



# **World Health Organization Organisation mondiale de la Santé**

FIFTIETH WORLD HEALTH ASSEMBLY

*See Add.1*

Provisional agenda item 27.1

**A50/16**  
**24 March 1997**

## **Collaboration within the United Nations system and with other intergovernmental organizations**

### **General matters**

#### **Report by the Director-General**

This report summarizes the progress made since early 1996 in collaboration within and outside the United Nations system. This collaboration has reached a level presenting opportunities to mobilize hitherto untapped intellectual, technical and financial resources for health development throughout the world.

The Health Assembly is invited to note the report

### **INTRODUCTION**

1. This report is based on documents EB99/21 and Add.1 considered by the Executive Board at its ninety-ninth session in January 1997. It provides a summary of action taken, in accordance with policy guidance provided by the Executive Board and the Health Assembly, most recently through resolutions WHA49.19 on WHO policy on collaboration with partners for health development, and WHA49.20 on orientation of WHO policy in support of African recovery and development. It also contains a progress report on WHO's expanding collaboration activities. The main objectives of the WHO partnership initiatives based on the above resolutions are: (i) to place and maintain health at the centre of national development and regional and global cooperation; (ii) to ensure complementarity and cost-effectiveness in the allocation and use of resources for health; and (iii) to promote the continued development of strategic alliances with intergovernmental organizations and other important institutions to meet the health needs of Member States.

2. Progress towards realizing WHO's objectives has been made by forging stronger partnerships with intergovernmental organizations within and outside the United Nations system, as well as with funding agencies, nongovernmental organizations and other non-State entities. Strong support has been given to African recovery and development, in particular with the implementation of the United Nations System-wide Special Initiative on Africa (see paragraph 7).

## WHO PARTNERSHIP INITIATIVES FOR HEALTH DEVELOPMENT

3. At the second regular session of ACC in October 1996 Executive Heads committed their organizations to working more closely together to advance the reform process within the United Nations system as a whole. The discussion focused on promoting a more rational allocation of responsibilities and a more efficient division of labour within the system, enhancing cost-effectiveness and maximizing impact at the country level. WHO's responsibility to coordinate the health component of the United Nations System-wide Special Initiative on Africa falls within this category. The first meeting of ACC with the new United Nations Secretary-General will take place in Geneva from 10 to 11 April 1997 and will focus, *inter alia*, on the United Nations reform process.

4. WHO strengthened its links with the **World Bank**, which is now pursuing a policy of strong partnership within the United Nations system as a whole. Fiscal year 1996 saw the highest lending to the health sector in the history of the Bank, with US\$ 2.3 thousand million of new commitments. The increasing country focus, as expounded by the President at the Bank's annual meeting in October 1996, emphasizes closer involvement of the "client" and attention to quality and results at "ground level". This focus fits well with WHO's policy of strengthening the cooperation of its country offices, supported by other levels of the Organization, with ministries of health for sustainable national health development. Systematic collaboration is guided by the "Procedural strategies for implementation of recommendations for health development"<sup>1</sup> which follow up the WHO/World Bank recommendations for action for health development.<sup>2</sup>

5. The **Economic and Social Council**, meeting in substantive session in 1996, conducted a policy dialogue on developments in the world economy with the heads of international financial and trade institutions; focused on "drug-abuse control in the high-level segment"; on poverty eradication in the "coordination segment"; on operational activities of the United Nations system, in particular, capacity-building and the role of United Nations Resident Coordinators in countries; and on strengthening the Council's role as the central mechanism for coordination of the activities of the United Nations system and its specialized agencies (United Nations General Assembly resolution 50/227). Four issues of importance for WHO following this session are: participation in review of the relationship of the Council with the specialized agencies; preparation with UNDCP for the 1998 special session of the General Assembly on drug abuse, including a declaration on guiding principles of demand reduction; development of a common approach within the United Nations system to health and its relationship with poverty; and the opportunity for WHO to share with other organizations its good experience in a "structured approach" to collaboration with the World Bank.

6. **Collaboration with other intergovernmental organizations** includes five regional development banks - African Development Bank, Asian Development Bank, European Bank for Reconstruction and Development, Inter-American Development Bank and Islamic Development Bank - and has reached a new level of commitment and activity in the areas of regional health sector policy formulation and country-specific support. Important steps have also been taken to reinforce or initiate collaboration with other intergovernmental organizations currently taking a greater interest in social issues and which provide support to a variety of health or health-related activities in countries and regions. Among these are the European Union (EU); the African, Caribbean and Pacific Group of States (ACP); African multilateral institutions, including the Organization of African Unity (OAU); the Association of South-East Asian Nations; the Organization of the Islamic Conference and its specialized institutions; and Asia-Pacific Economic Cooperation.

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<sup>1</sup> See document WHO/INA/96.1.

<sup>2</sup> See document WHO/INA/95.1.

## SUPPORT FOR AFRICAN RECOVERY AND DEVELOPMENT

7. WHO has made a significant contribution to the **United Nations System-wide Special Initiative on Africa** by developing an implementation strategy for health sector reform through a series of interagency and technical consultations. High priority is given to health together with education, water supply, food security, and governance. ACC (New York, 1996) endorsed the principle that *all* African countries should be potential beneficiaries, and that the Initiative should serve as an implementing mechanism for the United Nations New Agenda for Development of Africa in the 1990s. The Special Initiative was discussed by the Regional Committee for Africa at its forty-seventh session and by the Regional Committee for the Eastern Mediterranean at its forty-third session. WHO coordinates activities with other United Nations agencies concerned and will participate in mobilizing resources for intercountry activities and for country health sector programmes, while the World Bank will be largely responsible for supporting governments in resource mobilization.

8. In the context of promotion and implementation of the **Treaty Establishing the African Economic Community**, WHO has introduced and developed a series of initiatives to support the national and collective health agendas of African governments and their multilateral institutions in close collaboration with partners within and outside the United Nations system. The OAU Secretariat has continued to consult Member States on the proposed health protocol for the above Treaty, drafted with the assistance of WHO, which reports on the strategic approach of investing in health as a central component of social and economic development. Cooperation with OAU also covered the African Regional Nutrition Strategy, the Dakar and Tunis declarations on HIV/AIDS, health emergency management, capacity-building of African nongovernmental organizations, and participation of OAU senior staff in a number of health-related seminars and meetings. The Director-General attended the Sixty-fourth Ordinary Session of the OAU Council of Ministers and Thirty-second Summit of Heads of State and Government (Yaoundé, 1996).

9. WHO collaborated with the Southern African Development Community (SADC) in preparing a proposal to establish one of its member countries as a "health sector", which was submitted to the SADC Council of Ministers and its Summit of Heads of State and Government. Steps were taken to resume collaboration with the Common Market for Eastern and Southern Africa in the area of pharmaceuticals. In addition to the comprehensive work of the Regional Offices for Africa and for the Eastern Mediterranean, support to the above initiatives is provided through the WHO Working Group on Continental Africa, established in 1994 "to facilitate WHO's contribution to the implementation of the United Nations New Agenda for the Development of Africa (UN-NADAF)".

## PROGRESS REPORT ON ACTIVITIES

### United Nations

10. The new United Nations Secretary-General, who took up his duties on 1 January 1997, is proceeding to build a new structure within the United Nations to better support international stability and cooperation. Results of the continuing dialogue on the reform of the United Nations will be made known in July/August 1997. One aspect of this reform, coordinated through ACC, is follow-up to international conferences held in the 1990s.

11. WHO is a member of three time-limited interagency task forces established by ACC to **coordinate follow-up to international conferences** in countries. It leads, with UNICEF, the Working Group on Primary Health Care within the **Task Force on Basic Social Services**, which has prepared draft guidelines for the United Nations Resident Coordinator system. The **Task Force on Employment and Sustainable Livelihood**, led by ILO, is undertaking country reviews, which include the relationship between employment generation, sustainable livelihoods and health. The **Task Force on an Enabling Environment for Economic and Social Development**, led by the World Bank, established a subgroup on macroeconomics and social framework which emphasizes health and education. These task forces will report to ACC in April 1997; ACC will, in turn,

present the results to the Economic and Social Council for follow-up activities, undertake an assessment of this type of interagency mechanism and consider further arrangements. WHO, in collaboration with the United Nations System Support Services, jointly briefed WHO Representatives in the South-East Asia Region on follow-up to international conferences. Similar activities will take place in other WHO regions.

12. At the "high-level segment" of the 1996 Substantive Session of the **Economic and Social Council**, the Director-General stressed the need for solidarity in combating disease which stood in the way of economic and social development; for a stronger effort to reduce the demand for illicit drugs, an area in which WHO played a crucial role; and for affordable care for those who needed it, strengthening community-based approaches and primary health care. In its "coordination segment", the Council focused on poverty eradication, concluding that strategies had to be defined and outlined by each country, the United Nations system playing a complementary role. WHO stated that world health reports in recent years had clearly indicated that poverty was the biggest underlying worldwide cause of death, disease and suffering.

13. In the segment on "operational activities for development", the WHO delegation, which included WHO Representatives from Egypt and Malawi, participated in the informal dialogue on interagency mechanisms to enhance coordination at country level. WHO participated in the preparation of the United Nations statement on the role and function of the Resident Coordinator system, and followed it up by issuing guidelines for WHO Representatives,<sup>1</sup> prepared in consultation with WHO regional offices. The Council also discussed the more "structured" involvement of the Bretton Woods institutions in its work and in that of the rest of the United Nations system.

14. The special session of the **UNICEF/WHO Joint Committee on Health Policy (JCHP)** (Geneva, 15-16 May 1996), in its review of progress at mid-decade with respect to the goals of the World Summit for Children (New York, 1990), stressed the importance of continued political support and mobilization of adequate resources to accelerate the achievement of the 21 health-related goals. The WHO Executive Board endorsed this approach in decision EB99(15). The Board also approved the proposal that UNFPA be invited to join an expanded JCHP to be renamed **WHO/UNICEF/UNFPA Coordinating Committee on Health** (resolution EB99.R23). At the Board's request WHO was to draft terms of reference for the new committee, in consultation with UNICEF and UNFPA secretariats, which would be presented by the Director-General at the 100th session of the Executive Board in May 1997. The UNICEF Executive Board in January 1997 discussed the **implementation plan** of UNICEF's health strategy. A high-level representative of WHO addressed the session, stressing the importance of health action at country level being led by the country itself and guided by the international health policies set by the Health Assembly.

15. A **WHO/UNFPA/UNICEF Study Group on Programming for Adolescent Health** was convened in late 1995 for the purpose of establishing a common technical basis to enable the three bodies to strengthen their concerted support of countries in programming for adolescent health. The Group has drawn up a framework for country programming, which is a graphic summary of the elements (goals, principles and interventions) to be considered in country-level programming for adolescent health. A common "agenda for action" was also proposed, suggesting activities at country, regional and global levels that would assist in accelerating programming in countries. A technical report to be published shortly provides substantive scientific and empirical evidence about the key concepts and interventions, and describes the lessons learned from programming for the promotion of the healthy development of adolescents, the prevention of health problems and the provision of care related to health risks.

16. **Regional commissions:** As an active member of the Regional Interagency Committee for Asia and the Pacific of the Economic and Social Commission for Asia and the Pacific (ESCAP), WHO contributed to a number of activities for poverty alleviation, the environment, urbanization, water supply, care of the elderly, drug control, and disability prevention and rehabilitation. Collaboration with ECA is being reinforced in the

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<sup>1</sup> Document WHO/INA/96.4.

context of its new strategic approach and of the United Nations System-wide Special Initiative on Africa. With reference to "development management", one of five newly structured ECA programme areas, an ECA/WHO joint project on the role of local government in health is being prepared.

### **Specialized agencies**

17. **ILO** strongly supports resolution WHA49.12 on the WHO global strategy for occupational health for all. Collaboration continues through the joint ILO/WHO committees on occupational health and on the health of seafarers. WHO collaborated with UNESCO in promoting 1996 as the year of "Culture and health" in the context of the World Decade for Cultural Development (1988-1997), which culminated in the International Conference held in Thailand (27-31 May 1996). WHO and UNESCO will continue to cooperate in this area through networking, research, documentation, and sharing of experiences. Other areas include promotion of health of school-age children and young people and of physical activity and sport for health.

18. Close collaboration between WHO and **FAO** in support of country implementation of the World Declaration and Plan of Action adopted at the International Conference on Nutrition (Rome, 1992) facilitated preparation of over 140 national food and nutrition policies and plans of action. Follow-up to the World Food Summit (Rome, 1996) will provide an excellent opportunity to reaffirm the international community's commitment to reinforcing those efforts and resources invested at national, regional and international levels for the elimination of hunger and malnutrition, and to translating national plans and policies into action to ensure food and nutrition security for all.

19. WHO has observer status in two **WTO** committees, namely, the Committee on Technical Barriers to Trade and the Committee on Sanitary Phytosanitary Measures. Interaction between those responsible for health and international trade needs to be further strengthened by exploring avenues for collaboration focused on health-related trade activities.

### **Other intergovernmental organizations**

20. **Regional development banks:** In cooperation with WHO, the African Development Bank (ADB) completed revision of the document for its lending programme for the health sector. The fifth annual ADB/WHO review meeting, held in Abidjan in October 1996, focused on collaboration at country and regional levels. WHO contributed to two studies by the Asian Development Bank (ADB) on its health sector policy priorities and on "Emerging Asia", and to health projects financed by the Bank in such countries as Cambodia, Indonesia, Mongolia, Pakistan, Thailand and Vanuatu. A full partnership framework with the African and Asian Development Banks is being drawn up. WHO and the European Bank for Reconstruction and Development (EBRD) completed an exchange of letters confirming the main principles of cooperation between the two organizations with particular reference to the promotion of environmentally sound and sustainable development. High-level meetings were held with the Inter-American Development Bank and the Islamic Development Bank to determine new areas of common interest and to expand collaboration at country level within existing collaborative frameworks.

21. **Regional groups:** The African, Caribbean and Pacific Group of States (ACP) and EU were consulted on technical and financial implications of the revised Lomé IV Convention for health development. Steps are being taken to strengthen collaboration between WHO and the ACP Group. WHO met in June 1996 with the Secretariat of the Association of South-East Asian Nations (ASEAN) to establish broader cooperation in support of national socioeconomic development processes. A memorandum of understanding between ASEAN and WHO was signed early in 1997. WHO made a first contact with the Secretariat of Asia-Pacific Economic Cooperation to determine potential areas of mutual interest and collaboration. Cooperation continued with the League of Arab States and the Organization of the Islamic Conference and its specialized institutions, notably the Islamic Educational, Scientific and Cultural Organization.

22. **European Union:** In 1996 the **European Community** Humanitarian Office and WHO signed a partnership agreement framework. There has also been close collaboration on scientific issues relating to bovine spongiform encephalopathy (BSE) and the setting-up of a malaria control project in Cambodia, Lao People's Democratic Republic and Viet Nam.

#### **MATTERS FOR THE PARTICULAR ATTENTION OF THE HEALTH ASSEMBLY**

23. The Health Assembly is invited to note the report.

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**World Health Organization  
Organisation mondiale de la Santé**

FIFTIETH WORLD HEALTH ASSEMBLY

Provisional agenda item 27.1

**A50/16 Add.1**  
12 March 1997

# **Agreement on the Establishment of the International Vaccine Institute**

## **Report by the Director-General**

It has been proposed that an International Vaccine Institute should be established to promote the development of new vaccines in the spirit of the Children's Vaccine Initiative (CVI). An Agreement to establish the Institute has been submitted for signature by States and intergovernmental organizations. The Health Assembly is invited to consider whether to approve the Agreement and in so doing to participate in the establishment of the Institute.

1. In order to strengthen the capacities of developing countries, especially those in Asia and the Pacific, in the field of vaccine research and development, an International Vaccine Institute is planned, with headquarters in Seoul. The Institute will be established as a regional research and development body "at the initiative of UNDP as part of its contribution to the CVI", cosponsored also by WHO, UNICEF, the World Bank and the Rockefeller Foundation.
2. The Institute will be financed by voluntary contributions. By the year 2000, when it is expected that it will be fully operational, the Institute will have approximately 150 staff. The Government of the Republic of Korea is providing offices and equipment, as well as 30% of the Institute's operating funds. The rest of the funds are expected to come from private and public sectors.
3. The Constitution of the Institute provides that it shall operate as a non-profit autonomous organization, international in status and non-political in management, staffing and operations. The Institute shall be organized exclusively for scientific, developmental and educational purposes. It will serve as an international centre devoted to developing specific areas of expertise and providing technical assistance for research on and development of vaccines. Article VI of its Constitution states:

*The Institute will have four programme areas:*

- (i) *To provide training and technical assistance in the production technology and research of vaccines;*
- (ii) *To conduct laboratory and field-based research and development;*

*(iii) To support and conduct clinical trials and field evaluations of new vaccines, and to facilitate and promote introduction of new and improved vaccines; and*

*(iv) To cooperate with vaccine manufacturers and national control authorities and other relevant bodies in developed and developing countries to promote vaccine research and development.*

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4. The Institute will be governed by a Board of Trustees of between 13 and 17 members. To ensure that the activities of the Institute are complementary to those of WHO, it is envisaged that two members of the Board of Trustees will be appointed by WHO as its representatives.

5. The Agreement to establish the Institute, which contains its Constitution, was opened for signature on 28 October 1996 at the United Nations headquarters in New York and has so far been signed by representatives of WHO and 17 countries: Bangladesh, Bhutan, Cameroon, China, Israel, Kazakhstan, Mongolia, Myanmar, Netherlands, Pakistan, Papua New Guinea, Philippines, Poland, Republic of Korea, Romania, Thailand and Viet Nam. Under Article V of the Agreement, signature of the Agreement is subject to ratification, acceptance or approval by the signatories. The Agreement will come into force after three instruments of ratification, acceptance, approval or accession have been deposited with the Secretary-General of the United Nations. At the time of preparation of this document, one country - the Republic of Korea - has deposited its instrument of ratification.

6. Within WHO, the authority to establish institutions is vested in the Health Assembly by Article 18(1) of the Constitution. As a result signature by a representative of WHO was only a preliminary step, and if WHO wishes to participate in the legal establishment of the Institute, this would need to be followed by approval of the Health Assembly and deposit of an instrument of approval with the Secretary-General.<sup>1</sup>

7. The Agreement is annexed in English as its only official language.

## **MATTERS FOR THE PARTICULAR ATTENTION OF THE HEALTH ASSEMBLY**

8. The Health Assembly is invited to consider whether it wishes to approve the Agreement on the Establishment of the International Vaccine Institute, which it could do by adopting a resolution on the lines of the draft set forth below. Articles 60 and 70 of the Constitution state that the adoption of such a resolution requires a two-thirds majority vote of the Health Assembly.

The Fiftieth World Health Assembly,

Having considered the report of the Director-General on the establishment of the International Vaccine Institute (document A50/16 Add.1), and in accordance with Article 18(1) of the Constitution of the World Health Organization,

1. APPROVES the Agreement on the Establishment of the International Vaccine Institute;
2. AUTHORIZES the Director-General to deposit WHO's instrument of approval of the Agreement with the Secretary-General of the United Nations.

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<sup>1</sup> It should be noted that approval by the Health Assembly of the Agreement does not oblige WHO to make contributions to the budget of the Institute.



**AGREEMENT ON THE ESTABLISHMENT  
OF THE INTERNATIONAL VACCINE INSTITUTE**



**UNITED NATIONS  
1996**

## **Agreement on the Establishment of the International Vaccine Institute**

**WHEREAS** the Children's Vaccine Initiative (hereinafter referred to as "the CVI") is a coalition of governments, multilateral and bilateral agencies, non-governmental organizations including foundations and associations, and industry dedicated to ensuring the availability of safe, effective and affordable vaccines, the development and introduction of improved and new vaccines and strengthening the capacity of developing countries in vaccine development, production and use in immunization programmes;

**WHEREAS** at the initiative of the United Nations Development Programme (hereinafter referred to as "UNDP"), the Republic of Korea has agreed to be the host country of a newly created institute to be named as the International Vaccine Institute (hereinafter referred to as "the Institute") dedicated to strengthening the capacity of developing countries in the field of vaccine technology and carrying out vaccine-related research and development;

**WHEREAS** the Parties to this Agreement consider the Institute as an instrument to contribute to achieving the goals of the CVI;

**WHEREAS** the Parties to this Agreement wish to create the Institute as an international organization with suitable governance, juridical personality, and appropriate international status, privileges and immunities and other conditions necessary to enable it to operate effectively towards the attainment of its objectives;

**WHEREAS** the Parties to this Agreement wish to establish the Institute as an integral part of the CVI policy framework, strategy and activities;

**NOW, THEREFORE,** the Parties signatory hereto agree as follows:

## **ARTICLE I ESTABLISHMENT**

**There shall be established an independent international organization entitled the "International Vaccine Institute" which will operate in accordance with the Constitution appended hereto as its integral part.**

## **ARTICLE II RIGHTS, PRIVILEGES AND IMMUNITIES**

- 1. The Government of the Republic of Korea grants the Institute the same rights, privileges and immunities as are customarily accorded to a similar type of international organization.**
- 2. Privileges and immunities are granted to the Members of the Board of Trustees, the Director and staffs of the Institute as is stipulated in Article VIII, Article IX and Article XIII of the Constitution of the Institute hereto appended and to experts performing missions for the Institute.**

## **ARTICLE III DEPOSITARY**

**The Secretary-General of the United Nations shall be the Depositary of this Agreement.**

## **ARTICLE IV SIGNATURE**

**This Agreement shall be open for signature by all states and intergovernmental organizations at Headquarters of the United Nations, New York. It shall remain open for signature for a period of two years from 28 October 1996 unless such period is extended prior to its expiry by the Depositary at the request of the Board of Trustees of the Institute.**

## **ARTICLE V CONSENT TO BE BOUND**

**This Agreement shall be subject to ratification, acceptance or approval by the signatory states and intergovernmental organizations referred to in Article IV.**

## **ARTICLE VI ACCESSION**

**After the expiration of the period specified in Article IV, the present Agreement shall remain open for accession by any state or intergovernmental organization, contingent upon approval by the Board of Trustees of the Institute by simple majority.**

## **ARTICLE VII SETTLEMENT OF DISPUTES**

- 1. The Parties shall attempt to settle any dispute as to the interpretation or application of this Agreement by negotiations or by any other mutually agreed method.**
- 2. If the dispute is not settled in accordance with Paragraph 1, within a period of (90) days from the request by either Party to settle it, it shall, at the request of either Party, be referred to arbitration.**
- 3. The arbitral tribunal shall be composed of three arbitrators. Each Party shall choose one arbitrator and the third, who shall be the chairperson of the tribunal, to be chosen jointly by the Parties. If the tribunal is not constituted within (3) months of the request for arbitration, the appointment of the arbitrators not yet designated shall be made by the President of the International Court of Justice at the request of either Party.**
- 4. In the event of a vacancy in the presidency of the International Court of Justice or of the inability of the President to exercise the**

functions of the presidency, or in the event that the President should be a national of the Party to the dispute, the appointment herein provided for may be made by the vice-president of the court or, failing him, by the senior judge.

5. Unless the parties decide otherwise, the tribunal shall determine its own procedure.

6. The tribunal shall apply the principles and rules of international law and its award shall be final and binding on both Parties.

#### **ARTICLE VIII ENTRY INTO FORCE**

1. This Agreement and the Constitution appended thereto shall come into force immediately after three instruments of ratification, acceptance, approval or accession have been deposited with the Secretary-General.

2. For each State or intergovernmental organization depositing an instrument of ratification, acceptance, approval or accession after the entry into force of this Agreement, this Agreement shall enter into force on the first day of the month after the date of deposit of the respective instrument.

#### **ARTICLE IX DENUNCIATION**

Any party to this Agreement may, by written instrument to the Depositary, denounce this Agreement. Such denunciation of the consent to be bound shall become effective three months after the date on which such instrument is received.

**ARTICLE X  
TERMINATION**

**This Agreement shall be terminated three months after the Institute is dissolved under the Article XXI of the Constitution.**

**ARTICLE XI  
AUTHENTIC TEXT**

**The authentic text of the present Agreement, including the Constitution appended thereto, shall be in the English language.**

***IN WITNESS WHEREOF*, the undersigned representatives of states and intergovernmental organizations have signed this Agreement in a single original in the English language.**

# **CONSTITUTION OF THE INTERNATIONAL VACCINE INSTITUTE**

## **PREAMBLE**

The International Vaccine Institute is founded on the belief that the health of children in developing countries can be dramatically improved by the development, introduction and use of new and improved vaccines and these vaccines should be developed through a dynamic interaction among science, public health, and business. The International Vaccine Institute will be a centre of the science for the public interest where this dynamic interaction can take place through research, training, technical assistance, service provision, and information dissemination.

## **ARTICLE I HEADQUARTERS' LOCATION**

The Institute shall have its headquarters at Seoul, Republic of Korea as has been determined by an independent international site selection process initiated at the request of the UNDP, in accordance with the requirements for the exercise of the functions and fulfilment of the purposes of the Institute.

## **ARTICLE II STATUS**

1. The Institute shall be an international research and development centre established at the initiative of UNDP, as part of its contribution to the CVI, which is an international movement of agencies, corporations, foundations and governments dedicated to ensuring the continued availability of effective and affordable vaccines, and the development and introduction of new and improved vaccines. The Institute shall operate as a non-profit autonomous organization, international in status and non-political in management, staffing and operations. The Institute shall be organized exclusively for scientific, developmental and educational purposes.

2. The Institute shall possess full juridical personality and enjoy such legal capacity as may be necessary for the exercise of its functions and the fulfilment of its purposes.

### **ARTICLE III SUBSIDIARY BODIES**

The Institute may establish such centres, offices or laboratories, in locations within and outside the Republic of Korea as may be decided by the Board of Trustees (hereinafter referred to as the "Board") as being necessary for effective conduct of its programmes and the achievement of its objectives.

### **ARTICLE IV AIMS**

The Institute shall carry out major scientific functions within the overall goals and framework of the CVI. Specifically, it will:

1. undertake and promote study, research, development and dissemination of knowledge in the vaccine-relevant sciences and directly related areas of public health, management sciences and technology to generate affordable and effective means to prevent death and disability arising from infectious diseases and, thereby, to improve the health status and general welfare of children and low-income people in developing and developed countries, especially in Asia; and
2. provide, in collaboration with relevant national and international institutions, facilities and training programmes aimed at strengthening expertise and capacity for developing and developed countries to conduct work in the areas of the Institute's interest and competence.



## **ARTICLE V GUIDING PRINCIPLES**

- 1. The Institute will serve as an international resource centre devoted to developing specific areas of expertise and providing technical assistance for research and development of vaccines.**
- 2. The Institute will complement its activities with those of other international and national institutions, public and private, that have similar aims. Its activities will, wherever appropriate, be planned and implemented in collaboration with such institutions. In particular, the Institute shall fully cooperate with the World Health Organization (hereinafter referred to as "WHO") in determining the technical and other aspects of its programme that relate to WHO's mandate.**

## **ARTICLE VI FUNCTIONS**

- 1. The Institute will have four programme areas:**
  - (i) To provide training and technical assistance in the production technology and research of vaccines;**
  - (ii) To conduct laboratory and field-based research and development;**
  - (iii) To support and conduct clinical trials and field evaluations of new vaccines, and to facilitate and promote introduction of new and improved vaccines; and**
  - (iv) To cooperate with vaccine manufacturers and national control authorities and other relevant bodies in developed and developing countries to promote vaccine research and development.**

**The Institute may identify other programme areas in accordance with its aims.**

**2. In fulfilling the aforementioned aims and responsibilities, in the spirit of its guiding principles, the Institute shall engage in a wide range of activities including;**

- (i) holding meetings and arranging lectures, training courses, workshops, seminars, symposia and conferences;**
- (ii) publishing and disseminating books, periodicals, reports and research and working papers;**
- (iii) establishing and maintaining contact with individuals and other institutions with expertise in the vaccine-relevant fields through collaborative research seminars, exchange visits, sabbatical attachments and likewise;**
- (iv) undertaking studies and other projects on behalf of or in collaboration with other institutions;**
- (v) maintaining offices, field stations, laboratories, pilot plants, animal research facilities, information resources, scientific equipment and instruments, as may be necessary for its proper functioning; and**
- (vi) taking such other actions as may further the aims and objectives of the Institute.**

**3. The Institute's programmes and plans shall be reviewed and approved by its Board taking into account the needs of developing and developed countries and the Institute's capabilities in meeting these needs.**

## **ARTICLE VII CAPACITY**

**1. The Institute shall have the following capacity:**

- (i) to receive, acquire or otherwise lawfully obtain from any governmental authority or from any corporation, company, association, person, firm, foundation or other entity whether international, regional or national, such charters, licenses rights, concessions or similar rights, and assistance - financial or otherwise - as are conducive to and necessary for the attainment of its aims;**
- (ii) to receive, acquire or otherwise lawfully obtain from any governmental authority or from any corporation, company, association, person, firm, foundation or other entity, whether international, regional or national, by donation, grant, exchange, devise, bequest, purchase or lease, either absolutely or in trust, contributions consisting of such properties, real, personal, or mixed including funds and valuable effects or items, as may be useful or necessary to pursue the aims and activities of the Institute and to hold, operate, administer, use, sell, convey or dispose of the said properties;**
- (iii) to enter into agreements and contracts;**
- (iv) to employ persons according to its own regulations;**
- (v) to institute, and defend in, legal proceedings; and**
- (vi) to perform all acts and functions as may be found necessary, expedient, suitable or proper for the furtherance, accomplishment or attainment of and/or all of the purposes and activities herein stated, or which shall appear, at any time, as conducive to or necessary and useful for the aims and activities of the Institute.**

2. No part of the earnings of the Institute shall inure to the benefit of, or be distributable to, its trustees, officers, or other private persons, except that the Institute shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the aims set forth in Article IV hereof.

## **ARTICLE VIII ORGANS**

The organs of the Institute shall be:

- (i) The Board of Trustees; and
- (ii) The Director and staff.

## **ARTICLE IX COMPOSITION OF THE BOARD**

1. The Board shall consist of not less than thirteen nor more than seventeen members, selected as follows:

- (i) up to ten members-at-large elected by the Board. Regard shall be paid especially to proposed members' professional experience and qualifications, to appropriate geographical distribution, to agencies and countries which have concern for and provide substantial support to the Institute, or to countries where major facilities are located;
- (ii) two members appointed by the host country;
- (iii) two members appointed by WHO;
- (iv) one member elected by the Board upon the recommendation of UNDP;

(v) the Executive Secretary of the CVI, or his/her representative, as a member ex-officio; and

(vi) the Director of the Institute as a member ex-officio.

2. Member-at-large shall be appointed for terms of no more than three years as determined by the Board in advance of the appointment. In the case of vacancy of members-at-large by reason of their retirement, death, incapacity, or any other cause, the Board shall fill the vacancy in the same manner as the original appointment. A new member appointed to replace a member during the latter's term, may be appointed for the remaining term of the member being replaced. He/she is eligible to serve two additional terms.

3. The members of the Board are eligible for reappointment to a second term, but shall not serve more than two successive terms, except that the member elected as Chairperson may have his/her term extended by the Board in order to coincide with his/her appointment as Chairperson.

4. The members of the Board, other than the members serving ex-officio and the members appointed by the host country and WHO, shall serve in a personal capacity and are not considered, nor do they act, as official representatives of governments or organizations.

5. The term of office and the selection of the members appointed by the Government of the host country (hereinafter referred to as the "Government") will be determined by the Government.

## **ARTICLE X**

### **FUNCTIONS AND POWERS OF THE BOARD**

1. The Board shall be responsible for all the affairs of the Institute. Its role, among other things, shall be to ensure that:

- (i) the Institute follows objectives, programmes and plans that are consistent with its aims and with the broad goals and objectives of the CVI; and

- (ii) the Institute is managed effectively by the Director in harmony with the agreed objectives, programmes and budgets, and in accordance with legal and regulatory requirements.**

**2. To this end, the Board shall:**

- (i) define objectives, approve plans to meet the Institute's aims and monitor the achievement of these aims;**
- (ii) specify policies to be followed by the Director in pursuing the specified objectives;**
- (iii) ensure the Institute's cost-effectiveness, financial integrity, and accountability;**
- (iv) approve the Institute's programme and budget;**
- (v) appoint an external auditor and approve an annual audit plan;**
- (vi) approve the Institute's broad organizational framework;**
- (vii) approve personnel policies including scales of salaries and benefits;**
- (viii) approve the Institute's fund raising and resource mobilization strategies, policies and programmes, and promote such fund raising and resource mobilization activities;**
- (ix) maintain the composition of the Board with respect to expertise needed to discharge the full range of its responsibilities, monitor the performance of staff and evaluate the Institute's performance; and**
- (x) perform all other acts that may be considered necessary, suitable and proper for the attainment of the aims of the Institute as set forth in Article IV hereof.**

3. The Board may designate an Executive Committee of its members which shall have the power to act for the Board in the interim between Board meetings, and on matters which the Board delegates to it. All interim actions of the Executive Committee shall be reported to the full Board at its next meeting. The Executive Committee shall be comprised of five members of the Board. The Director and at least one ex-officio member of the host country shall serve as members of the Executive Committee.

4. The Board may establish such other subsidiary Committees as it deems necessary for the performance of its functions.

#### **ARTICLE XI PROCEDURES OF THE BOARD**

1. The Board shall elect one member except the Director as Chairperson. The normal term of the Chairperson shall be three years. The Board may re-elect its Chairperson for a second term.

2. The Board shall also elect a Vice-Chairperson, a Secretary and a Treasurer. The normal terms of these officers shall be three years. They are eligible for re-election.

3. The Board shall meet at least once annually.

4. The Board shall adopt its own rules of procedure.

5. The majority of the members shall constitute a quorum for Board meetings.

#### **ARTICLE XII VOTING BY THE BOARD**

Normally, the Board shall operate by consensus. However, if the Chairperson determines the need for a vote, the following shall apply:

- (i) each member of the Board has one vote; and
- (ii) decisions of the Board shall be made by a majority of the members present except as specified otherwise in this Constitution.

### **ARTICLE XIII APPOINTMENT OF THE DIRECTOR**

The Board shall appoint the Director, and determine his/her terms of office and any cause for termination by a two-thirds majority of members present and voting.

### **ARTICLE XIV FUNCTIONS AND POWERS OF THE DIRECTOR**

1. The Director shall be responsible to the Board for the operation and management of the Institute and for ensuring that its programmes and objectives are properly developed and carried out. The Director shall take the lead in fund raising and resources mobilization for the Institute. He/she is the chief executive officer of the Institute.
2. The Director shall implement the policies determined by the Board, follow the guidelines laid down by the Board for the functioning of the Institute and carry out the directions of the Board. Specifically, the Director, in consultation with the Board, shall:
  - (i) develop a strategic plan for the operation of the Institute for Board consideration and approval, and keep this plan under continuing review;
  - (ii) develop programmes and budgets, and prepare the Institute's annual report;
  - (iii) supervise the planning and direction of the Institute's research, developmental and educational activities to ensure effective implementation;



- (iv) recruit and manage highly qualified staff;
- (v) keep and have available the strategic plan, programmes and budgets for review by the Board on a regular basis;
- (vi) keep the Chairperson of the Board advised on matters of consequence that relate to the Institute; and
- (vii) perform such other functions as are delegated to him/her by the Board.

3. The Director shall be the legal representative of the Institute. He/she shall sign all deeds, contracts, agreements, treaties and other legal documents which are necessary to ensure the normal operation of the Institute. The Board may determine the extent to which these powers may be delegated by the Director. Contracts, agreements and treaties which affect the governance, objectives, location, expansions or dissolution of the Institute, or major issues concerning the relationship to the host country shall be subject to approval by the Board.

#### **ARTICLE XV STAFFING**

1. The staff shall be appointed by the Director in accordance with staff regulations to be approved by the Board.
2. The paramount consideration in the employment of staff and in the determination of the conditions of service shall be the necessity of securing the highest standards of quality, integrity, efficiency, and competence.
3. Salary scales, insurance, pension schemes and other terms of employment shall be laid down in staff regulations, and shall in principle be internationally competitive and comparable with those of the United Nations and affiliated institutions and other relevant international organizations.

## **ARTICLE XVI FINANCING**

1. The budget of the Institute shall be funded by member states, international organizations and other public or private agencies and institutions, including members of the CVI, who wish to make financial and other voluntary contributions to it. The Institute may receive contributions from other sources. It may also receive contributions and gifts towards the establishment of an endowment programme.
2. The financial operations of the Institute shall be governed by financial regulations to be adopted by the Board.
3. The budget of the Institute is approved annually by the Board.
4. An annual audit of the operations of the Institute shall be conducted by an independent international accounting firm appointed by the Board upon recommendation of the Director. The results of such audits shall be made available by the Director to the Board for its consideration. Following the approval by the Board, the audit report shall be circulated to parties contributing to the Institute.

## **ARTICLE XVII PRIVILEGES AND IMMUNITIES**

1. The Institute shall conclude with the Government a Headquarters Agreement relating to the facilities, privileges and immunities which the Institute, the members of the Board of Trustees, the Director and staff of the Institute, and the experts performing missions on behalf of the Institute, will receive while in Korea for the purpose of exercising official duties.
2. The Institute may conclude with other states an agreement relating to the facilities, privileges and immunities which the Institute, the members of its Board of Trustees, the Director and staff of the Institute, and the experts performing missions on behalf of the Institute, will receive while in their territories for the purpose of exercising official duties.

3. The privileges and immunities are granted in the interest of the Institute and not for personal benefit. The Board of Trustees shall have the right to waive the privileges and immunities.

### **ARTICLE XVIII RELATIONSHIP WITH OTHER ORGANIZATIONS**

In order to achieve its objectives in the most efficient way, the Institute may enter into agreements for cooperation with relevant national, regional or international organizations, foundations and associations, both public and private.

### **ARTICLE XIX DISPUTES RESOLUTION**

The Institute shall make provisions for appropriate modes of settlement including arbitration of disputes between the Institute and its staff or among its staff.

### **ARTICLE XX AMENDMENTS**

1. This constitution may be amended by the Board by a two-thirds majority of all voting members, provided notice of such a proposed amendment together with its full text shall have been mailed to all members of the Board at least four weeks in advance of the meeting, or such notice is waived by all members of the Board.

2. Such an amendment shall take effect immediately after having been adopted by the voting members under the procedure outlined in paragraph 1.

## **ARTICLE XXI DISSOLUTION**

1. The Institute may be dissolved by a three-fourths majority of all voting members of the Board, if it is determined that the purposes of the Institute have been achieved to a satisfactory degree or if it is determined that the Institute will no longer be able to function effectively.

2. In the case of dissolution, any land, physical plant and other assets situated in the host country and other countries, and made available to the Institute by the Government, and permanent fixed capital improvements thereon shall revert to the Government. The other assets of the Institute shall be transferred to such countries for use for similar purposes or distributed to institutions having purposes similar to those of the Institute in the respective countries after agreement between the governments of those countries and the Board in consultation with the Government.

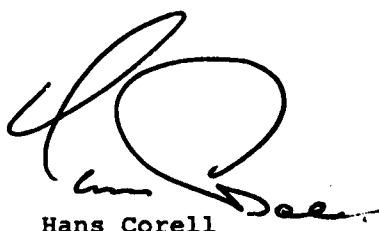
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I hereby certify that the foregoing text is a true copy of the Agreement on the Establishment of the International Vaccine Institute, opened for signature at New York on 28 October 1996, the original of which is deposited with the Secretary-General of the United Nations.

Je certifie que le texte qui précède est la copie conforme de l'Accord portant création du Centre international du vaccin, ouvert à la signature à New York le 28 octobre 1996, et dont l'original se trouve déposé auprès du Secrétaire général des Nations Unies.

For the Secretary-General,  
The Legal Counsel  
(Under-Secretary-General  
for Legal Affairs)

Pour le Secrétaire général  
Le Conseiller juridique  
(Secrétaire général adjoint  
aux affaires juridiques)



Hans Corell

United Nations, New York  
7 November 1996

Organisation des Nations Unies  
New York, le 7 novembre 1996