



Organisation intergouvernementale pour les transports internationaux ferroviaires
Zwischenstaatliche Organisation für den internationalen Eisenbahnverkehr
Intergovernmental Organisation for International Carriage by Rail



INTERNATIONAL INSTITUTE FOR THE UNIFICATION OF PRIVATE LAW
INSTITUT INTERNATIONAL POUR L'UNIFICATION DU DROIT PRIVE

**PREPARATORY COMMISSION FOR THE
ESTABLISHMENT OF THE INTERNATIONAL REGISTRY
FOR RAILWAY ROLLING STOCK PURSUANT TO THE
LUXEMBOURG (RAIL) PROTOCOL**

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Statutes of the Supervisory Authority

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Article 1 Definitions

For the purpose of these Statutes, the following terms shall be considered to have the meanings indicated:

<i>Initial Contract</i>	the contract signed on 12 th November 2014 between the Preparatory Commission, acting in its capacity as Provisional Supervisory Authority and Regulis S.A.;
<i>Contracting State / State Party</i>	a Contracting State / State Party to the Convention and the Protocol;
<i>Convention</i>	the Convention on International Interests in Mobile Equipment, signed in Cape Town on 16 November 2001;
<i>Diplomatic Conference</i>	the Diplomatic Conference to Adopt a Rail Protocol to the Convention on International Interests in Mobile Equipment held in Luxembourg from 12 to 23 February 2007;
<i>International Registry</i>	the international registry established by the Supervisory Authority pursuant to Article 17 of the Convention and Section 3.1 of the Regulations;

<i>Officers</i>	a Chair and a First and Second Vice-Chair, and such other officers which may be elected from by the Supervisory Authority in accordance with the Rules of Procedure;
<i>OTIF</i>	the Intergovernmental Organisation for International Carriage by Rail;
<i>Protocol</i>	the Luxembourg Protocol to the Convention on International Interests in Mobile Equipment on Matters specific to Railway Rolling Stock signed in Luxembourg on 23 February 2007;
<i>Preparatory Commission</i>	the preparatory commission set up under Resolution 1 of the Final Act of the Diplomatic Conference
<i>Registrar</i>	the registrar of the International Registry appointed from time to time by the Supervisory Authority;
<i>Regulations</i>	the regulations for the International Registry adopted by the Supervisory Authority pursuant to the Protocol;
<i>Rules of Procedure</i>	the rules of procedure of the Supervisory Authority in force pursuant to Article XII (4) of the Protocol;
<i>Secretariat</i>	the Secretariat appointed according to Article XII of the Protocol;
<i>Signatory Party</i>	a state which has signed but not ratified the Protocol;

<i>State Party</i>	a state which has ratified or acceded to both the Convention and the Protocol;
<i>Supervisory Authority</i>	the Supervisory Authority referred to in Article 17(1) of the Convention and Article XII of the Protocol and
<i>UNIDROIT</i>	the International Institute for the Unification of Private Law.

Article 2 Composition

1. The Supervisory Authority is a body established pursuant to Article XII of the Protocol.
2. Its membership is determined in accordance with Article XII (1) (b) and (c) of the Protocol

Article 3 Legal Personality, external representation

1. The Supervisory Authority has international legal personality according to Article 27(1) of the Convention.
2. External representation of the Supervisory Authority shall be performed by the Chair elected according to the Rules of Procedure of the Supervisory Authority for the entire period of its term of election.
3. The Supervisory Authority may adopt specific rules for its representation with regard to selected types of its actions.
4. The Supervisory Authority may establish from its members as needed committees and working groups to which it delegates tasks.

Article 4
Domicile, agreements with States

1. The Supervisory Authority shall be domiciled in Berne, Switzerland. It is hosted by OTIF
2. The Supervisory Authority may enter into any arrangement with its host State requisite for the performance of its functions, including any agreement referred to in Article 27(3) of the Convention on
 - a. exemption from taxes and
 - b. any other immunities and privileges.
3. The Supervisory Authority as holder of the proprietary rights according to Article 17(4) of the Convention may enter into any agreement with States where assets, documents, data bases and archives of the International Registry are located in order to guarantee that these shall be kept inviolable and immune from seizure or other legal or administrative process according to Article 27(4) to (6) of the Convention.
4. The Supervisory Authority may enter into agreements with States Parties having made a declaration according to Article XIV (2) of the Protocol on the unique identification of items of railway rolling stock to which a system of national or regional identification numbers applies. On conclusion of such agreement the Supervisory Authority shall also decide the necessary implementing measures.

Article 5
Tasks

Notwithstanding the tasks laid down in other articles of these Statutes, the Supervisory Authority shall:

1. Establish Rules of Procedure.
2. Elect its Officers according to the Rules of Procedure.
3. Appoint the Registrar according to Article 17(2) (b) of the Convention and Article XII (11) of the Protocol and may negotiate and amend from time to time agreements with the Registrar.
4. Establish, review and may, from time to time amend, the Regulations and determine the manner of their publication according to Article 17(2) (d) of the Convention.

5. Supervise the Registrar and the operation of the International Registry according to Article 17(2) (f) of the Convention including the evaluation, authorization, where appropriate, and supervision of the provision by the Registrar of services additional to those required under the Protocol.
6. At the request of the Registrar, provide guidance to the Registrar according to Article 17(2) (g) of the Convention.
7. Do all things necessary to ensure that an efficient notice-based electronic registration system exists to implement the objectives of the Convention and the Protocol according to Article 17(2) (i) of the Convention.
8. Enter into agreements with an external auditor and any other party as may be requisite for the performance of its functions.
9. Sign with the Secretariat any agreement setting out the detailed conditions for performing the tasks of the Secretariat and may negotiate and amend from time to time such agreement with the Secretariat.
10. Dismiss the Registrar and ensure that any rights required for the continued effective operation of the International Registry in the event of a change of Registrar will vest in or be assignable to the new Registrar according to Article 17(2) (b) and (c) of the Convention.
11. Report periodically to the Contracting States concerning the discharge of its obligations under the Convention and the Protocol according to Article 17(2) (j) of the Convention.
12. Report periodically to UNIDROIT in order to assist it as the Depositary in preparing reports for the States Parties as to the manner in which the international regimen established in the Convention has operated in practice according to Article 61(1) of the Convention
13. Cooperate with UNIDROIT as the Depositary with regard to the status and reviewing of the Convention and the Protocol according to Articles 61 and 62 of the Convention and Articles XXXIII and XXXIV of the Protocol.

Article 6 Commission of Experts

1. The Supervisory Authority may establish a Commission of Experts entrusted with the task of assisting it in the discharge of its functions and the Commission shall be deemed as an organ of the Supervisory Authority.
2. The Commission of Experts shall consist of individuals the Supervisory Authority considers have the necessary qualifications, expertise and experience for such position and be selected from (a) persons nominated by State Parties and Signatory States and (b) other persons nominated by the Chair.

3. The Supervisory Authority may dissolve the Commission, or remove members of the Commission in accordance with the Rules of Procedure.
4. The Rules of Procedure of the Supervisory Authority shall be applied mutatis mutandis to the Commission of Experts.

Article 7 Languages

The official and working language of the Supervisory Authority shall be English.

Article 8 Secretariat

1. The Supervisory Authority shall be assisted in the discharge of its functions by the Secretariat.
2. The Secretariat shall carry out its tasks as set out in Article 12(4) of the Initial Contract or as otherwise agreed between the Supervisory Authority and the Secretariat. The agreement signed between the Secretariat and the Supervisory Authority shall further detail the conditions for performing the tasks of the Secretariat.
3. The Secretariat's expenses in carrying out its functions are as set out in Article 12(4) of the Initial Contract or as otherwise agreed between the Supervisory Authority and the Secretariat.
4. By 31 March of each year, the Secretariat shall submit an invoice to the Supervisory Authority for the costs it has incurred in the previous calendar year for performing the tasks of the Secretariat.
5. The Supervisory Authority shall check that the costs, as set out in Article XVI (2) of the Protocol, are refunded on a real- costs basis including personnel costs and shall instruct the Registrar to pay the invoice, if necessary after consulting the Secretariat.

Article 9 Registry fees

1. The Supervisory Authority shall set up, review and may from time to time amend the fees to be charged for the services and facilities of the International Registry in accordance with Article 17(2) (h) of the Convention and with the Regulations.

2. The fees shall be determined according to Article XVI of the Protocol so as to recover the following costs, to the extent necessary, whereby nothing shall preclude the Registrar from operating for a reasonable profit:
 - a. the reasonable costs of establishing, implementing and operating the International Registry over the term of the contract with the Registrar and
 - b. the reasonable costs of the Secretariat associated with the performance of its functions as set out in Article 8.
3. The Supervisory Authority may enter into such agreements as it considers appropriate with the Registrar concerning the fees.

Article 10 Registry Insurance

The Supervisory Authority shall determine the extent of the insurance or financial guarantee covering the liability of the Registrar according to Article 28(4) of the Convention, Article XV(5) of the Protocol and Resolution 6 of the Diplomatic Conference.

Article 11 Complaints concerning the operation of the Registry

1. A complaint concerning the operation of the Registry according to Article 17(2) (e) of the Convention shall be addressed in writing to the Registrar in accordance with the Regulations.
2. If the complainant is not satisfied that the complaint is resolved, the complaint may be submitted to the Supervisory Authority through the Secretariat which shall forward the complaint together with accompanying materials to the Commission of Experts.
3. The Commission of Experts shall agree on a position within a reasonable deadline, to be determined, and shall communicate it to the Secretariat.
4. The Secretariat shall communicate the complaint, together with all comments and, if necessary, further documents, to the Supervisory Authority within one month after receiving the position of the Commission of Experts.
5. The Supervisory Authority shall reply to the complaint in writing and if the complaint was justified, shall give the Registrar the necessary instructions to resolve the problem specified in the complaint and to avoid the problem in future.

6. In the absence of a Commission of Experts at the time the Secretariat is required to forward the complaint, the Officers shall act as an ad hoc commission of experts for these purposes.

Article 12 Amendments

1. These statutes may be amended at the Supervisory Authority's annual General Meeting.
2. The procedures for making amendments shall be set out in the Rules of Procedure.