

ANNEX
MODEL AGREEMENT BETWEEN
THE GOVERNMENT OF THE SOCIALIST REPUBLIC OF VIET NAM
AND THE
UNITED NATIONS EDUCATIONAL,
SCIENTIFIC AND CULTURAL ORGANIZATION
(UNESCO)

CONCERNING THE ESTABLISHMENT IN HANOI, VIET NAM, OF THE
INTERNATIONAL CENTRE OF RESEARCH AND POSTGRADUATE TRAINING IN
PHYSICS, CATEGORY 2 UNDER THE AUSPICES OF UNESCO

The Government of Viet Nam

and

The United Nations Educational, Scientific and Cultural Organization (UNESCO),

hereinafter referred as the "Parties",

Having regard to UNESCO's Medium-term Strategy (2014-2021) whereby the Organization proclaims its Strategic Programme Objective 4 and 5;

Further noting the constituent elements of the mandate set for the International Basic Sciences Programme (IBSP);

Emphasizing UNESCO's role in catalyzing international cooperation for human and institutional capacity-building in Member States in its fields of competence;

Recognizing the need and opportunity for cooperation in the basic sciences, particularly in physics, with Vietnam institutions and between these institutions and other countries, particularly in Asia and Pacific;

Considering that the Director-General has been authorized by the General Conference to conclude with the Government of Vietnam an Agreement in conformity with the draft that was submitted to the General Conference;

Desirous of defining the terms and conditions governing the contribution that shall be granted to the said Centre in this Agreement;

HAVE AGREED AS FOLLOWS:

Article 1 – Definitions

For the purposes of the present Agreement the expressions:

- (a) “UNESCO” refers to the United Nations Educational, Scientific and Cultural Organization.
- (b) “Government” means the Government of Vietnam.
- (c) “Centre” means the Vietnam International Centre of Physics (VICP).
- (d) “VAST” refers to the Vietnam Academy of Science and Technology.
- (e) “IOP” refers to the Vietnam Institute of Physics
- (f) UNESCO “ICTP” refers to the *Abdus Salam International Centre for Theoretical Physics*, a category 1 centre under the auspices of UNESCO.
- (g) UNESCO “IBSP” refers to the *International Basic Sciences Programme* of UNESCO

Article 2 - Establishment

The Government shall agree to take, at the latest in June 2016, any measures that may be required for the creation of the proposed centre as a category 2 centre under the auspices of UNESCO (category 2 centre), as provided for under this Agreement.

Article 3 – Purpose of the Agreement

The purpose of this Agreement is to define the terms and conditions governing collaboration between the Government and UNESCO and also the rights and obligations stemming therefrom for the Parties.

Article 4 – Legal status

1. The Centre shall be independent of UNESCO.
2. The Centre shall be established by the Vietnamese Government. It shall enjoy on the territory of the Socialist Republic of Viet Nam the functional autonomy and legal capacity necessary for the exercise of its functions:
 - to contract;
 - to institute legal proceedings;
 - to acquire and dispose of movable and immovable property.

3. The Director of VAST shall represent the Centre in law and in civil acts, including litigations.

Article 5 – Constitutive Act

The Constitutive Act of the Centre must include provisions describing precisely:

- (a) legal status granting to the Centre, under national legislation, the autonomous legal capacity necessary to exercise its functions and to receive subventions, obtain payments for services rendered, and carry out acquisitions of all means required;
- (b) a governing structure for the Centre allowing UNESCO's IBSP and ICTP representations within its governing body, namely in the Governing Board.

Article 6 – Objectives and Functions of the Centre

The objectives of the Centre shall be to:

- (a) Conduct physics research at the highest international standards;
- (b) Provide an international Centre for capacity building in theoretical and applied physics, through schools and workshops;
- (c) Support research in those countries in Asia-Pacific and in the least developed countries in Africa, where physics research is not yet well-developed.
- (d) provide expertise to decision makers, educators and the general public to strengthen the research and development potential in the region and beyond;

The functions of the Centre shall be to develop training and regional capacity-building activities with a focus on:

- a) **Advanced training and development through scientific research**, carried out by the Centre permanent staff and by short/long term visitors, in cooperation with national and international institutions and with participation in international research projects;
- b) **Scientific events and knowledge transfer through short-term activities**, including schools, workshops, conferences and seminars compatible with UNESCO programmes.

Article 7 – Governing Board

1. The Centre shall be guided and supervised by an International Governing Board that has a general oversight function for all activities and decides the programs and priorities of the Centre. It also determines the members of the Scientific Council and the Centre Director. The Chair is chosen by a majority vote of the

members. The Governing Board meets at least once every calendar year at the cost of the Centre. The Governing Board includes:

- (a) a representative of the Government of Viet Nam;
- (b) a representative of the Vietnam Academy of Science and Technology (VAST);
- (c) a representative of the Vietnam Institute of Physics (IOP);
- (d) a representative from any other country involved in the Centre;
- (e) the Executive Secretary of IBSP or his/her representative, nominated by the Director-General of UNESCO
- (f) the Director of the ICTP or his/her representative, nominated by the Director-General of UNESCO
- (g) the Director of the UNESCO Hanoi office or his/her representative, nominated by the Director-General of UNESCO

2. The Governing Board shall:

- (a) approve the long-term and medium-term programmes of the Centre;
- (b) approve the annual work plan of the Centre, including the staffing table;
- (c) examine the annual reports submitted by the Director of the Centre, including a biennial self-assessment of the Centre's contribution to UNESCO's programme objectives;
- (d) examine the periodic independent audit reports of the financial statements of the Centre and monitor the provision of such accounting records necessary for the preparation of financial statements;
- (e) adopt the rules and regulations and determine the financial, administrative and personnel management procedures of the Centre in accordance with the laws of the country;
- (f) decide on the participation of regional intergovernmental organizations and international organizations in the work of the Centre.

3. The Governing Board shall meet in ordinary session at regular intervals, at least once every calendar year; it shall meet in extraordinary session if convened by its Chairperson, either on his or her own initiative or at the request of the Director-General of UNESCO or of two-thirds of its members. The costs related to the organisation of the International Governing Board meeting shall be covered by the Centre.

4. The Governing Board shall adopt its own rules of procedure. For its first meeting the procedure shall be established by the Government and UNESCO.
5. The Director of the Centre shall participate in the meetings of the Governing Board, as a non-voting member.

Article 8 – UNESCO’s contribution

UNESCO has no financial obligations or accountability for the functioning and management of the Centre and shall not provide financial support.

Article 9 – Contribution of the Government

- The Government shall provide all the resources, financial or in kind needed for the administration and proper functioning of the Centre.
1. The Government of Viet Nam will allocate each year around USD 500,000 per annum for the activity of the Centre.
 - (a) The Centre also has access to funding from regional and international funding agencies, through project proposals submitted and evaluated in a peer-reviewing system.
 2. The Government undertakes to:
 - (a) encourage Vietnamese institutions in collaboration with the Centre to make financial and/or in-kind contributions; and
 - (b) help the Centre to undertake various fund-raising activities from other national and international institutions/organizations; and

Article 10 – Participation

1. The Centre shall encourage the participation of Member States and Associate Members of UNESCO which, by their common interest in the objectives of the Centre, desire to cooperate with the Centre.
2. Member States and Associate Members of UNESCO wishing to participate in the Centre’s activities, as provided for under this Agreement, shall send to the Centre notification to this effect. The Director of the Centre shall inform the Government and UNESCO of the receipt of such notifications.

Article 11 - Responsibility

As the Centre is legally separate from UNESCO, the latter shall not be legally responsible for the acts or omissions of the Centre and shall also not be the subject to any legal process, and/or shall bear no liabilities of any kind, be they financial or otherwise, with the exception of the provisions expressly laid down in this Agreement.

Article 12 – Evaluation

1. UNESCO may, at any time, carry out evaluation of the activities of the Centre in order to ascertain:
 - (a) whether the Centre makes a significant contribution to the strategic goals of UNESCO;
 - (b) whether the activities effectively pursued by the Centre are in conformity with those set out in this Agreement.
2. UNESCO undertakes to submit to the Government, at the earliest opportunity, a report on any evaluation.
3. Following the results of an evaluation, each of the Parties shall have the option of requesting a revision of its contents or of denouncing the Agreement, as envisaged in Articles 16 and 17.

Article 13 – Use of UNESCO name and logo

1. The Centre may mention its affiliation with UNESCO and may therefore use after its title the mention: “under the auspices of UNESCO”.
2. The Centre is authorized to use the UNESCO logo or a version thereof on its letter-headed paper and documents, including electronic documents and web pages, in accordance with the conditions established by the governing bodies of UNESCO.

Article 14 – Entry into force

This Agreement shall enter into force, following its signature by the Parties, when they have informed each other in writing that all the formalities required to that effect by the applicable laws and regulations of Vietnam and by UNESCO's internal regulations have been completed. The date of receipt of the last notification shall be deemed to be the date of entry into force of this Agreement.

Article 15 – Duration

This Agreement is conducted for a period of six years as from its entry into force upon its signature by the two Parties. The Agreement shall be renewed upon common agreement between Parties once the Executive Board made its comments based on the results of the renewal assessment provided by the Director-General.

Article 16 – Denunciation

1. Each of the Parties shall be entitled to denounce this Agreement unilaterally.

2. The denunciation shall take effect within 30 days following receipt of the notification sent by one of the Parties to the other.

Article 17 - Revision

This Agreement may be revised by consent between the Government and UNESCO.

Article 18 – Settlement of disputes

1. Any dispute between the Government and UNESCO concerning the interpretation or application of this Agreement, if not settled by negotiation or any other appropriate method agreed to by the Parties, shall be submitted for final decision to an arbitration tribunal composed of three members, one of whom shall be appointed by the Government, another by the Director-General of UNESCO, and a third, who shall preside over the tribunal, shall be chosen by the first two. If the two arbitrators cannot agree on the choice of a third, the appointment shall be made by the President of the International Court of Justice.
2. The tribunal's decision shall be final.

IN WITNESS WHEREOF, the undersigned being duly authorized thereto, have signed this Agreement,

DONE in 2 copies in English, on day/month/year

For the Government of the Socialist
Republic of Viet Nam

For the United Nations Educational,
Scientific and Cultural Organization