

AGREEMENT

BETWEEN

THE UNITED NATIONS EDUCATIONAL, SCIENTIFIC AND CULTURAL
ORGANIZATION

AND

THE WORLD FOUNDATION FOR AIDS RESEARCH AND PREVENTION

AND

THE INSTITUTE FOR RESEARCH AND CARE OF INFECTIOUS DISEASES
"LAZZARO SPALLANZANI"

CONCERNING

*THE ESTABLISHMENT OF A RESEARCH CENTRE FOR AIDS AND OTHER
EMERGING AND RE-EMERGING INFECTIONS*

The United Nations Educational, Scientific and Cultural Organization
(hereinafter referred to as «UNESCO»)
having its Headquarters at 7, place de Fontenoy, Paris, France

and

The World Foundation for AIDS Research and Prevention
(hereinafter referred to as the Foundation)
1, rue Miollis, Paris, France

and

The Institute for Research and Care for Infectious Diseases
"L. Spallanzani" (hereinafter referred to as IRCCS-Spallanzani)
Ospedale Spallanzani, Rome, Italy

Bearing in mind the significance and importance of scientific research and the need for broad international co-operation in the field of infectious diseases, including AIDS and other emerging infections;

Taking into consideration the role of UNESCO and of the Foundation in supporting scientific research and social sciences in the field of AIDS, within the framework of UNAIDS and of the European Network "Man against Virus";

Taking also into account the worldwide network of centres for AIDS research being created by the Foundation;

Considering the Agreement between the Italian National Research Council (CNR), UNESCO and the Foundation regarding co-operation on the development of scientific research on AIDS;

Considering the recent establishment in Rome of IRCCS-Spallanzani, specifically devoted to scientific research on AIDS and other emerging and re-emerging infectious diseases, and the willingness of the Ministry of Health of the Italian Republic to increase international co-operation through the IRCCS-Spallanzani;

Taking in account that IRCCS-Spallanzani has established an Agreement with the International Centre for Migration and Health on co-ordination of research activities and action for the control of infectious diseases linked to migration;

Aware of the benefits to be gained by co-ordinating scientific activities with the competent organizations and institutions within the framework of IRCCS-Spallanzani and projects implemented by UNESCO and the Foundation;

Convinced of the desirability of establishing a new international centre for AIDS research in Rome which, linked to IRCCS-Spallanzani, and in collaboration with other scientific institutions, could implement the objectives of the Italian Ministry of Health, of UNESCO and of the Foundation;

Have agreed as follows:

Article 1
Establishment of the Centre

IRCCS-Spallanzani, taking into account the opinion of the Italian Ministry of Health, expresses its willingness to take any measures required to establish an International Research Centre for AIDS and other emerging and re-emerging infectious diseases (hereinafter referred to as the "Centre") linked to IRCCS-Spallanzani.

The Centre shall be largely autonomous and shall possess its own legal personality established in accordance with Italian legislation.

Article 2
Objectives and activities of the Centre

The main objectives of the Centre shall be:

- to contribute to the progress of knowledge on epidemiology, control strategies, and social impact of AIDS and other emerging and re-emerging infectious diseases; to this end, research projects shall be carried out to study the social behaviours leading to the spread of such pathologies, including human migration;
- to contribute, through scientific research, to the progress of knowledge on AIDS pathogenesis at molecular and cellular levels; research projects shall focus on distinct aspects of medicine, pharmacology and biotechnology;
- to form part of the network of clinical research centres organized by the Foundation, and thereby to stimulate the transfer of research findings to clinical applications;
- to promote the education and training of personnel with specific expertise in research, disease control and care of patients with AIDS and other emerging and re-emerging infectious diseases;
- to offer technical assistance to developing countries;
- to popularize scientific achievements.

In order to achieve these objectives, the Centre shall:

- conduct experimental and theoretical research, adopting in particular innovative approaches based on disciplines other than biology or medicine, such as mathematics, physics, chemistry and social sciences;
- provide specialized training, particularly for personnel from developing countries;
- provide a forum for contacts and exchange of information between scientists of all countries;
- co-operate with medical and industrial establishments in order to give practical effect to scientific discoveries;
- disseminate biological and medical knowledge primarily through publications and the organization of scientific meetings.

The Centre shall also carry out such other activities as may be entrusted to it by UNESCO and the Foundation under separate arrangements.

UNESCO and the Foundation shall endeavour to associate the Centre with their activities carried out within the framework of the worldwide network of the Foundation and the European network « Man against Virus », as well as with the activities of other institutions or networks pursuing similar objectives.

Article 3
Financial arrangements

The resources necessary for the activities of the Centre shall consist of the contributions allocated by IRCCS-Spallanzani, and of such other contributions, gifts and grants as may be offered by other organizations and institutions, whether public or private, by associations or by individuals.

IRCCS-Spallanzani shall take the necessary steps to provide the Centre with the appropriate and previously identified facilities (laboratories and offices) and all the general services already at its own disposal (cleaning, catering, etc.). From the funds already mobilized through a fund-raising initiative organized jointly by UNESCO and the World Foundation for AIDS Research and Prevention, UNESCO-ROSTE shall provide the Centre with basic equipment for an amount not exceeding 96,000,000 Italian lire (ninety-six million Italian lire).

The financial allocations of IRCCS-Spallanzani shall be determined from time to time, in accordance with the applicable rules and regulations.

IRCCS-Spallanzani, UNESCO, the Foundation, and the Centre may make arrangements with other authorities or institutions in order to determine their contributions to, or modalities of co-operation with, the Centre.

IRCCS-Spallanzani, UNESCO and the Foundation shall co-operate in the mobilization of extra-budgetary resources for the activities of the Centre.

Article 4
Organization of the Centre

IRCCS-Spallanzani shall ensure that the establishment and organizational structure of the Centre is in conformity with Italian law. After the Centre has been established, the Parties hereto shall explore possible modalities of collaboration, in accordance with their respective rules and regulations.

Article 5
Supplementary agreements

IRCCS-Spallanzani, UNESCO and the Foundation may conclude, on the basis of the present Agreement, supplementary agreements deemed necessary for the proper implementation of specific tasks.

Article 6
Amendments

This Agreement may be amended by mutual consent of UNESCO, IRCCS-Spallanzani and the Foundation.

Article 7
Settlement of disputes

Any dispute arising out of the interpretation or application of this Agreement, which is not settled by negotiation or as may be otherwise agreed, may at the request of UNESCO, the Foundation and/or IRCCS-Spallanzani be submitted to a sole arbitrator, appointed by the Parties to the dispute. If within thirty days from the request for arbitration, either there has not been a designation of an arbitrator, either Party may request the President of the International Court of Justice to appoint an arbitrator. The arbitration procedure shall be established by the arbitrator, whose decisions, including all ruling concerning its constitution, procedure, jurisdiction and sharing of expenses between the Parties, shall be binding on all parties to the dispute. The remuneration of the arbitrator shall be determined on the same basis as that of ad hoc judges of the International Court of Justice under article 32 (4) and (5) of its Statute.

Article 8
Entry into force, duration, termination

The present Agreement, after its signature by the Director-General of UNESCO, the President of the Foundation and the High Commissioner of IRCCS-Spallanzani shall enter into force when all three Parties have informed each other by written notification that all necessary internal measures foreseen to that effect have been accomplished.

The present Agreement shall be valid for an indefinite period on the understanding, however, that any Party has the right to terminate it by giving six months' notice in writing to the other two Parties.

The conditions and procedures for the liquidation of the Centre shall be defined by Italian law.

Done in triplicate in the English language.

UNITED NATIONS
EDUCATIONAL, SCIENTIFIC AND
CULTURAL ORGANIZATION

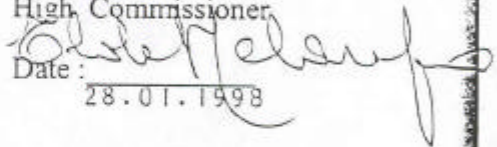


Federico Mayor,
Director-General

Date : 28.01.1998

INSTITUTE FOR
INFECTIOUS DISEASES
"L. SPALLANZANI"

Elda Melaragno
High Commissioner



Date : 28.01.1998

WORLD FOUNDATION FOR AIDS
RESEARCH AND PREVENTION



Luc Montagnier
President

Date : 28.01.1998



