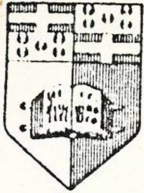
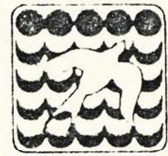


# International Ocean Institute



University  
Msida – Malta (TEL. 36450)



Pacem in Maribus

October 19, 1980.

To: Members of the Board of Trustees  
Members of the Planning Council

From: Elisabeth Mann Borgese

Suggested additions to the Agenda of the Nineteenth Session of the Planning Council and the Eleventh Session of the Board of Trustees, Vienna, October 31, 1980.

Item IV (bis): Draft Amendments to the Statutes of the IOI

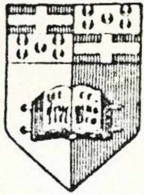
Item IV (ter): Relations with the Government of Malta

Item VIII: Pacem in Maribus XIII

Possible Venue: Mexico

Possible topic: The New Law of the Sea and National Legislation

# International Ocean Institute



University  
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## IOI STATUTES

### DRAFT AMENDMENTS

1. The International Ocean institute (hereinafter referred to as IOI) has the status of an independent, self-regulating international nongovernmental organization, incorporated under Maltese law, and recognized as an INGO by the United Nations, its Agencies, and other international bodies. The IOI is a scientific, educational, non-profit organization.
2. The seat of the IOI is at the University of Malta, or at such other place as the Board of Trustees and the Planning Council may determine from time to time.
3. The purpose of the Institute is to promote research on the peaceful uses of ocean space and its resources including the regulation of such uses. To this end it shall:
  - (a) identify problems requiring attention and make continuing appraisals of such problems;
  - (b) study trends in, and interactions between, uses; make short- and long-range forecasts, and recommend policies as appropriate;
  - (c) undertake, where necessary, research projects in relation to scientific, technical, ecological, economic, legal and other requirements;
  - (d) disseminate the results of its activities through publications and other means;
  - (e) convene Pacem in Maribus Convocations, courses, seminars and the like;
  - (f) award fellowships in ocean studies;---
  - (g) award certificates, diplomas, or degrees; and
  - (h) undertake such other regional and global activities as may be determined by the Council.

4. The Institute shall co-operate with the United Nations and the organizations of the UN system, other international organizations concerned with marine affairs, governments, foundations, industries and scientific institutions, as well as with other organizations and individuals.

5. The Institute shall cooperate with the University and the Government of Malta and advise on marine affairs if requested. Appropriate mechanisms for liaison shall be established for this purpose.

6. The Institute shall be governed by a Board of Trustees, a Planning Council, and a Directorate.

7. The Board shall consist of twelve to fifteen members, including the Chairman of the Council and the Director of the IOI. The Board shall be a self-perpetuating body. Members of the Board shall serve for three years and may be reappointed. The Board may coopt non-voting individuals to assist it, on an ad hoc basis, for specific purposes. Not more than two of the voting members of the Board shall be of the same nationality. The Board shall elect its own Chairman and the Treasurer of the Institute.

8. The Board shall determine policy regarding the activities, organization and financial administration of the Institute, and shall approve its budget.

9. The Board shall meet regularly once a year. Additional meetings shall be held when the Chairman finds it appropriate or when at least four members have formally requested a meeting. Notice of the time and place of meetings shall be given to members not less than 30 days in advance; such notice may be waived. The quorum shall consist of a simple majority of the members of the Board. The Chairman shall designate an alternate from the membership of the Board to preside at a meeting which he is unable to attend.

10. Decisions of the Board shall be taken by a simple majority of those present and voting, except that the budget shall be valid only if it is approved by two-thirds of the membership: such approval may be secured, if necessary, by correspondence. The Board may accept special contributions earmarked for specific purposes.

11. The Board shall not be disqualified from the transaction of its business by reason of any vacancies amongst its members. Such vacancies shall be filled without delay and may be filled, at the discretion of the Chairman, by a postal ballot amongst the existing members. A member elected to fill the vacancy shall serve on the Board for the remaining part of the term of the member he replaces.

12. Minutes shall be kept of the meetings of the Board. The minutes shall record participation in the meetings, decisions taken, and

and dissenting opinions. They shall be signed by the Chairman and one other member of the Board. The Board shall determine its own rules of procedure.

13. The Directorate shall consist of the Director and the professional members of staff. The Director shall be appointed by the Planning Council and approved by the Board. The other members of the Directorate shall be appointed by the Director, subject to the policy directives of the Board and Council. Employment conditions for employees engaged for services rendered in Malta shall be determined in accordance with Maltese law.

14. The Director can offer and accept, on behalf of the Institute, contracts for work to be undertaken.

15. The Council shall consist of not more than twenty-four members, each elected for three years, and eligible for re-election. Members shall belong to nations within various geographic regions and with different political and economic systems. The Treasurer and Secretary of the Board shall be ex officio members of the Council.

15. Each year one-third of the elected membership of the Council shall be renewed by the Council itself. In electing its new members the Council shall consider nominations made by the Board, the Director, and by its own members, and shall take account of suggestions made during the previous Pacem in Maribus Convocation.

16. The Council shall elect its own Chairman. The Council normally meets four times a year, at places to be determined from time to time; the quorum shall consist of one third of the voting membership. It can appoint ad hoc working groups from among its members; such groups may be convened jointly with other organizations with which the Institute has established cooperative relations.

17. The Council shall, in consultation with the Director, determine the programme of activity of the Institute, and shall select candidates for the fellowships in Ocean Study. The Council shall determine its own rules of procedure.

18. The Board and the Council may, by mutual agreement, convene in joint meetings.

19. The financial year of the Institute shall run from 1st September to 31st August of the following year. A report of activities, including a financial summary, shall be prepared by the Director and submitted to the Council and the Board not more than 90 days after the end of each financial year. The Report of activities shall subsequently be published.

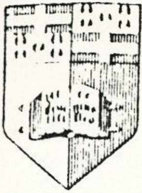
20. The Director shall prepare the annual budget for the Institute and submit it to the Board for approval in accordance with Art. 10 of this Statute. A financial statement, duly certified by a quali-

fied independent auditor-----shall be prepared by the Treasurer and submitted to the Board at the same time as the Report on activities and shall be published with the report of the auditor.

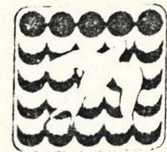
21. Contributions to the IOI are tax-exempt in accordance with the law of Malta in consideration of its status as a scientific, educational, nonprofit organization.

22. This Statute may be amended by the Board with the concurrence of the Council ----- . Proposals for amendment shall be notified to members of the Board and of the Council not less than 60 days before they are called upon to decide on them. Amendments adopted shall be valid only if approved by two-thirds of the voting membership of the Board and by two-thirds of the members of the Planning Council present and voting.

# International Ocean Institute



University  
Msida - Malta (TEL. 36450)



Paxem in Maribus

## AGREEMENT BETWEEN THE IOI AND THE GOVERNMENT OF MALTA

Between September 30 and October 3 a number of meetings took place between Mr. Alex Sceberras Trigone, International Secretary of the Labour Party, acting as representative of the office of the Prime Minister, and the Chairman of the Planning Council of the IOI. They agreed on the following principles on which the new agreement should be based.

These principles are submitted herewith to the Planning Council and the Board of Trustees for consideration. They can be adopted, and forwarded to the Government of Malta, only when the Draft Amendments to our Statutes have been approved, i.e., 60 days after submission on October 31.

### 1. Status

The IOI is established as an independent, self-regulating international nongovernmental organization, incorporated under Maltese law, and recognized as INGO by the United Nations, its Agencies, and other international bodies. The IOI shall have the status of a scientific, educational, nonprofit organization.

Note: This signifies that the statutory links with the University of Malta are abolished, and we have our own independent administration and keep our own accounts.

### 2. Headquarters

- (a) The IOI enjoys the use of Rooms 40, 42, 44, 45, 46, 47, 48, 49, 52, 53, and 54 in the Central Block, Mezzanine, of the University.
- (b) The IOI pays to the University a nominal rent of M£ 100 per annum, payable in advance on September 1 each year.

Note: These quarters have been assigned to the IOI by the Ministry of Education and the Rector of the University on July 3, and have been effectively occupied on September 1, 1980. The agreement will have to provide some further details about the facilities and conditions e.g., that we should not have the right to sublet, etc.

### 3. Tax exemption

Contributions to the IOI shall be tax-exempt in accordance with the law of Malta in consideration of its status as an educational, nonprofit organization. Appropriate steps shall be

taken by the IOI and by Government to assure such exemption.

Note: This section will have to be formulated in accordance with Maltese law. It should also be added that the importation of equipment (books, tapes, audio-visual aids, etc.) shall be free of duty provided it is not sold in Malta and is re-exported at the termination of the agreement.

#### 4. Liaison with Government

- (a) On the basis of good faith and mutual consent, the IOI shall engage the services of a Counsel nominated by the Government, who shall at any time advise the Director on matters relating to cooperation with Government. The specific tasks and responsibilities of such Counsel as well as the fee to be paid for these services shall be determined by mutual agreement between the IOI and Government. Counsel may be dismissed on the request of either party and replaced by another person nominated by Government and engaged by the IOI.
- (b) All posts in the IOI, whether salaried or honorific, are open to Maltese citizens. Before employing a Maltese citizen for services to be rendered in Malta, the IOI shall obtain approval by Government.

Note: Liaison with Government is obviously important for successful work in Malta and should be provided for in some structured form. The representative of the Prime Minister's office appeared to give particular importance to paragraph (a) above.

#### 5. Recognition of degrees

The Government of Malta recognizes the IOI as an Institute legitimately granting certificates, diplomas, or degrees.

#### 6. Duration of agreement

This agreement remains in force for three years and is renewable by mutual agreement of both parties.