Sales No. E.09.V.12

UNCITRAL Legislative Guide on Secured Transactions: terminology and recommendations (2007)

United Nations publication, Sales No. E.09.V.13

UNCITRAL Legislative Guide on Secured Transactions: Supplement on Security Rights in Intellectual Property (2010)

Available from http://www.uncitral.org/uncitral/uncitral_texts/security.html

B. Contractual texts

UNCITRAL Arbitration Rules (1976)

Official Records of the General Assembly, Thirty-first Session, Supplement No. 17 (A/31/17), para. 57

UNCITRAL Yearbook, vol. VII: 1976, part one, chap. II, sect. A, para. 57

UNCITRAL Arbitration Rules (as revised in 2010)

Official Records of the General Assembly, Sixty-fifth Session, Supplement No. 17 (A/65/17), annex I

UNCITRAL Conciliation Rules (1980)

Official Records of the General Assembly, Thirty-fifth Session, Supplement No. 17 (A/35/17), chap. V, sect. A, para. 106

UNCITRAL Yearbook, vol. XI: 1980, part three, annex II

Uniform Rules on Contract Clauses for an Agreed Sum Due upon Failure of Performance (1983)

Official Records of the General Assembly, Thirty-eighth Session, Supplement No. 17 (A/38/17), annex I

UNCITRAL Yearbook, vol. XIV: 1983, part three, annex II, sect. A

C. Explanatory texts

Recommendations to assist arbitral institutions and other interested bodies with regard to arbitrations under the UNCITRAL Arbitration Rules (1982)

Official Records of the General Assembly, Thirty-seventh Session, Supplement No. 17 and corrigenda (A/37/17 and Corr.1 and 2), annex I
UNCITRAL Yearbook, vol. XIII: 1982, part three, annex II

Recommendations to Governments and international organizations concerning the legal value of computer records (1985)

Official Records of the General Assembly, Fortieth Session, Supplement No. 17 (A/40/17), para. 360
UNCITRAL Yearbook, vol. XVI: 1985, part one, sect. A, para. 360

UNCITRAL Legal Guide on Drawing Up International Contracts for the Construction of Industrial Works (1987)

United Nations publication, Sales No. E.87.V.10 (A/CN.9/SER.B/2)

UNCITRAL Legal Guide on Electronic Funds Transfers (1987)

United Nations publication, Sales No. E.87.V.9 (A/CN.9/SER.B/1)

UNCITRAL Legal Guide on International Countertrade Transactions (1992)

United Nations publication, Sales No. E. 93.V.7 (A/CN.9/SER.B/3)

UNCITRAL Notes on Organizing Arbitral Proceedings (1996)

UNCITRAL Yearbook, vol. XXVII: 1996, part three, annex II

Recommendation regarding the interpretation of article II, paragraph 2, and article VII, paragraph 1, of the Convention on the Recognition and Enforcement of Foreign Arbitral Awards, done in New York, 10 June 1958 (2006)

Official Records of the General Assembly, Sixty-first Session, Supplement No. 17 (A/61/17), annex II
UNCITRAL Yearbook, vol. XXXVII: 2006, part three, annex II

Promoting confidence in electronic commerce: legal issues on international use of electronic authentication and signature methods (2007)

United Nations publication, Sales No. E.09.V.4

UNCITRAL Practice Guide on Cross-Border Insolvency Cooperation (2009)

United Nations publication, Sales No. E.10.V.6

UNCITRAL Model Law on Cross-Border Insolvency: The Judicial Perspective (2011)

Available from http://www.uncitral.org/uncitral/uncitral_texts/insolvency.html

Recommendations to assist arbitral institutions and other interested bodies with regard to arbitration under the UNCITRAL Arbitration Rules as revised in 2010 (2012)

Official Records of the General Assembly, Sixty-seventh Session, Supplement No. 17 (A/67/17), annex I

United Nations publication
Printed in Austria



V.12-57491—January 2013—1,000